

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

RANDEL LUMBER 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 May 14, 1962.



*Ros. R. ...*

Governor

By the Governor

*Henry ...*

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 for profit.

## THE CHARTER OF INCORPORATION OF

RANDEL LUMBER CO., INC.

1. The corporate title of said company is:

Randel Lumber Co., Inc.

2. The names of the incorporators are:

Name	Street & No.	City	State
Hugh G. Randel	Route 2	Pickens	Mississippi
Sibyl H. Randel	Route 2	Pickens	Mississippi

3. The domicile is at 159 Front Street Canton Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

Two thousand (2,000) shares common stock, par value ten dollars (\$10.00) per share.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

Ten dollars (\$10.00) per share.

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

Ninety-nine (99) years.

To process, deal in, manufacture, install, store, handle, transport, or otherwise work in or with building materials of all kinds, including lumber, roofing, insulating materials, plaster, wall, tile, ornamental and other boards, brick, concrete, structural steel, re-enforcing steel, glass, stone, pottery, tile, lighting fixtures, hardware, bathroom fixtures, plumbing supplies, electrical supplies, cements and plasters, stucco, stone and gravel, resinous waxes, textiles, incinerators, cesspools, and septic tanks, fencing, wire and staples, waterproofing materials, rubber, linoleums, carpets, builders' tools and machinery, and any and every other material, appurtenance, or process useful in, necessary for, or convenient in building, construction, engineering, and maintenance;

To build, erect, construct, lease, or otherwise acquire, manage, occupy, maintain, and operate buildings for hotel purposes, dwelling houses, apartment houses, office buildings, and lands, buildings for hotels, apartment houses, dwelling houses, office buildings, and business structures of all kinds for the accommodation of the public and of individuals. To keep, manage, conduct, and operate hotels, apartment houses, dwelling houses, restaurants, lunch and tea rooms, barber shops, billiard halls and cafes, for the accommodation of the public and of individuals;

To conduct and carry on the business of buying, selling and dealing in all kinds of fertilizers, hay, grain, seed or other farm produce, and farm products, livestock and provisions.

To manufacture, acquire, buy, sell, lease, mortgage, pledge, hold, generally deal in goods, wares, merchandise, real and personal property, contracts, commodities and services of any and of every class and description, and all articles used or useful in connection therewith;

To do all and everything necessary, suitable, and proper for the accomplishment of any of the powers and purposes, or the attainment of any of the objects, or the furtherances 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 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.

NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

Fifty (50) shares.

Signatures:

*H. G. Randel*  
*Sibyl H. Randel*

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Madison

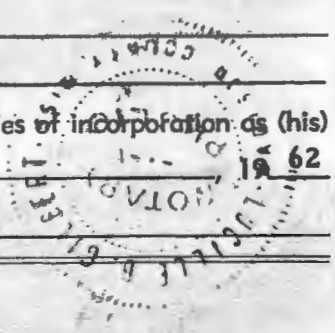
This day personally appeared before me, the undersigned authority  
H. G. Randel and Sibyl Randel

incorporators of the corporation known as the Randele Lumber 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 9 day of MAY

*My Com expires 5-2-65*  
STATE OF MISSISSIPPI

*Lucille B. Gilbert*  
*Notary Public*



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 12<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$ 50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*John L. Linder*  
Secretary of State

Jackson, Miss., May 14, 1962

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

*Joe T. Patterson*  
Attorney General

By *Merton R. Milendon*  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CROP-MAKER, 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 May 14, 1962.



*Ross Barnett*

Governor

By the Governor

*John Lodge*

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 for profit.

**THE CHARTER OF INCORPORATION OF**

**CROP-MAKER, INC.**

1. The corporate title of said company is: Crop-Maker, Inc.

2. The names of the incorporators are:

Name	Street & No.	City	State
R. L. Arnold	None	Tunica	Mississippi
Foster Graves	None	Tunica	Mississippi

3. The domicile is at None Tunica Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

Twenty Thousand Dollars (\$20,000.00) all common stock.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

Two thousand (2,000) shares of common stock of the par value of Ten Dollars (\$10.00) each.

6. Period of existence (not to exceed ninety-nine years) is: Ninety-nine (99) years.

7. The purpose for which it is created:

For the purpose of manufacturing, buying, selling, importing, exporting and distributing farm machinery and equipment and any and all products used or useful in connection with the business of manufacturing and retailing farm machinery or with the sale or distribution thereof.

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

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

Said Corporation may begin business whenever as many as one hundred (100) shares aggregating the sum of One Thousand Dollars (\$1,000.00) par value shall have been subscribed and paid for.

Signatures: R. L. Arnold  
Foster Graves  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of TUNICA

This day personally appeared before me, the undersigned authority  
R. L. Arnold, and Foster Graves

incorporators of the corporation known as the Crop-Maker, Inc.  
who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~  
(their) act and deed on this the 11 day of March, 1962

My Commission Expires: May 27, 1962 Annette Smith, 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 14<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$ 50.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.  
John L. Gordon  
Secretary of State

Jackson, Miss., May 14, 1962  
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitu-  
tion and laws of the State, or of the United States.  
Joe T. Patterson  
Attorney General  
By Martin R. McLendon  
Assistant Attorney General

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



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

AFFILIATED OIL SPECIALTIES, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this May 14, 1962.



*Ross Barnett*

Governor

By the Governor

*John Lodner*

Secretary of State

THE CHARTER OF INCORPORATION OF  
 AFFILIATED OIL SPECIALTIES, INC.

1. The corporate title of said company is: Affiliated Oil Specialties, Inc.

2. The names of the incorporators are:

<u>K. Maxwell Graves, Jr.</u>	Post Office	<u>407 Seventeenth Street Laurel, Mississippi</u>
<u>Thomas J. Holifield</u>	Post Office	<u>10 Glennwood Laurel, Mississippi</u>

3. The domicile is at 102 Ellisville Boulevard, Laurel, Mississippi.

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

Ten Thousand and No/100 Dollars (\$10,000.00)  
 Capital Stock represented by common stock only.

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

Two Thousand (2,000) shares of common stock  
 of the par value of Five and No/100 Dollars  
 (\$5.00) each.

6. Period of existence is: Ninety-nine years

7. The purpose for which it is created:

To carry on a general business of furnishing services to the petroleum industry, including, but not limited to, drilling, exploration, completions and re-completions, whether single, dual, triple, foible, or more, and to employ petroleum engineers, consultants, or other petroleum technicians toward the end of furnishing such services; including the installation and operation of measuring and metering devices, including but not limited to all other services to be performed in the exploration, drilling, capturing, production of and marketing of petroleum products, including all hydro-carbons, natural gas, crude oil or petroleum and all of its products.

The creation, operation and liquidation of a general oil and hydro-carbon business, and without limiting the foregoing, especially: To produce, refine, market and distribute natural gas, crude oil or petroleum and all of its products; to locate, purchase, lease or otherwise acquire and to sell, mortgage or otherwise dispose of lands containing or believed to contain petroleum, oil or natural gas, or either of them, and to drill or prospect for or produce the same; to purchase, lease or otherwise acquire, and to sell, mortgage or otherwise dispose of developed or producing oil and gas properties or the products of such oil or gas properties; to purchase, produce, refine, sell and distribute petroleum and all of the products and by-products thereof; to buy, sell or otherwise dispose of, and manufacture all kinds of illuminating, burning and heating oils, and gasoline, naphtha, lubricants, greases, waxes and all other products and by-products of petroleum; to act as broker or agent for others in all of said acts.

To carry on the business of storing, drilling, or prospecting for, mining, producing, refining, manufacturing, piping, buying and selling petroleum, natural and artificial gas, casinghead gasoline, naphtha, and any and all products and by-products thereof.

To acquire, own, enter or lease mines and mineral lands of every kind, nature and description, also to acquire, own, enter, lease, sell, assign, transfer, or otherwise dispose of mill sites, water rights and terminal facilities, to work, prospect or develop mines and mineral lands of every nature or description, either for itself or other companies, corporations or individuals, upon such terms and for such remuneration as it shall deem fit and proper, and to accept, take and hold mineral lands and claims of every kind and nature, either as an entirety or any portion thereof.

To build, construct, equip, maintain, own, control, lease or otherwise acquire, and to operate all necessary tanks, tank cars, pipes and pipelines, compressors, separating plants, refineries, buildings and warehouses, and the necessary fixtures and equipment thereunto obtaining and other and all means of refining, storing, saving, conveying, transporting, exporting, or marketing petroleum, oil and gas, or the crude or refined products of either; and to do any and all other acts and things necessary as a broker or agent in the marketing or sale of petroleum products, property or its allied lines.

To acquire, own and operate such machinery, apparatus and appliances as may be necessary, proper or incidental to the mining, production and development of lands for petroleum, oil, natural gas and other minerals, or for any of the purposes for which this corporation is organized.

To manufacture, erect, build, furnish, construct, hold, own, operate, export, import, lease, rent, hire, buy, sell and generally deal in as principal, agent or factors for others, all kinds of petroleum products, gas, gasoline, explosive, steam and all other kinds of engines, all kinds of dynamos, generators, pumps and any and all kinds of mechanical apparatus for whatever purpose employed.

To contract for, build, buy, sell, own and operate all necessary mills, smelters, roads, spur tracks, loading racks, ditches, flumes, pumps, pumping plants of any kind or kinds whatsoever, and especially casinghead gas plants and compressors for the purpose of converting casinghead gas into gasoline or other products, and such other property as shall be fit and necessary in carrying on the objects herein stated.

To aid in any manner any corporation whose stock, bonds or other obligations are held or are in any manner guaranteed by the Company and to do any other acts or things for the preservation, protection, improvement or enhancement of the value of such stock, bonds, or other obligations, or to do any acts or things designed for any such purpose; and while owner of any such stock, bonds, or other obligations, to exercise all the rights, powers and privileges of ownership thereof, including the right to vote thereon.

To establish and maintain an oil company, with authority to contract for the lease and purchase of the right to prospect for, develop and use, coal and other minerals, petroleum and gas; also

the right to erect, build and own all necessary oil tanks, cars and pipes necessary for the operation of the business of the same; also with power to store and transport oil and gas, brine and other mineral solutions and to make reasonable charges therefor; to buy, sell and furnish oil and gas for light, heat and other purposes; to lay down, construct, maintain and operate pipelines, tubes, tanks, pump stations, connections, fixtures, storage houses and such machinery, apparatus, devices and arrangements as may be necessary to the purposes of such corporation.

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

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

To apply for, obtain, register, purchase, lease, or otherwise acquire, and to hold, use, operate, and introduce, and to sell, assign, mortgage, or otherwise dispose of any trademarks, trade names, copyrights, patents, inventions, improvements, and processes used in connection with or held under any letters patent of the United States, or elsewhere, which may be used in connection with or appertaining to any kind of business herein set forth and described; and to use, exercise, develop, grant licenses in respect of, or otherwise to turn to account, any such trademarks, trade names, copyrights, patents, licenses, processes, and the like, or any such property or rights.

To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or 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, nation or government, and while the owner thereof to exercise all the rights, powers and privileges of ownership.

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

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

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 capital stock when such use would cause any impairment of its capital except as otherwise permitted

by law, and provided further that shares of its own capital belonging to it shall not be voted upon directly or indirectly.

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

To establish, maintain and conduct training schools, courses and programs in connection with the sale, installation, use, maintenance, improvement or repair of machines, apparatus, appliances, or products, and of articles required in the use thereof or used in connection therewith by the corporation.

To carry out all or any part of the foregoing purposes, either alone or in association with any individuals, associations, partnerships or corporations, and in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that such purposes are not forbidden by the laws of such state, territory, district or possession of the United States, or by such foreign country.

In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Mississippi, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause in this certificate of incorporation, but the objects and purposes specified in each of the foregoing clauses of this article shall be regarded as independent objects and 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.

Four Hundred (400) Shares of Common Stock  
of the par value of Five and No/100 Dollars  
(\$5.00).

K. Maxwell Graves, Jr.

Thomas J. Holifield  
Incorporators

STATE OF MISSISSIPPI

COUNTY OF JONES

This day personally appeared before me, the undersigned authority, K. Maxwell Graves, Jr., and Thomas J.

Holifield, incorporators of the corporation known as Affiliated Oil Specialties, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 7th day of May, 1962.

Charles W. Bontwell  
Notary Public

My Commission Expires:

July 26, 1962

Received at the office of the Secretary of State this 12<sup>th</sup> day of May, A. D. 1962, together with the sum of \$ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John L. Godwin  
Secretary of State

Jackson, Miss., May 14, 1962

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

Joe T. Patterson  
Attorney General

BY: Martin R. Milendon  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

NORTHEAST MISSISSIPPI CONSTRUCTION COMPANY, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this May 14, 1962.



*Ross Barnett*

Governor

By the Governor

*Huber Lodum*

Secretary of State

STATE OF MISSISSIPPI )  
(  
TISHOMINGO COUNTY )

THE CHARTER OF INCORPORATION OF  
NORTHEAST MISSISSIPPI CONSTRUCTION COMPANY, INC.

I.

The corporate title of said corporation is Northeast Mississippi Construction Company, Inc.

II.

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

Mrs. Ruth M. Andrews, 520 18th Avenue North,  
Columbus, Mississippi;

Mrs. Frances S. Switzer, 1020 9th Street South,  
Columbus, Mississippi; and

Wm. G. Burgin, Jr., 516 Second Avenue North,  
Columbus, Mississippi.

III.

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

IV.

The amount of capital stock and particulars as to the classes thereof:

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

The preferences, qualifications, limitations, and restrictions, and the special or relative rights granted to or imposed upon the shares of said Common Stock of the corporation shall be as follows:



(1) Each stockholder shall be entitled to one (1) vote, which may be cast either in person or by proxy, for each share of the Common Stock owned by him as shown by the books of the corporation in all matters properly coming before the stockholders, provided, however, that in the election of the members of the Board of Directors of the corporation each stockholder shall have the right to vote, in person or by proxy, the number of shares of stock owned by him for as many persons as there are directors to be elected, or to cumulate said shares so as to give one candidate as many votes as the number of directors multiplied by the number of his shares of stock shall equal, or to distribute them on the same principal among as many candidates as he shall see fit. No stockholder shall have the right to cumulate the shares owned by him, except in the election of members of the Board of Directors of the corporation.

(2) The stockholders of the corporation shall have the authority to adopt, at any annual stockholders' meeting, reasonable rules, regulations and restrictions upon the transfer of the stock of the corporation, so as to require that each stockholder, before offering the shares of stock owned by him to the general public for sale, shall first offer to sell the same to the other stockholders.

(3) After the Board of Directors has made such provisions, if any, as it may deem necessary or advisable for working capital and reserves, then dividends may be declared and paid upon the Common Stock of the corporation, but only when, as and if determined and ordered by the Board of Directors.

(4) Upon any dissolution, liquidation or winding up of the corporation the holders of the Common Stock shall be entitled to receive all the net assets of the corporation available for distribution to its stockholders.

V.

The number of shares of each class and the par value thereof:

There shall be one hundred (100) shares of Common Stock which shall have a par value of One Hundred Dollars (\$100.00) per share..

VI.

The period of existence of said corporation is and shall be ninety-nine (99) years.

VII.

The purpose for which said corporation is created and the powers which it shall possess are as follows, to-wit:

(1) To operate a general contracting and construction business for the purpose of bidding upon, obtaining contracts for the erection of, and constructing, building and otherwise erecting buildings of every kind, character and description, and any and all other structures, including, but not limited to, the erection, fabrication, prefabrication, assembling, construction and/or equipping of the same for any person, firm, association, corporation or for the United States government, any State, County, City, School District, political subdivision, and any agency or instrumentality thereof.

(2) To operate a general contracting and construction business for the purpose of bidding upon, obtaining contracts for the erection, installation and construction of mechanical, electrical and air-conditioning systems and facilities, and any and all apparatus and equipment incident to, connected with or necessary therefor.

(3) To acquire land for, and to initiate, plan, develop, construct, maintain, manage, sell or lease municipal and/or suburban residential subdivisions, for rental purposes or for sale.

(4) To acquire land for, and to initiate, plan, develop, construct, maintain, manage, sell and lease commercial buildings and structures and/or shopping centers.

(5) To plan, design, construct, re-construct, remodel or repair buildings and structures of every kind, character and description.

(6) To acquire, own, lease, use, maintain and operate any and all instrumentalities, facilities, apparatus and equipment incident to or connected, directly or indirectly, with the general contracting and construction business.

(7) To conduct, operate and engage in the furnishing of any services and facilities and to carry on and engage in any activities necessary, appropriate or incident to the general contracting and construction business.

(8) To apply for, register, acquire, hold, use, exercise, lease, take or grant licenses or other rights with respect to, and in any and all ways to exploit or turn to account inventions, improvements, processes, privileges, copyrights, patents, trade-marks, trade-names and distinctive and similar rights to any and all kinds, incident to and connected with its foregoing business.

(9) To acquire (by purchase, exchange, lease, hire or otherwise), hold, own, improve, manage, operate, let as lessor, sell, convey, mortgage, and otherwise deal in and dispose of, either alone or in conjunction with other corporations, associations or individuals, real estate of every kind, character and description whatsoever and wheresoever situated, and any interest therein.

(10) To acquire (by purchase, exchange, lease, hire or otherwise), hold, own, manage, operate, mortgage, pledge, hypothecate, exchange, sell, deal in and dispose of, either alone or in conjunction with others, personal property of every kind, character and description whatsoever and wherever situated, and any interest therein.

(11) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any government, state, territory, governmental district or municipality or of any instrumentality thereof.

(12) To borrow money and contract debts for any purposes of the corporation, and to issue bonds, debentures, notes and other securities or obligations of any nature for money so borrowed or in payment for property acquired, and to secure the payment thereof by mortgage upon, pledge, or conveyance in trust of the whole, or any part, of the property and franchises of the corporation, including securities and contract rights, whether owned at the time or thereafter acquired.

(13) To do and perform everything necessary, suitable and proper for the accomplishment of the purposes, or the attainment of all objectives, or the furtherance of any of the powers hereinabove set forth, either alone or in conjunction with any other corporations, associations or individuals, and to do every other act or acts incident or appertaining to, growing out of, or connected with the aforesaid business or powers, or any part or parts thereof; provided, however, the same be not inconsistent with the laws of the State of Mississippi.

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

VIII.

The number of shares of stock to be subscribed and paid for before the corporation may begin business shall be ten (10) shares of Common Stock having a par value of One Thousand Dollars (\$1,000.00).

Ruth M. Andrews  
Ruth M. Andrews

Frances S. Switzer  
Frances S. Switzer

Wm. G. Burgin, Jr.  
Wm. G. Burgin, Jr.

STATE OF MISSISSIPPI )  
                                  )  
COUNTY OF LOWNDES    )

This day personally appeared before me, the undersigned authority of law in and for said County and State, Ruth M. Andrews, Frances S. Switzer and Wm. G. Burgin, Jr., who each acknowledged that they signed and delivered the foregoing instrument on the day and year therein mentioned for the purpose therein expressed, as and for their own act and deed.

Given under my hand and official seal, on this the 11<sup>th</sup> day of May, A. D., 1962.

Lena O. Cook  
NOTARY PUBLIC



My Commission Expires: November 4, 1964

Received at the office of the Secretary of State, this the 12<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$ 30<sup>00</sup> deposited to cover the recording fee, and  
referred to the Attorney General for his opinion.

John Luther  
SECRETARY OF STATE.

Jackson, Miss.,

May 14, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.  
By Martin R. Milendon  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

GULF SOUTH BUILDING, 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      May 14, 1962.



*Ross Barnett*

Governor

By the Governor

*John L. Hodges*

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 for profit.

# THE CHARTER OF INCORPORATION OF

GULF SOUTH BUILDING, INC.

1. The corporate title of said company is: **Gulf South Building, Inc.**

2. The names of the incorporators are:

Name	Street & No.	City	State
Ralph D. Young	1319 24th Avenue	Gulfport	Mississippi
Migronne O'Brian	1811 32nd Avenue	Gulfport	Mississippi

3. The domicile is at 718 Broad Avenue Gulfport Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

3,000 shares of common capital stock  
 par value \$1.00 per share

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

None

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

Ninety-nine years



To improve, manage, subdivide, plat, develop and operate real property; to build, construct and alter houses and other structures thereon and develop real property generally; to acquire by purchase or otherwise, to own, buy, sell, convey, warrant, lease, mortgage, or encumber real, personal or other property; to lend money on real or personal property and take promissory notes, mortgages and deeds of trust, or assignments thereof, on such property; to buy, sell and deal in commercial paper and loans secured by mortgages or other liens on real or personal property; to act as agent for other developers or corporations for the purposes herein set forth, and, generally, to do and perform such acts and things as may be necessary or convenient to operate the business or businesses herein provided for; and to own, hold, buy, sell, convey warrant, lease, mortgage, or encumber land with buildings or other structures thereon, both commercial and residential, and to build, construct, repairs, alter, improve, manage same, and to enter into any and all types of leases, contracts and agreements for said purposes.

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

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

3,000 shares

Signatures: Ralph D. Young  
RALPH D. YOUNG  
Mignonne O'Brian  
MIGNONNE O'BRIAN  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

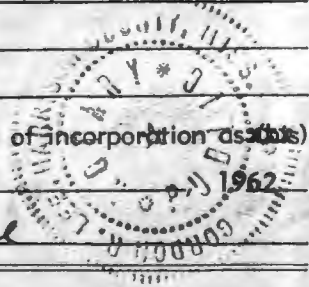
STATE OF MISSISSIPPI }  
County of HARRISON

This day personally appeared before me, the undersigned authority, Ralph D. Young  
Mignonne O'Brian, \_\_\_\_\_, \_\_\_\_\_,  
\_\_\_\_\_

incorporators of the corporation known as the Gulf South Building, Inc.  
who acknowledged that ~~we~~ (they) signed and executed the above and foregoing articles of incorporation as ~~the~~ (his)  
(their) act and deed on this the 11<sup>th</sup> day of May

My Commission Expires 1/30/64

Gordon R. Lee  
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 12<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

John Lodner  
Secretary of State

Jackson, Miss., May 14, 1962

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

Joe T. Patterson  
Attorney General  
By Mertini A. Mcendon  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SHELBY COUNTRY 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            May 14, 1962.



*Ross Barnett*

Governor

By the Governor

*Huber Lodner*

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 for profit.

## THE CHARTER OF INCORPORATION OF

### SHELBY COUNTRY CLUB, INC.

1. The corporate title of said company is: Shelby Country Club, Inc.

2. The names of the incorporators are:

Name	Street & No.	City	State
C. W. Burke	P. O. Box 88	Shelby,	Mississippi
Charles H. Newton	P. O. Box 2	Shelby	Mississippi
Jack H. Wilkinson	P. O. Box 71	Shelby	Mississippi
W. G. Phillips	P. O. Box 108	Shelby	Mississippi
E. A. Rowe, Jr.	P. O. Box 228	Shelby	Mississippi
John S. Ferretti	P. O. Box 6	Shelby	Mississippi
B. B. Bowen, Jr.	P. O. Box 3	Shelby	Mississippi
Max Dilworth	P. O. Box 168	Shelby	Mississippi
R. S. Dresback	P. O. Box 312	Shelby	Mississippi
Lawrence Swanson	P. O. Box 51	Shelby	Mississippi
Max Bramuchi	P. O. Box 242	Shelby	Mississippi
J. O. Burris	Route 1	Shelby	Mississippi

3. The domicile is at Route 1 Shelby Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights) Fifteen Hundred Dollars (\$1500.00) of common capital stock, each share of which entitles the owner to the privileges of the corporation's club facilities, subject, however, to the rules and regulations imposed by its by-laws from time to time. The shares of stock are not assignable and may be sold or transferred, by death or otherwise, only by and with the consent of the Board of Directors. Each share of stock shall be entitled to one vote and shares of stock may be voted by proxy as provided in the By-laws. The shares of stock shall not be entitled to dividends out of any profits or earnings, during the corporation's existence. Said shares of stock shall have a par value of \$10.00 per share and there shall be a total of 150 shares.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

None

6. Period of existence (not to exceed ninety-nine years) is: The period of existence shall be ninety-nine (99) years.

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

The purpose for which this corporation is created is to own and operate what in usual parlance is called a Country Club and Golf Club and to do any and all things to that end which are in any way related by custom, practice or experience to the ownership and operation of such clubs and recreational facilities; to establish, purchase, construct, erect, build, maintain, and conduct a club, clubhouse facilities, golf club facilities, and other recreational opportunities for the accommodation of the stockholders and their friends; to provide, own, purchase, construct, maintain, supervise, lease, and operate a swimming pool for the accommodation of the stockholders and their friends; rent, sub-rent, or sub-lease, buildings, grounds and other facilities for all of the above and foregoing; to promote, provide, and maintain athletic and recreational conveniences of all types and generally to afford to its stockholders and their friends all of the usual privileges, advantages, conveniences and accommodations of a Country Club and Golf Club; provided that no part of the net earnings if any, of said corporation shall inure to the benefit of any private shareholder or member ~~or~~ to be used for the payment of a dividend upon shares of stock of this corporation; to levy and impose such dues, fees and assessments as may be necessary to accomplish the purpose for which this corporation is organized. This corporation, through its Board of Directors, shall have authority to ~~suspend~~ and expel any stockholder or member for violation of its rules and By-laws.

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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

50 shares at \$10.00 per share or \$500.00

B. B. Bowen, Jr.  
Max Dilworth  
R. S. Dresback  
B. S. Dresback  
Lawrence Swanson  
Max Bramuchi  
Max Bramuchi  
J. O. Burris  
J. O. Burris

Signatures: C. W. Burke  
Charles H. Newton  
Jack H. Wilkinson  
W. G. Phillips  
E. A. Rowe, Jr.  
John S. Ferretti

Incorporators

**ACKNOWLEDGMENT**

STATE OF MISSISSIPPI  
County of Bolivar

This day personally appeared before me, the undersigned authority C. W. Burke, Charles H. Newton, Jack H. Wilkinson, W. G. Phillips, E. A. Rowe, Jr., John S. Ferretti, B. B. Bowen, Jr., Max Dilworth, R. S. Dresback, Lawrence Swanson, Max Bramuchi, and J. O. Burris.

incorporators of the corporation known as the Shelby Country Club, Inc.

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 10th day of May A. D., 1962

My Commission Expires: Sept. 1, 1963 Francis Bullock 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 14th day of May A. D., 1962, together with the sum of \$20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Adams  
Secretary of State

Jackson, Miss., May 14, 1962

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

Joe T. Patterson Attorney General  
By Martin R. McLeod Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

NELSON REALTY COMPANY

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this May 14, 1962.



*Ross Barnett*

Governor

By the Governor

*Huber Lyden*

Secretary of State

CHARTER OF INCORPORATION  
OF  
NELSON REALTY COMPANY

1.

The corporate title of this corporation shall be "NELSON REALTY COMPANY".

2.

The name and post office addresses of the incorporators are:

A. Smith, 328 Thomas Street, Greenville, Mississippi

M. Strain, 740 Lotus Street, Greenville, Mississippi

3.

The domicile of the corporation in this state shall be the Weinberg Building, 328 Washington Avenue, Greenville, Mississippi.

4.

The authorized capital stock shall be all of one class, namely, common stock in the amount of \$10,000 in 100 shares at \$100.00 per share.

5.

The period of existence of this corporation shall be ninety-nine years.

6.

The purposes for which this corporation is created are as follows: to buy, sell, own or lease real estate; to build commercial buildings or residential property; to borrow money for the transaction of corporate business, to engage in the general real estate business and do all things usual or incident to such business.



In addition to the foregoing this corporation may exercise all of the rights and powers conferred by the provisions of Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

7.

The corporation shall commence business after \$2500.00 of stock has been subscribed to and paid for.

WITNESS OUR SIGNATURES, this the 10 day of May, 1962.

A. Smith  
A. Smith

M. Strain  
M. Strain

INCORPORATORS

STATE OF MISSISSIPPI

COUNTY OF WASHINGTON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, A. Smith and M. Strain, who severally acknowledged that they signed and delivered the foregoing instrument on the day and year therein mentioned as their own act and deed.

GIVEN UNDER MY HAND AND OFFICIAL SEAL, this, the 10 day of May, 1962.

Elizabeth B. Saadler  
Notary Public



My commission expires:

My Commission Expires May 9, 1964

Received at the office of the Secretary of State, this the 12<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$ 30<sup>00</sup> deposited to cover the recording fee, and  
referred to the Attorney General for his opinion.

Huber Lodner  
SECRETARY OF STATE.

Jackson, Miss.,

May 14, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL  
By Martin R. McLeod  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

GULFCO DEVELOPMENT 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 May 14, 1962.



*Ross Barnett*

Governor

By the Governor

*John Loden*

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 for profit.

## THE CHARTER OF INCORPORATION OF

GULFCO DEVELOPMENT COMPANY, INC.

1. The corporate title of said company is: Gulfco Development Company, Inc.

2. The names of the incorporators are:

Name	Street & No.	City	State
Ruth McKee	126 Beach Drive	Pass Christian,	Miss.
Patsy Bishop	Rt. 1, Box 179	Long Beach,	Mississippi

3. The domicile is at 1319 - 24th Avenue Gulfport Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

The amount of capital stock shall be Twenty-Five Thousand and no/100 Dollars (\$25,000.00), which shall consist of common stock at a par value of One Hundred and no/100 Dollars (\$100.00) per share.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

250 shares of common stock at a par value of \$100.00 per share.

6. Period of existence (not to exceed ninety-nine years) is: Ninety-Nine (99) Years.

7. The purpose for which it is created:

(A.) To engage in the business of developing building sites for residential and commercial purposes and to build and construct homes and commercial buildings for sale or for its own account and to engage in, operate, and conduct such business in one or more locations in the State of Mississippi or any other state of the United States or any possession thereof and to do all things necessary and proper in the conduct and operation of such business at one or more locations in the State of Mississippi or any other state of the United States or any possession thereof.

(B.) To act as contractor for others in the construction of homes or other buildings including commercial buildings.

(C.) To act as agent, broker, or factor for others in the sale and/or construction of homes or other products.

(D.) To manufacture, purchase or otherwise acquire, own, mortgage, sell, assign, transfer or otherwise dispose of, to invest, trade, deal in and deal with goods, wares, and merchandise and real and personal property of every class and description.

(E.) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or 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, nation or government, and while owner thereof, to exercise all the rights, powers, and privileges of ownership, including the right to vote thereon.

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

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

(H.) To have one or more offices, to carry on all or any of its operations in businesses and without restriction or limit as to amount to purchase or to otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real or personal property of every class and description in any of the states, districts, territories, or colonies of the United States and in any and all foreign countries subject to the laws of such state, district, territory, colony or country.

(I.) In general, to carry on any other business in connection with the foregoing and to have and exercise all powers conferred by the Laws of the State of Mississippi upon corporations formed under the act hereinabove referred to and to do any and all other things hereinabove set forth to the same extent as natural persons might or could 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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

Five (5) shares of common stock at \$100.00 per share.

Signatures: Ruth McKee  
Ruth McKee

Patsy Bishop  
Patsy Bishop

Incorporators

ACKNOWLEDGMENT

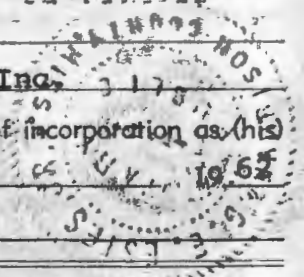
STATE OF MISSISSIPPI  
County of Harrison

This day personally appeared before me, the undersigned authority Ruth McKee and Patsy Bishop

incorporators of the corporation known as the Gulfc Development 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 11 day of May

Notary Public

G. E. ESTES, JR., NOTARY PUBLIC  
GULFPORT, HARRISON COUNTY, MISSISSIPPI  
MY COMMISSION EXPIRES JUNE 20, 1963



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 12<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$ 60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John L. Godwin  
Secretary of State

Jackson, Miss., May 14, 1962

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

Joe T. Patterson  
Attorney General  
By Martini R. Milendon  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

GULF SOUTH INVESTMENT 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 May 14, 1962.



*Ross Barnett*

Governor

By the Governor

*John L. G. L. L.*

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 for profit.

# THE CHARTER OF INCORPORATION OF

## GULF SOUTH INVESTMENT CORPORATION

1. The corporate title of said company is: **Gulf South Investment Corporation.**

2. The names of the incorporators are:

Name	Street & No.	City	State
Ralph D. Young	1319 24th Avenue	Gulfport	Mississippi
Mignonne O'Brian	1811 32nd Avenue	Gulfport	Mississippi

3. The domicile is at 718 Broad Avenue Gulfport Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

10,000 shares of common capital stock

par value \$1.00 per share

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

None

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

Ninety-nine years.



To improve, manage, subdivide, plat, develop and operate real property; to build, construct and alter houses and other structures thereon and develop real property generally; to acquire by purchase or otherwise, to own, buy, sell, convey warrant, lease, mortgage, or encumber real, personal or other property; to lend money on real or personal property and take promissory notes, mortgages and deeds of trust, or assignments thereof, on such property; to buy, sell and deal in commercial paper and loans secured by mortgages or other liens on real or personal property; to act as agent for other developers or corporations for the purposes herein set forth, and, generally, to do and perform such acts and things as may be necessary or convenient to operate the business or businesses herein provided for; and to own, hold, buy, sell, convey, warrant, lease, mortgage, or encumber land with buildings or other structures thereon, both commercial and residential, and to build, construct, repairs; alter, improve, manage same, and to enter into any and all types of leases, contracts and agreements for said purposes; to organize and hold stock and control of other corporations, to manage estates and properties and to operate a general real estate and rental 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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

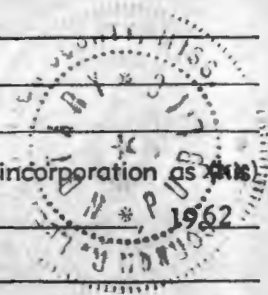
10,000 shares

Signatures: Ralph D. Young  
RALPH D. YOUNG  
Mignonne O'Brian  
MIGNONNE O'BRIAN  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of HARRISON

This day personally appeared before me, the undersigned authority Ralph D. Young  
Mignonne O'Brian, \_\_\_\_\_,  
\_\_\_\_\_, \_\_\_\_\_,  
incorporators of the corporation known as the Gulf South Investment 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 11<sup>th</sup> day of May



My Commission expires 1/31/64  
STATE OF MISSISSIPPI

Gordon Lee  
Nelson

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 12<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$ 30.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

Hubert Loden  
Secretary of State

Jackson, Miss., May 14, 1962

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

Joe T. Patterson  
Attorney General  
By Martin R. Milendon  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

FRED'S DOLLAR STORE, INC. OF EUPORA

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this May 14, 1962.



*Ross Barnett*

Governor

By the Governor

*John Godwin*

Secretary of State

CHARTER OF INCORPORATION  
OF  
FRED'S DOLLAR STORE, INC. OF EUPORA

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1. The corporate title of said company is Fred's Dollar Store, Inc. of Eupora.

2. The names of the incorporators are: Herbert Glazer, Harry Schneider, and Ila L. Williams, all of Commerce Title Building, Memphis, Tennessee.

3. The domicile of said company is at 813 Roane Avenue, in Eupora, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: The total number of shares of all classes of stock which this Corporation shall be authorized to issue is as follows:

A. 100 shares of common stock, each share having a par value of \$100.00. Each share of common stock shall have one vote.

B. 250 shares of preferred stock, each share of preferred stock having a par value of \$100.00.

The rights of the holders of common stock and preferred stock of the Corporation shall be the same in every respect, including, without limitation, rights upon liquidation, except that the holders of preferred stock shall have no voting rights except as otherwise required by the Constitution and laws of the State of Mississippi.

5. The period of existence of the Corporation is 99 years.

6. The purposes for which the Corporation is created are:

Section A: To manufacture, buy, sell, export, import and generally deal in, at retail or wholesale, as owners, jobbers, factors or consignees, or in any other capacity, dry goods, clothing, wearing

apparel, textile fabrics, hats, caps, millinery, footwear of any and every kind and all articles and merchandise of like general character and description and, without limitation, any other line, item, product, supply or merchandise incidental or allied therewith.

Section B: To establish and conduct stores and shops for the transaction of any and every kind of merchandise business.

Section C: To manufacture, buy, sell, export, import and generally deal in, at retail or wholesale, as owners, jobbers, factors or consignees, or in any other capacity, all merchandise and supplies of every kind and character.

Section D: To buy, sell, exchange, mortgage, improve, lease and sublet real estate, improved and unimproved.

Section E: To conduct business in the State of Mississippi or other states, the District of Columbia, the territories and colonies of the United States and in foreign countries and to have one or more offices both out of and within the State of Mississippi.

In any state or country or political division thereof in which the Corporation may have qualified to do business it shall have all the objects and powers herein set forth but only to such extent as may be permitted by the laws of such state or country or political division thereof to any business or commercial corporation.

Section F: To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or any amendments thereof or necessary or incidental to the protection and benefit of this Corporation; and in general, to carry on any lawful business necessary or incidental to the attainment of the ob-

jects of this Corporation whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation or any amendment thereof.

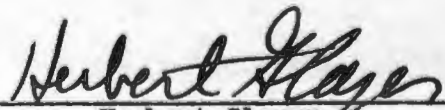
The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of specific objects or powers shall not be held to limit or restrict in any manner either the objects or powers of the Corporation and that the Corporation shall possess such incidental powers as are reasonably necessary or convenient for the accomplishment of any of the objects or powers hereinbefore enumerated either alone or in association with any government, state, municipality, corporation, association, partnership, person, organization, or entity whatsoever, as principals, agents, contractors or otherwise.

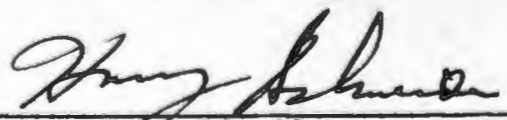
Section G: The rights and powers that may be exercised by this Corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Volume 4, Mississippi Code of 1942 and amendments thereto.

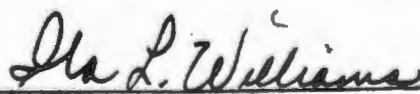
7. The number of shares of the capital stock of this Corporation <sup>are</sup> which/to be subscribed and paid for prior to the Corporation's beginning business is ten (10) shares of common stock.

We, the undersigned, apply to the State of Mississippi, by virtue of the laws of the land, for a charter of incorporation for the purposes and with the powers, etc. declared in the foregoing instrument.

Witness our hands this, the 9<sup>th</sup> day of May, 1962.

  
Herbert Glazer

  
Harry Schneider

  
Ila L. Williams

STATE OF TENNESSEE \*

COUNTY OF SHELBY \*

This day, personally appeared before me, the undersigned authority, Herbert Glazer, Harry Schneider, and Ila L. Williams, incorporators of the corporation known as Fred's Dollar Store, Inc. of Eupora, who acknowledged that they signed and executed the above and foregoing Articles of Incorporation as their act and deed on this 9<sup>th</sup> day of May, 1962.

Morris L. Strauch  
Notary Public



My commission expires:  
Nov. 10, 1963

Received at the office of the Secretary of State, this, the 10<sup>th</sup> day of May, 1962, together with the sum of \$80.00 deposited to cover this recording fee, and referred to the Attorney General for his opinion.

Helmer Godwin  
Secretary of State

May 11, 1962

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

Joe T. Patterson  
Attorney General

By: Martin R. Milendon  
Asst. Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

INVERNESS RECREATION ASSOCIATION, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this May 14, 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Godwin*

Secretary of State



MEETING OF INVERNESS RECREATION ASSOCIATION, HELD ON MAY 5, 1962

BE IT REMEMBERED, that there was held, in the office of W.A. PRICE, in the Town of Inverness, Sunflower County, Mississippi, on this date, at 3 o'clock, p.m., a meeting of the INVERNESS RECREATION ASSOCIATION, there being present more than a majority of the members, when and where the following proceedings were had and done, to-wit:

W.A. PRICE, President, served as Chairman and called the meeting to order. W. HUNTER PRATT, Secretary, served in such capacity.

RE: FORMING A CORPORATION OF INVERNESS RECREATION ASSOCIATION

For good cause shown, it was resolved and ordered by the members of the INVERNESS RECREATION ASSOCIATION, that they form a corporation and incorporate under the provisions and in compliance with the laws of the State of Mississippi, said corporation to be a non-share, non-profit corporation, and the purposes for which it is to be created may be substantially as follows, to-wit:

The general nature of the business of this corporation shall be for civic improvement and recreation in the Town of Inverness, Sunflower County, Mississippi, and to acquire by deed or lease and maintain, operate and control swimming pools, conduct athletic sports, exhibitions and places of amusement and recreation within the Town of Inverness, Sunflower County, Mississippi, to acquire, hold and operate and dispose of any and all privileges, rights, franchises and concessions; and to buy, sell, lease, mortgage and exchange any and all real and personal property which may be necessary, advantageous or proper in the conduct of its said business; to borrow money; to receive gifts

legacies and donations from any sources whatsoever; to make gifts, and appropriations from any and all of its resources from time to time to carry out the objects and purposes of the corporation and to exercise all such power and authority to carry out the purposes and objects above specified, the purposes and essence of this corporation being purely for civic improvement and recreation. It is expressly declared that this is a corporation not for gain or individual profit, and that no dividend shall ever be declared or paid to any of its members, and that none of its property, real or personal, shall ever be used or expended except in carrying into effect the legitimate ends and aims of its being.

It is further ordered and resolved that the following named members of this association, to-wit: EDWARD L. COOK, JR. W.A. PRICE and W.HUNTER PRATT, serve as incorporators and that they do the necessary in having the desired application for Charter of Incorporation prepared, signed, same as incorporators, and do the necessary to procure a Charter, after which time an organizational meeting will be held, according to law.

It is further ordered that the Secretary of this Association transmit a certified copy of this resolution, together with the desired application for Charter to the Secretary of State, in compliance with the law.

There being no further business, motion to adjourn prevailed.

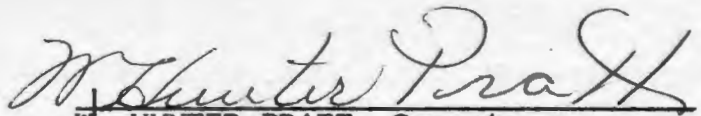
/s/ W. A. Price  
W.A. PRICE, Chairman

/s/ W. Hunter Pratt  
W. HUNTER PRATT, Secretary

CERTIFICATION

I, the undersigned, Secretary of the INVERNESS RECREATION ASSOCIATION, hereby certify that the foregoing is a true and correct copy of the minutes of a meeting of the INVERNESS RECREATION ASSOCIATION, held on May 5, 1962, containing a resolution directing the incorporation of said Association as fully and as completely as the original of the same appears of record in the Minutes of said Association in my custody and under my control.

Witness my signature this the 12<sup>th</sup> day of May, A.D., 1962.

  
W. HUNTER PRATT, Secretary

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

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

## THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is: INVERNESS RECREATION ASSOCIATION, INC.

2. The names of the incorporators are:

Name	Street & No.	City	State
Edward L. Cook, Jr.	P.O. Box 5	Inverness, Mississippi	
W.A. Price	P.O. Box 276	Inverness, Mississippi	
W. Hunter Pratt	P.O. Box 385	Inverness, Mississippi	

All of the incorporators above named are adult residents and citizens of the Town of Inverness, Sunflower County, Mississippi

3. The domicile is at General Delivery, Inverness, Sunflower County, Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

No stock shall be issued. The corporation shall be a non-share corporation. Expulsion shall be the only remedy for non-payment of dues, and each member shall be vested with the right of one vote in the election of all officers, and the loss of membership by death, or non-payment of dues, shall terminate all interest of each member in the corporation assets.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

NOT APPLICABLE

6. Period of existence ~~(not to exceed thirty years)~~ is: The period of existence of this corporation shall be perpetual.

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

The general nature of the business of this corporation shall be for civic improvement and recreation in the Town of Inverness, Sunflower County, Mississippi, and to acquire by deed or lease and maintain, operate and control swimming pools, conduct athletic sports, exhibitions and places of amusement and recreation within the Town of Inverness, Sunflower County, Mississippi, to acquire, hold and operate and dispose of any and all privileges, rights, franchises and concessions; and to buy, sell, lease, mortgage and exchange any and all real and personal property which may be necessary, advantageous or proper in the conduct of its said business; to borrow money; to receive gifts legacies and donations from any sources whatsoever; to make gifts and appropriations from any and all of its resources from time to time to carry out the objects and purposes of the corporation and to exercise all such power and authority to carry out the purposes and objects above specified, the purpose and essence of this corporation being purely for civic improvement and recreation. It is expressly declared that no dividend shall ever be declared or paid to any of its members and that none of its property, real or personal, shall ever be used or expended except in carrying into effect the legitimate ends and aims of its being.

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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: (Minimum sum of \$500.00 must be paid in.)

NOT APPLICABLE

Signatures: Edward L. Cook, Jr.  
EDWARD L. COOK, JR.

W.A. Price  
W.A. PRICE

W. Hunter Pratt  
W. HUNTER PRATT

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of SUNFLOWER

This day personally appeared before me, the undersigned authority EDWARD L. COOK, JR.,  
W.A. PRICE, W. HUNTER PRATT,  
incorporators of the corporation known as the INVERNESS RECREATION ASSOCIATION, INC.  
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his)  
(their) act and deed on this the 12th day of May, 1962  
My commission expires: 4/19/64  
A. Day  
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 on this the 14th day of May,  
A. D., 1962, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.  
John Lodner  
Secretary of State

Jackson, Miss., May 14, 1962  
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitu-  
tion and laws of the State, or of the United States.  
Joe T. Patterson  
Attorney General  
By Martin R. McLeod  
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*

GENERAL LOAN 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 the 14th day of May*

A. D., 1962.

*Attest:*

*Helmer Lodner*

*Secretary of State.*

*Ross Barnett*

*Governor.*

I, the undersigned Secretary of General Loan Corporation, hereby certify that the following is a true, correct, and complete copy of the resolution adopted by the Stockholders of said corporation at a special meeting of the Stockholders of said General Loan Corporation, duly and regularly held on the 27th day of April, 1962, as the same appears on the records of the corporation of which I am the official custodian, to-wit:

"Be it resolved that the Charter of Incorporation of General Loan Corporation is hereby amended in the following particulars, to-wit:

Section 4 of the Charter of Incorporation is amended to read as follows:

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

\$50,000. 00 All common

Section 5 of the Charter of Incorporation is amended to read as follows:

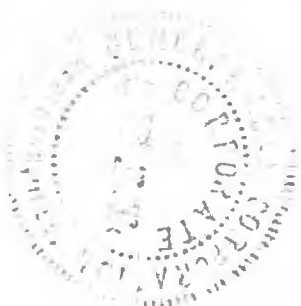
Section 5. Number of shares for each class and par value thereof:

500 shares at \$100. 00 par value

Be it further resolved that the President is hereby authorized and directed by the Stockholders of said corporation to apply for the above amendment to the said charter. "

WITNESS MY SIGNATURE, AND SEAL of the Corporation at Meridian, Lauderdale County, Mississippi, this the 11<sup>th</sup> day of May, 1962.

Linda K. Powell  
SECRETARY





AMENDMENT TO THE CHARTER OF INCORPORATION OF  
GENERAL LOAN CORPORATION, MERIDIAN, MISSISSIPPI

The Charter of Incorporation of General Loan Corporation,  
domiciled in Meridian, Mississippi, signed by the Governor of the  
State of Mississippi on the 20th day of May, 1959, is hereby amended  
in the following particulars, to-wit:

Section 4 of the Charter of Incorporation is amended to read  
as follows:

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

\$50,000.00 All common

Section 5 of the Charter of Incorporation is amended to read  
as follows:

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

500 shares at \$100.00 par value

WITNESS THE SIGNATURE AND CORPORATE SEAL OF SAID  
CORPORATION, this the 11<sup>TH</sup> day of May, 1962.



GENERAL LOAN CORPORATION

By E. S. Johnson  
President

Linda K. Powell  
Secretary

STATE OF MISSISSIPPI  
COUNTY OF LAUDERDALE

This day, personally appeared before me, the undersigned  
authority in and for said county and state, E. S. Johnson and Linda  
K. Powell, who acknowledged to me that they are respectively the  
President and Secretary of General Loan Corporation, and that as  
such officers of said corporation, that they did sign, affix thereto the

corporate seal, and deliver the above and foregoing Amendment to the Charter of Incorporation of the said corporation as the act and deed of said corporation, having been duly authorized so to do.

Given under my hand and official seal, this the 11<sup>TH</sup> day of May, 1962.

Grawville Jones  
Notary Public

My commission expires:

June 22, 1965



Received at the office of the Secretary of State, this the 14<sup>TH</sup> day of May, 1962, together with the sum of \$~~20~~000 deposited for the increase in capital stock and referred to the Attorney General for his opinion.

Hubert L. ...  
Secretary of State

Jackson, Mississippi  
May 14, 1962

I have examined this Amendment to the Charter of Incorporation and I am of the opinion that it is not violative of the constitution and laws of the state and the United States.

Joe T. Patterson  
Attorney General

By Martin R. McLondon  
Assistant Attorney General

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

COASTAL DEVELOPERS, 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 the 14th day of May  
A. D., 1962.

*Ross Barnett*

Governor.

Attest:

*Hubert L. Adams*

Secretary of State.

RESOLUTION OF COASTAL DEVELOPERS, INC.

At the regular annual meeting of the Shareholders and directors of Coastal Developers, Inc. held on January 5, 1962, the following members, being all of the shareholders and Board of Directors, were present:

1. Norton Haas
2. Mrs. Norton Haas
3. J. Norton Haas, Jr.
4. Michael D. Haas

Upon motion by Mrs. Norton Haas, seconded by J. Norton Haas, Jr., the following resolution was unanimously adopted:

RESOLVED, that Article 3 of The Charter of Incorporation of Coastal Developers, Inc, which presently reads as follows:

"3. The domicile is at 151 Main Street, Bay Saint Louis, Mississippi"

be amended to read:

"3. The domicile is at 128 Court Street, Bay St. Louis, Mississippi."

Further, that this Corporation, by and through its Secretary, Michael D. Haas, notify the Secretary of State of Mississippi by Certified Copy of this resolution to amend said Article 3 of the Charter of the Incorporation on file in his office, as aforesaid.

SECRETARY'S CERTIFICATION

I, Michael D. Haas, Secretary of Coastal Developers, Inc., do hereby certify that the above and foregoing is a true and correct copy of the Resolution passed at a meeting of the Shareholders and Board of Directors of Coastal Developers, Inc. on January 5, 1962.

CERTIFIED to by me, this the 7th day of May, A. D., 1962.

*Michael D. Haas*  
SECRETARY



AMENDMENT TO ARTICLE 3 OF  
CHARTER OF INCORPORATION OF  
COASTAL DEVELOPERS, INC.

RESOLVED, that Article 3 of the Charter of Incorporation of Coastal Developers, Inc., which presently reads as follows:

"3. The domicile is at 151 Main Street, Bay Saint Louis, Mississippi"

be amended to read:

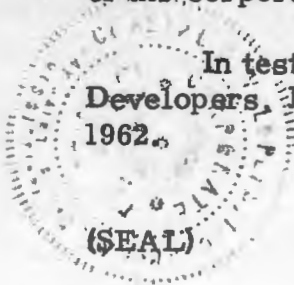
"3. The domicile is at 128 Court Street, Bay Saint Louis, Mississippi."

STATE OF MISSISSIPPI

COUNTY OF HANCOCK

I, MICHAEL D. HAAS, Secretary of Coastal Developers, Incorporated, do hereby certify that the above and foregoing is a true and correct copy of the resolution of Coastal Developers, Inc., amending its Charter adopted at the regular annual meeting of the Shareholders and Board of Directors of Coastal Developers, Inc. held on January 5, 1962. I further certify that said meeting was held in accordance with the By-Laws of the corporation.

In testimony whereof, witness my signature and the seal of Coastal Developers, Inc., Bay St. Louis, Mississippi, this the 8th day of May, 1962.



*Michael D. Haas*  
SECRETARY

STATE OF MISSISSIPPI  
COUNTY OF HANCOCK

Personally appeared before me, the undersigned authority in and for the aforesaid County and State, MICHAEL D. HAAS, Secretary of Coastal Developers, Inc., who acknowledged to me that as said Secretary he signed and executed the foregoing amendment to its Charter of Incorporation, and he further recited that the said Amendment was adopted in the manner prescribed by the By-Laws of said corporation.

SWORN to and subscribed before me, this the 8th day of May, A. D., 1962.

*Clairborne J. Lerner, ch. clk.*  
*By: [Signature]*  
NOTARY PUBLIC

My Commission Expires: 12/31/63



Received at the office of the Secretary of State, this the 12<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$ 10<sup>00</sup> deposited to cover the recording fee, and  
referred to the Attorney General for his opinion.

Huber Lodner  
SECRETARY OF STATE.

Jackson, Miss.,

May 14, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin R. McLeod  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BLUE ENTERPRISES, 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 May 16, 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Jordan*

Secretary of State

THE CHARTER OF INCORPORATION

OF

BLUE ENTERPRISES, INC.

1. The corporate title of said company is BLUE ENTERPRISES, INC.

2. The names of the incorporators are:

W. Calvin Wells	900 Lamar Life Bldg.	Jackson, Miss.
W. Calvin Wells, Jr.	900 Lamar Life Bldg.	Jackson, Miss.
Roland D. Marble	900 Lamar Life Bldg.	Jackson, Miss.

3. The domicile is at 900 Lamar Life Building, Jackson, Mississippi.

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

Ten Thousand (\$10,000.00) Dollars, consisting of One Thousand (1,000) shares of Common Stock.

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

One Thousand (1,000) shares of Common Stock of a par value of Ten (\$10.00) Dollars per share.

6. Period of existence is Ninety Nine (99) years.

7. The purpose for which it is created:

To buy, sell, exchange and deal in personal property and advertising materials of all kind, including, but not limited to, trading stamps, books, merchandise, at retail or wholesale, and any and all other material necessary or proper for engaging in the business of advertising, promoting and developing the business of other individuals, partnerships or corporations for hire, upon commission or otherwise.

To establish, purchase, lease, or otherwise acquire, own, operate and maintain retail stores, either as principal or agent for carrying out any or all of the purposes of this corporation.

To purchase, acquire, apply for, secure, hold or own any and all copyright, trade marks, trade names, and distinctive marks; to license, lease or authorize the use thereof by other persons, firms or corporations.

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 the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage, or otherwise dispose of and deal in, lands and leaseholds, and any interest, estate, and rights in real property, and any personal or mixed property, and any stock certificates, franchises, rights, licenses, or privileges necessary, convenient, or appropriate for any of the purposes herein expressed.

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 either in the State of Mississippi or in any other state; provided, the same be not inconsistent with the laws under which this corporation is organized.

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

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

Five Hundred (500) shares of Common Stock of the value of Five Thousand (\$5,000.00) Dollars.

W. Calvin Wells  
W. Calvin Wells

W. Calvin Wells, Jr.  
W. Calvin Wells, Jr.

Roland D. Marble  
Roland D. Marble  
Incorporators

STATE OF MISSISSIPPI  
COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for said jurisdiction, W. CALVIN WELLS, W. CALVIN WELLS, JR., and ROLAND D. MARBLE, Incorporators of the corporation known as Blue Enterprises, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on the 14<sup>th</sup> day of May, 1962.

Mildred Lusk  
Notary Public



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Received at the Office of the Secretary of State, this the 15<sup>th</sup>  
day of May, A.D., 1962, together with the sum of \$40.00 deposited to cover  
the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Spence  
Secretary of State

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May 15, 1962  
I have examined this Charter of Incorporation and am of the opinion  
that it is not violative of the Constitution and Laws of the State, or of the  
United States.

JOE T. PATTERSON, Attorney General

By Martin R. McLeod  
Assistant Attorney General

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# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

KONTOUR PEN, 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 May 16, 1962.



*Ross Barnett*

Governor

By the Governor

*John Lodner*

Secretary of State

CHARTER OF INCORPORATION  
OF  
KONTOUR PEN, INC.

1.

The corporate title of this corporation shall be "KONTOUR PEN, INC."

2.

The name and post office addresses of the incorporators are:

Martha Strain, 740 Lotus Street, Greenville, Mississippi

Anne E. Smith, 328 Thomas Street, Greenville, Mississippi

3.

The domicile of the corporation in this state shall be the Weinberg Building, 328 Washington Avenue, Greenville, Mississippi.

4.

The authorized capital stock shall be all of one class, namely, common stock in the amount of \$50,000. in 500 shares at \$100.00 per share.

5.

The period of existence of this corporation shall be ninety-nine years.

6.

The purposes for which this corporation is created are as follows: to own, buy, sell or lease real estate; to own buy, sell, lease patents; to manufacture, purchase or sell wholesale and retail ball point or fountain pens and pencils including all writing instruments or accessories that might be connected or used with such pen and pencil, all stationery

items and to conduct a retail and wholesale business and to do all things usual or incident to a wholesale or retail business incident to the manufacture of pen and pencil sets; to hire employees and agents and to borrow money.

In addition to the foregoing this corporation may exercise all of the rights and powers conferred by the provisions of Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

7.

It shall be necessary that fifty or more shares of stock be subscribed and paid for before the corporation shall commence business.

WITNESS OUR SIGNATURES, this the 9 day of May, 1962.

*Martha Strain*  
Martha Strain

*Anne E. Smith*  
Anne E. Smith

INCORPORATORS

STATE OF MISSISSIPPI

WASHINGTON COUNTY

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said state and county, the within named, Martha Strain and Anne E. Smith, who severally acknowledged that they signed and delivered the foregoing instrument on the day and year therein mentioned as their own act and deed.

GIVEN UNDER MY HAND AND OFFICIAL SEAL, this the 9 day of May, 1962.

*Elizabeth B. Sanderson*  
Notary Public

My commission expires:

My Commission Expires May 9, 1964

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

A. D., 1962, together with the sum of \$ 110<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Lodner  
SECRETARY OF STATE.

Jackson, Miss.,

May 15, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin R. Milender  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

ATTALA MEMORY GARDENS, 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      May 16, 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Jordan*

Secretary of State

CHARTER OF INCORPORATION  
OF  
ATTALA MEMORY GARDENS, INC.

I.

The name of this corporation is Attala Memory Gardens,  
Inc.

II.

The name and address of the incorporators are:

Claude E. Sparks, Jr.	110 East Lawrence St., Russellville, Ala.
Graham C. Grimes	110 Washington Ave., Russellville, Ala.
Cecil Batchelor	201 N. Jackson St., Russellville, Ala.

III.

The domicile of the corporation shall be 111 East Washington  
Street, Kosciusko, Attala County, Mississippi.

IV.

The amount of authorized capital stock is \$5,000.00 to be  
issued in fifty (50) shares of common stock of \$100.00 par value per  
share. The owner of such stock shall be entitled to one vote per share  
of stock owned in the corporation on all matters on which the stockholders  
shall vote.

V.

The sale price of the stock on the original issue shall be  
\$100.00 per share.

VI.

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



VII.

The purpose of the corporation shall be as follows:

To purchase, acquire, lay out, plat, replat, establish, dedicate, build, construct, own, hold, manage, improve, operate and maintain cemeteries for the burial of the dead, and to sell, lease, convey or otherwise dispose of lots, graves or burial spaces therein.

To construct, build, erect, own, operate, manage, finance, and maintain mausoleums, columbariums, crematories, burial crypts, chapels, memorials or other necessary buildings or improvements for the burial, cremation, or care of the remains of the dead, and to sell, lease, grant, convey or to otherwise dispose of space therein, or the use thereof.

To acquire, own, use, hold, lease, improve, cultivate, operate, sell, convey, mortgage or to otherwise deal in or dispose of real property, or any interest therein.

To buy, sell, manufacture, or to otherwise deal in urns, grave markers, or any other merchandise adaptable to or connected with a cemetery.

To buy, sell, create or to otherwise deal in notes, mortgages, conditional sales contracts, open accounts and other similar evidence of indebtedness, but not including the buying and selling of bills of exchange.

To further provide for the perpetual care and upkeep of said cemeteries or places for the burial of the dead, by means of entering into trust agreements with trust companies or banking institutions, or by other methods of providing perpetual care.

To borrow and lend money and take or give security therefor; and to execute deeds, mortgages or contracts in carrying out the purposes and businesses of the corporation.

Said corporation shall have any and all other powers that may be exercised by a corporation under the Laws of the State of Mississippin in addition to those above enumerated.

VIII.

The corporation may begin the transaction of business when fifteen (15) shares of stock have been subscribed and paid for.

WITNESS OUR SIGNATURES on this the 12 day of May, 1962.

Claude E. Sparks, Jr.  
Claude E. Sparks, Jr.

Graham C. Grimes  
Graham C. Grimes

Cecil Batchelor  
Cecil Batchelor

STATE OF ALABAMA  
COUNTY OF FRANKLIN

This day personally appeared before me, the undersigned authority in and for said county and state, the within named, Claude E. Sparks, Jr., Graham C. Grimes and Cecil Batchelor, Incorporators of Attala Memory Gardens, Inc., who each and severally acknowledged that they signed and delivered the foregoing Charter of Incorporation on the date therein mentioned as their own act and deed.

Given under my hand and seal of office, on this the 12 day of May, 1962.



Donald H. Wood  
NOTARY PUBLIC

\* \* \* \* \*

Received at the office of the Secretary of State this the 14<sup>th</sup> day of May, A.D., 1962, together

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

*Hubert Godwin*

SECRETARY OF STATE

\* \* \* \* \*

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.

*Joe T. Patterson*

ATTORNEY GENERAL

by *Martin R. Milendon*  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

JACKSON INDUSTRIAL DEVELOPMENT 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 May 16, 1962.



*Ross Barnett*

Governor

By the Governor

*Helmer Godwin*

Secretary of State

THE CHARTER OF INCORPORATION  
OF  
JACKSON INDUSTRIAL DEVELOPMENT CORPORATION

1. The corporate title of said company is Jackson Industrial Development Corporation.
2. The names of the incorporators are:
  - (a) W. R. Newman, Jr., 3535 Hawthorn Drive, Jackson, Mississippi;
  - (b) Leslie L. Wilkinson, 663 Meadowbrook Road, Jackson, Mississippi;
  - (c) Bert Scott, 4147 Dogwood Drive, Jackson, Mississippi;
  - (d) J. Army Brown, 3626 Hawthorn Drive, Jackson, Mississippi; and
  - (e) T. M. Hederman, Jr., 1331 Belvoir Place, Jackson, Mississippi.
3. The domicile of the corporation is 1800 Standard Life Building, Jackson, Mississippi.
4. Amount of authorized capital stock and particulars as to class or classes thereof: Four Hundred Thousand and No/100 (\$400,000.00) Dollars, composed of one class of common capital stock of the par value of One (\$1.00) Dollar per share.
5. The sale price per share of the capital stock shall be the par value, One (\$1.00) Dollar, provided that the Board of Directors may set a higher sale price, which authority is expressly granted.
6. Period of existence is ninety-nine (99) years.
7. The purpose for which it is created: To acquire by purchase, lease, option, exchange, grant, gift or otherwise, own, develop, improve, operate, lease, control, manage or other-

wise utilize, mortgage, grant, sell, exchange or otherwise deal with lands, buildings and improvements, and any interest therein, together with options and contracts for the purchase and sale of the same; and any real or personal property, facilities, franchises, rights and privileges connected with the use, development and sale of any property acquired by the corporation.

To survey, subdivide, plat, improve and develop property acquired by the corporation or in which the corporation is interested; to prepare the same for building purposes; to provide for such property, by construction and maintenance of appropriate facilities, roads, streets, sidewalks and curbs, railroad tracks and industrial spurs, water, gas, electricity, sewers, drainage, landscaping and all things needful and lawful for the development of such property; and to construct, alter and improve buildings thereon.

To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, Municipality, County, State, body, politic or government or colony or dependency thereof.

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

or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of this corporation for its corporate purposes.

To have one or more offices to carry on all or any of its operations and business and, without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the States, Districts, Territories or Colonies of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory, Colony or Country; and to do all other things believed necessary or proper for the accomplishment of these 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. The number of shares of capital stock to be subscribed and fully paid for before the corporation shall commence business is fifty thousand (50,000) shares, having a total par value of Fifty Thousand and No/100 (\$50,000.00) Dollars.
9. This corporation reserves the right to amend, alter, change or repeal any provision contained in this Charter of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

We, the undersigned, for the purpose of forming this corporation, under the laws of the State of Mississippi, do make,

file and record this Charter of Incorporation and do certify that the facts herein stated are true.

Witness the signatures of the incorporators at Jackson, Mississippi, on this, the 15th day of May, 1962.

W. R. Newman, Jr.  
W. R. Newman, Jr.

Leslie L. Wilkinson  
Leslie L. Wilkinson

Bert Scott  
Bert Scott

J. Army Brown  
J. Army Brown

T. M. Hederman, Jr.  
T. M. Hederman, Jr.

STATE OF MISSISSIPPI  
COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named W. R. Newman, Jr., Leslie L. Wilkinson, Bert Scott, J. Army Brown and T. M. Hederman, Jr., incorporators of the corporation known as the Jackson Industrial Development Corporation, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 15th day of May, 1962

Maise C. Baines  
Notary Public

My commission expires:

My Commission Expires Oct. 14, 1963





Received at the office of the Secretary of State this the 15<sup>th</sup> day of May, A.D., 1962, together with the sum of \$500.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Godwin  
Secretary of State

Jackson, Mississippi  
May 15, 1962

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

Joe T. Patterson  
Attorney General

By Martin R. Milendon  
Assistant Attorney General

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# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BLUFF CITY EQUIPMENT RENTALS, 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 17th day of May, 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Jordan*

Secretary of State

THE CHARTER OF INCORPORATION OF  
BLUFF CITY EQUIPMENT RENTALS, INC.

1. The corporate title of said company is: BLUFF CITY EQUIPMENT RENTALS, INC.

2. The names of the incorporators are:

George M. Junkin Postoffice 1801 Robinson Street, Natchez, Miss.

Basil G. Ballard Postoffice 500 South Commerce St., Natchez, Miss.

Eugene P. Blanchard Postoffice 606 N. Pearl St., Natchez, Miss.

3. The domicile is at 500 South Commerce Street, Natchez, Mississippi

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

The amount of authorized capital stock shall be \$25,000.00 composed of 500 shares of common stock with a par value of \$50.00 per share.

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

500 shares Common Stock with par value of \$50.00 per share.

6. Period of existence (not to exceed ninety-nine years) is: Ninety-Nine years.

7. The purpose for which it is created: (1) To purchase, sell, lease and otherwise deal with lands in Mississippi and other states of the United States of America.

(2) To borrow money from banking and other financial institutions and from individuals and to execute and deliver evidence of indebtedness and execute and deliver deeds of trust, mortgages and other instruments to secure payment.

(3) To lend money and take evidence of indebtedness and take instruments of security, including deeds of trust and mortgages.

(4) To manufacture, sell, lease and otherwise deal in machines, tools and implements of all kinds, including harvesters, binders, reapers, mowers, rakes, headers and shredders, agricultural machinery, tools and implements of all kinds, binder twine, and all repair parts and other devices, materials and articles used or intended for use, in connection with any kind of harvesting or agricultural machines, tools and implements.

To engage in the manufacture or leasing or production of, and to deal in, any materials or products which may be used in, or in connection with, the manufacture of harvesting or agricultural machines, tools and implements.

(5) To buy, sell, lease, rent and otherwise deal with any and all types of equipment, including but not restricted to road equipment, trucks, tractors, trailers, bulldozers, draglines, boats, barges, motor patrols, motor graders, front end loaders, concrete machines and all equipment, construction, of any type, including oil field equipment, pipelines, etc.

(6) To dig, construct and make drains, sewers, ditches and dykes, and to dredge, straighten, widen and deepen natural water courses and to build dykes, ravines and dams, and to construct ditches and drains under contract and under the direction of public officers or courts for the drainage of wet lands, and to do and carry on a general ditching and draining business under contract received by bids or otherwise.

(7) To prospect, bore, drill for and produce oil and natural gas; to purchase, lease or otherwise acquire lands believed to contain oil and gas, and to erect and maintain thereon pumping and drilling stations, reservoirs, tanks, pipelines and other facilities and conveniences that may be necessary or required in and about said business.

(8) To carry on the business of manufactures and dealers in electrical motors, dynamos and other electrical machinery, appliances and plants, and to buy, sell, manufacture, repair, convert, alter, let or hire and deal in electrical appliances and goods of every kind and character, and machinery of all manner or kind.

To produce and accumulate electricity and electromotive force, and to supply the same for the production, transmission or use of power for lighting, heating and motive purposes or otherwise, as may be thought advisable, and to light streets, places and buildings, public or private, by means of electricity or otherwise, or to enable the same to be so lighted.

(9) Deal in, sell, operate and let for hire automobiles, motorcycles and motor vehicles of every kind, nature and description.

To build, maintain and operate buildings, storage houses and garages for the storing, caring for and keeping for hire therein of automobiles, motorcycles and motor vehicles of every kind, nature and description.

And generally to buy, sell and deal in all goods, wares and merchandise necessary or incidental to the operation, repair or equipment of automobiles, motorcycles or motor vehicles of any and all kinds, manufactures and descriptions.

And for the purpose of carrying on the business aforesaid to buy, sell, lease and convey property, both real and personal, as the same shall be necessary, and generally to do all things that may be necessary to the conducting of said business.

(10) To acquire by purchase or otherwise, own, hold, buy, sell, convey, lease, mortgage or incumber real estate or other property, personal or mixed.

To survey, subdivide, plat, improve and develop lands for purposes of sale or otherwise, and to do and perform all things needful and lawful for the development and improvement of the same for residence, trade or business.

To purchase, construct, lease, operate and maintain electric lighting and power plants, buildings, constructions, machinery, appliances, equipments, fixtures, easements and appurtenances.

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

To purchase, construct, lease, operate and maintain telephone lines and lines for electric light and power purposes.

To furnish electricity for power and lighting purposes and all appliances incident or necessary thereto.

To purchase, construct, lease, operate and maintain tramways, rights of way, easements and appurtenances.

To construct, purchase or otherwise acquire, maintain, repair and operate waterworks and to sell, lease or rent water and water rights and privileges.

To buy, sell and generally trade in, store, carry and transport all kinds of goods, wares, merchandise, provisions and supplies.

(11) To buy and sell all kinds of merchandise, material and machinery, and to carry on a general merchandise business of buying and selling; to act as manufacturers' and others' agents in the buying and selling of all kinds of articles, both manufactured and unmanufactured and in process of manufacture; to import and export all kinds of goods and materials to foreign countries, as well as to sell all kinds of goods in the United States; to manufacture all kinds of machinery, merchandise and materials; to take contracts for the erection and repair of buildings; to do all kinds of work and supply all kinds of material in the building or repair of all kinds of buildings. To buy and sell on commission all classes and kinds of goods, wares and merchandise and to own and hold the stock of other business corporations and to finance other business enterprises.

To manufacture, buy, sell, import and export and deal and trade in manufacturers' and mill supplies, engines, boilers, machinery, tools, machine shops and electrical supplies and appliances, foundry and factory supplies and hardware of all kinds, road building equipment and machinery and equipment and machinery used in the maintenance of roads and bridges, including culverts, concrete and galvanized pipe and all other items of machinery and equipment in anywise related to the construction and maintenance of roads, bridges and culverts.

(12) To acquire, own, work, lease, mortgage, sell and dispose of any mines, mining rights and metalliferous land, and any interest therein, and to explore, work, exercise, develop and turn to account the same.

To crush, win, get, quarry, smelt, calcine, refine, dress, amalgamate, manipulate and prepare for market ore, metal and mineral substances of all kinds and to carry on any other metallurgical operations which may seem conducive to any of the company's objects.

To buy, sell, manufacture and deal in minerals, plants, machinery, implements, conveniences, provisions and things capable of being used in connection with metallurgical operations, or required by workmen and others employed by the company.

To construct, carry out, maintain, improve, manage, work, control and superintend any roads, ways, tramways, railways, bridges, reservoirs, water courses, aqueducts, wharves, furnaces, sawmills, crushing works, hydraulic works, electrical works, factories, warehouses, ships and other works and conveniences which may be necessary, directly or indirectly, in connection with any of the objects of the company, and to contribute thereto, subsidize or otherwise aid or take part in any such operations.

(13) To apply for, acquire, buy, sell, assign, lease, pledge, mortgage or otherwise dispose of letters patent of the United States or of any foreign country, and all or any rights, territorial or otherwise, thereunder.

To apply for, acquire, hold, sell, assign, lease, mortgage or otherwise dispose of patent rights, licenses, privileges, inventions, trademarks, trade-names and pending applications therefor, relating to or useful in connection with any business of the corporation.

To use, manufacture, or grant licenses under any letters patent owned or controlled by the company, and to expend money in experimenting upon and testing the validity or value of any patent rights the company may acquire or proposes to acquire.

(14) Manufacturing and selling cement, lime, plaster, brick, concrete, artificial stone and paving materials of all kinds; laying, constructing and repairing sidewalks, floors and pavements, either of natural or artificial material.

(14) To construct, operate and control transportation undertakings, terminals and facilities; to develop any properties, undertakings, industries, enterprises or companies for transportation by land or water, provided, however, that this company shall not engage in any business which shall require the exercise by it of the right of eminent domain within the state of Mississippi, or, except as permitted by local laws, without the said state.

To construct, lease, own, operate or sell transportation line or lines, by land or water, in any state or country, either directly or through the ownership of stocks of any corporation, but always subject to the local laws of such state or country.

To carry on the business of contractors for the construction of all works and properties of public or private use or utility.

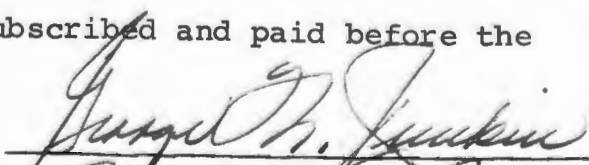
To undertake, subscribe for, acquire, hold, sell, exchange, deal in and deal with stocks, bonds, obligations or securities of any corporation, government or municipality.

To hold, as principal, or otherwise, issue on commission, sell or dispose of any of the undertakings or resulting investments, and to act as agent for any of the above or like purposes; to act as the agent for any corporation, or corporations, undertakings or propositions.

To form, promote and assist financially or otherwise, companies, syndicates and associations of all kinds, and to give any lawful guarantee in connection therewith or otherwise for the payment of money or for the performance of any obligation or undertaking.

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

100 shares of Common Stock must be subscribed and paid before the corporation may begin business.

  
George M. Junkin

  
Basil G. Ballard

  
Eugene E. Blanchard

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
COUNTY OF ADAMS

This day personally appeared before me, the undersigned authority, George M. Junkin, Basil G. Ballard and Eugene R. Blanchard, incorporators of the corporation known as the BLUFF CITY EQUIPMENT RENTALS, INC., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 16th day of May, 1962.

*Dorothy Stone*

Notary Public

My Commission Expires: Mar 15 1963

Received at the office of the Secretary of State this the 17<sup>th</sup> day of May, A.D., 1962, together with the sum of \$60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*Huber L. Adams*

Secretary of State

Jackson, Miss., May 17 1962

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

*Joe T. Patterson*

Attorney General.

By *Martin R. McLeod*

Assistant Attorney General.



# State of Mississippi

EXECUTIVE



OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of* LOGAN & LANCASTER CHARTER  
SERVICE, INC., changing name to

LOGAN CHARTER 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 the 17th day of May,  
A. D., 1962.

Attest:

*Hubert L. Adams*

Secretary of State.

*Ross Barnett*

Governor.

MINUTES OF SPECIAL MEETING OF THE STOCKHOLDERS  
OF LOGAN & LANCASTER CHARTER SERVICE, INC.

At 10:00 o'clock A. M. on the 7th day of May, 1962, a special meeting of the stockholders of Logan & Lancaster Charter Service, Inc. was duly called and held at the offices of the corporation in Greenville, Mississippi at which time and place there were present Hilman Logan and Margie E. Logan, being the owners of all of the outstanding capital stock of said corporation, each of whom acknowledged that he had received notice of the meeting in accordance with the By-Laws of the corporation and each of whom waived any further notice and consented to the transaction of such business as might come before the meeting.

On motion duly made and seconded and after discussion, the stockholders by unanimous vote of all outstanding capital stock of the corporation, adopted the following resolution to-wit:

RESOLUTION

BE IT RESOLVED that the Charter of Incorporation of Logan & Lancaster Charter Service, Inc. be amended in the following particular:

That the name of the corporation be changed to Logan Charter Service, Inc.

BE IT FURTHER RESOLVED that the Secretary-Treasurer, Margie E. Logan, be and she is hereby authorized and directed to execute the charter amendment and to present the same to the Secretary of State of Mississippi for disposition according to law and to do and to perform all other and further things and acts necessary to make effective the amendment of the charter.

There being no further business, the meeting was adjourned.

/s/ Hilman Logan  
President


ATTEST:

/s/ Margie E. Logan  
Secretary-Treasurer

CERTIFICATE

I, Margie E. Logan, the duly elected, qualified and acting Secretary-Treasurer of Logan & Lancaster Charter Service, Inc., a corporation, and the custodian of the minute book and other records of said corporation, do hereby certify that the attached and foregoing is a true and correct copy of the Minutes of a Special Meeting of the Stockholders of said corporation held at Greenville, Mississippi on May 7, 1962 wherein said stockholders by unanimous vote adopted a resolution changing the name of said corporation from Logan & Lancaster Charter Service, Inc. to Logan Charter Service, Inc.

WITNESS my hand with the corporate seal of Logan & Lancaster Charter Service, Inc. hereto affixed this 14 day of May, 1962.

  
Margie E. Logan  
Secretary-Treasurer

AMENDMENT TO CHARTER OF INCORPORATION OF  
LOGAN & LANCASTER CHARTER SERVICE, INC.

The Charter of Incorporation of Logan & Lancaster Charter Service, Inc., a Mississippi corporation domiciled at 236 Washington Avenue, Greenville, Mississippi, is hereby amended in the following respect:

1.

The name of the said corporation shall be changed from Logan & Lancaster Charter Service, Inc. to Logan Charter Service, Inc.

In all other respects the said Charter of Incorporation as heretofore granted by the State of Mississippi shall remain in full force and effect.

WITNESS the signature of Logan & Lancaster Charter Service, Inc. by its duly authorized and undersigned officer, with its corporate seal affixed, this 14 day of May, 1962.

LOGAN & LANCASTER CHARTER SERVICE, INC.

BY: Margie E. Logan  
Secretary-Treasurer

STATE OF MISSISSIPPI

COUNTY OF WASHINGTON

Personally appeared before me, the undersigned Notary Public in and for the County and State aforesaid, MARGIE E. LOGAN, who acknowledged that as Secretary-Treasurer of Logan & Lancaster Charter Service, Inc., a corporation, and being duly authorized in the premises, she signed and affixed the corporate seal of said corporation to the above and foregoing amendment to the Charter

of Incorporation of Logan & Lancaster Charter Service, Inc., for and on behalf of said corporation on the day and year mentioned in said instrument.

GIVEN under my hand and official seal, this 14 day of May, 1962.

*Mary S. ...*  
Notary Public



My Commission Expires: 10/20/62

Received at the office of the Secretary of State, this the 16<sup>th</sup> day of May

A. D., 1962, together with the sum of \$10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hugh Dodson  
SECRETARY OF STATE.

Jackson, Miss.,

May 16, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL

By Martin R. McLendon  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BERNARD D. MASON, JR., AND ASSOCIATES, 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                      MAY 17, A. D., 1962.



*Ross R. Barnett*

Governor

By the Governor

*John L. G. G. G.*

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 for profit.

**THE CHARTER OF INCORPORATION OF**  
**BERNARD D. MASON, JR., AND ASSOCIATES, INC.**

1. The corporate title of said company is: **Bernard D. Mason, Jr., and Associates, Inc.**

2. The names of the incorporators are:

Name	Street & No.	City	State
1. <b>Bernard D. Mason, Jr.</b>	<b>East Beach,</b>	<b>Long Beach,</b>	<b>Mississippi</b>
2. <b>Robert L. Taylor</b>	<b>Gulf National Bank Building, Gulfport, Mississippi</b>		

3. The domicile is at 500 Courthouse Road, Mississippi City, Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

The amount of authorized stock is \$20,000.00, all of which is hereby classified as, and is, common stock. The number of shares thereof shall be 200, and each shall have a par value of \$100.00.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

6. Period of existence (not to exceed ninety-nine years) is: **99 years.**



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

- a) To engage in the business of general contractors; to construct, establish, equip, install, improve, maintain, repair, and to work upon, any and all kinds of buildings, houses, bridges, structures, projects, roads, highways, and any and all other ways, or any part thereof, and water systems, drainage systems, sewerage systems, and any and all other systems, or any part thereof.
- b) To further engage in the real estate brokerage business and 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.
- c) 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.
- d) 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 subdivisions, district or districts, or any part of parts thereof, or any government or governments.
- e) 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.
- 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.

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.

NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

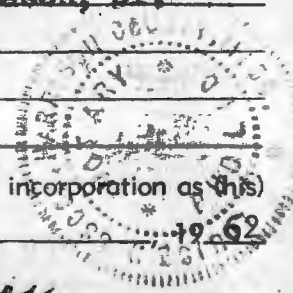
Five (5) shares of authorized capital stock, with a par value of \$100.00 per share.

Signatures: Bernard D. Mason, Jr.  
BERNARD D. MASON, JR.  
Robert L. Taylor  
ROBERT L. TAYLOR  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of Harrison

This day personally appeared before me, the undersigned authority Bernard D. Mason, Jr.  
and Robert L. Taylor  
\_\_\_\_\_  
\_\_\_\_\_  
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 1st day of May  
Louis Massey  
MY COMMISSION EXPIRES JAN. 24, 1966



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 on this the 16th day of May  
A. D., 1962, together with the sum of \$ 50.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.  
Heber Lodner  
Secretary of State

Jackson, Miss., May 16, 1962

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitu-  
tion and laws of the State, or of the United States.  
Joe T. Patterson  
Attorney General  
By Martin R. Milendonk  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CONSOLIDATED MINERALS 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 MAY 17, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*John L. Adams*

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 for profit.

## THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is: **Consolidated Minerals Company, Inc.**

2. The names of the incorporators are:

Name	Street & No.	City	State
J. W. Trigg	2324 18th Avenue	Gulfport,	Mississippi
Karen Berris	1212 24th Avenue	Gulfport,	Mississippi

3. The domicile is at 1212 24th Avenue, Gulfport, Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

500 shares at \$10.00 per share

\$5,000.00 Common Stock only, with full voting rights, and par value of \$1.00 per share.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

500 shares - sale price \$10.00 per share, par value of \$1.00 per share, requiring amendment to Charter in order to change sales price.

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

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

To buy, sell, lease, acquire, and develop mineral properties of any and every type, whatsoever, including but not limited to, gold, silver, copper, oil, gas, clay, sand, gravel, bentinite, and any and all other mineral properties of any and every type. And to do any and all acts whatsoever necessary in order to develop same.

To buy, sell, lease, acquire, and develop real estate, both residential and commercial, or any combination thereof, to develop lands, sub-divisions, tracks, and to construct thereon dwellings, factories, and commercial buildings for their own use, sales, lease, and investment, both retail and wholesale management and operation.

To negotiate loans, lend and borrow money, accept, endorse, discount, buy, sell and deal in stocks, bonds, notes, debentures and other negotiable instruments and securities. To handle properties of others as agent and broker; to act as an insurance agency and real estate broker. To lend the credit of this corporation for its benefit and the benefit of others.

This corporation is not formed for the conducting of a railroad, banking, or insurance business.

To have all the rights to do and all acts and things necessary and incident to the foregoing.

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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: (Minimum sum of \$500.00 must be paid in.)

50 shares at \$10.00 per share, total \$500.000

Signatures: J. W. Trigg  
J. W. TRIGG  
Karen Berris  
KAREN BERRIS  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of HARRISON

This day personally appeared before me, the undersigned authority J. W. Trigg and Karen Berris

incorporators of the corporation known as the CONSOLIDATED MINERALS 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 15th day of May 1962

Commission Expires June 19, 1965

Osceola Buren Ladner  
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 16th day of May  
A. D., 1962, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Shirley Godwin  
Secretary of State

Jackson, Miss., May 16, 1962

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

Joe T. Patterson  
Attorney General  
By Martin R. Milendon  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

COMMUNITY WAREHOUSE 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            May 17, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Adams*

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 for profit.

# THE CHARTER OF INCORPORATION OF

## COMMUNITY WAREHOUSE CORPORATION

1. The corporate title of said company is: **Community Warehouse Corporation**

2. The names of the incorporators are:

Name	Street & No.	City	State
George A. McLean	209 Magazine St.	Tupelo	Miss.
Harry H. Rutherford	209 Magazine St.	Tupelo	Miss.
W. G. Stroud	209 Magazine St.	Tupelo	Miss.

3. The domicile is at 209 Magazine Street, Tupelo Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

The amount of capital stock shall be \$50,000 to be issued in shares of \$100 par value and all of which stock shall be common stock.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

\$100.00 per share

6. Period of existence (not to exceed ninety-nine years) is: **Ninety-nine (99) Years.**



7. The purpose for which it is created:

To engage in the business of constructing, purchasing and providing buildings and facilities for the warehouse of manufactured products, and for the housing of the operation of ~~the~~ manufacturing plants and of buying, selling, leasing, owning, and holding land, buildings and personal property; to rent, lease and /or convey such property; to draw, make, endorse, discount, buy, sell and deliver bills of exchange promissory notes, bonds, debentures and other negotiable instruments and securities, and to execute deeds of trust and mortgages to secure said obligations and to do any and all other things necessary, suitable and proper for the accomplishment of any of the purposes set out hereinabove.

It shall also be authorized to endorse for other persons and corporations both as accommodation endorsers and endorser for value.

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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: (Minimum sum of \$500.00 must be paid in.)

Two Hundred Fifty (250) Shares of common stock of the value of \$100 per share, making a total of \$25,000 shall be paid in.

Signatures: George A. McLean  
Harry H. Rutherford  
W. G. Stroud  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

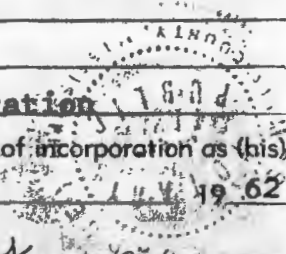
ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of LEE }

This day personally appeared before me, the undersigned authority George A. McLean  
Harry H. Rutherford, and W. G. Stroud,

incorporators of the corporation known as the Community Warehouse 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 14 day of May

my Commission expires March 1, 1963  
Ms. Ada Carney  
Notary Public, Lee Co., Miss.



STATE OF MISSISSIPPI }  
County of \_\_\_\_\_ }

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

incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 16<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$ 110.00 deposited to cover the recording fee and referred to the Attorney General for his opinion.

John L. Dyer  
Secretary of State

Jackson, Miss., May 16, 1962

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

Joe T. Patterson  
Attorney General  
By Martin A. Milendon  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

AMERICAN SHOE 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 May 17, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*Huber Loden*

Secretary of State

THE CHARTER OF INCORPORATION  
OF  
AMERICAN SHOE COMPANY

1. The corporate title of said company is:  
American Shoe Company.
2. The names of the incorporators are:  
James Leon Young, 2085 Southwood Road, Jackson, Mississippi.  
Mrs. Ruby B. Weeks, 3965 Council Circle, Jackson, Mississippi.
3. The domicile is at 1615 Deposit Guaranty Bank Building, Jackson, Mississippi.
4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value: (only preferred stock may be issued without voting rights)  
One Million and No/100 Dollars (\$1,000,000.00) of capital stock, all of which shall be common stock of one class, of the par value of Ten and No/100 Dollars (\$10.00) per share.
5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.  
All stock shall be sold at par.
6. Period of existence (not to exceed ninety-nine years) is:  
Ninety-nine (99) years.
7. The purpose for which it is created:  
To engage in the business of manufacturing, making, fabricating, dyeing, coloring, preparing and

processing men's, women's, youth's, and children's boots, shoes, slippers, rubbers, galoshes, sneakers and spats of all kinds, and men's, women's, youth's and children's wearing apparel and kindred articles which may be conveniently or advantageously handled in conjunction with any of the enumerated articles aforesaid; to buy, sell, exchange and deal generally at wholesale or retail as principal or agent in shoes, slippers, boots, rubbers, galoshes, sneakers, spats, clothing and wearing apparel of all kinds; 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 and useful in connection with the corporation's operation.

To construct, own, purchase, lease or otherwise acquire and to operate mills, plants and factories of all kinds; to purchase, take, receive, lease or otherwise acquire, own, hold, use, improve and otherwise deal in and with, and sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of lands, real estate, real property, chattels real, and estates, interests, rights and equities of all kinds in lands.

To act as agent, broker or attorney-in-fact for others in purchasing, selling and dealing in and with real property or any interest therein; to negotiate and consummate for itself or for others, contracts and agreements for the purpose of purchasing, acquiring, owning, using, improving, selling, conveying, mortgaging, pledging, leasing, exchanging and transferring real property, buildings and improvements and any interest therein; to act as agent for others in the loaning and borrowing of money secured by real and personal property; and to engage in and carry on a general real estate agency and brokerage business.

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

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 this corporation.

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

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

To loan to any person, firm or corporation any of its surplus funds, either with or without security.

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 except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

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.

To do any or all of the things herein set forth as principal, agent, contractor, trustee or otherwise, alone or in company with others.

To do any and all other acts which may be necessary in order to perform, do, or carry out any of the acts or powers enumerated or inferred hereinabove; the objects and purposes herein specified shall be regarded as independent objects and purposes and, except where otherwise expressed, shall be in no way limited nor restricted by reference to, or inference from, the terms of any other clause or paragraph of this Charter of Incorporation.

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: (Minimum sum

• \$500.00 must be paid in.)

Five hundred (500) shares of Ten and No/100 Dollars (\$10.00) par, common stock, shall be subscribed and paid for before the corporation may begin business.

Signatures: James Leon Young  
Mrs. Ruby B. Weeks  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
COUNTY OF HINDS

This day personally appeared before me, the undersigned authority, JAMES LEON YOUNG and MRS. RUBY B. WEEKS, incorporators of the corporation known as the American Shoe Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 15<sup>th</sup> day of May, 1962.

Agnes G. McMillan  
Notary Public

My commission expires:

My Commission Expires Dec. 18, 1966

Received at the office of the Secretary of State this the 16<sup>th</sup> day of May, A.D., 1962, together with the sum of \$500<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Linder  
Secretary of State





Jackson, Mississippi, May 16, 1962

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

JOE T. PATTERSON, Attorney General

By Martin R. Milendon  
Assistant Attorney General

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

MISS-ALA OFFICE SUPPLY 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 the 17th day of May,*

A. D., 1962.

*Attest:*

*Hubert G. Green*

*Secretary of State.*

*Ross Barnett*

*Governor.*

**AMENDMENT TO THE CHARTER OF INCORPORATION  
OF MISS-ALA OFFICE SUPPLY CO., INC.**

The Charter of Incorporation of Miss-Ala Office Supply Co., Inc., signed by the Governor of the State of Mississippi on the 10th day of June, 1956, is hereby amended in the following particulars, to-wit:

The following additional rights and powers may be exercised by this corporation, to-wit: To buy, own, sell and trade in cattle, horses, mules, hogs and livestock of every species; to buy, own, rent, lease, sell, encumber, mortgage, and trade in real property of every variety, to lend money in the furtherance of such corporate activities and to accept instruments of security of every kind on real and personal property.

WITNESS THE SIGNATURE AND CORPORATE SEAL OF SAID CORPORATION  
this May 3 day of May, 1962.

MISS-ALA OFFICE SUPPLY CO., INC.

BY Ben Carney  
PRESIDENT

STATE OF MISSISSIPPI  
COUNTY OF LAUDERDALE

This day personally appeared before me, the undersigned authority in and for said state and county, Ben Carney, who acknowledged to me that he is the President and Secretary and Treasurer of Miss-Ala Office Supply Co., Inc. and that, as such officer of said corporation, he did sign, affix thereto the corporate seal and deliver the above and foregoing amendment to the Charter of Incorporation of said corporation, as the act and deed of said corporation, having been duly authorized so to do.

Given under my hand and seal of office this 3rd day of May, 1962.

My Commission Expires July 19, 1965

Dianna Shotts  
Notary Public

I, the undersigned, Ben Carney, President and Secretary and Treasurer of Miss-Ala Office Supply Co., Inc., hereby certify that the following is a true, correct and complete copy of a resolution adopted by the stockholders of said Miss-Ala Office Supply Co., Inc. at a meeting of the stockholders of said corporation duly and regularly held on the 32<sup>d</sup> day of May, 1962, as the same appears on the records of said corporation, of which records I am the official custodian, to-wit:

"BE IT RESOLVED that Ben Carney, the President and Secretary and Treasurer of Miss-Ala Office Supply Co., Inc. be, and he is hereby, authorized and directed by the stockholders of Miss-Ala Office Supply Co., Inc. to apply for an amendment of the charter of incorporation of the said corporation, originally signed by the Governor of the State of Mississippi on July 10, 1956, in the following particulars, to-wit:

" 'The following additional rights and powers may be exercised by this corporation, to-wit: To buy, own, sell and trade in cattle, horses, mules, hogs and livestock of every species; to buy, own, rent, lease, sell, encumber, mortgage, and trade in real property of every variety, to lend money in the furtherance of such corporate activities and to accept instruments of security of every kind on real and personal property.' "

WITNESS MY SIGNATURE AND THE SEAL OF SAID CORPORATION, at Meridian, Mississippi, this 32<sup>d</sup> day of May, 1962.

Ben Carney  
SECRETARY

Received at the office of the Secretary of State, this 16<sup>th</sup> day of May, 1962, together with the sum of \$10.00 deposited to cover the recording fee and referred to the Attorney General for his opinion.

Hubert Lodner  
SECRETARY OF STATE



JACKSON, MISSISSIPPI

MAY, 16, 1962

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

JOE T. PATTERSON, ATTORNEY GENERAL

BY Martin R. McLeod  
ASSISTANT ATTORNEY GENERAL

STATE OF MISSISSIPPI

EXECUTIVE OFFICE, JACKSON

The within and foregoing amendment to Charter of Incorporation of Miss-Ala Office Supply 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 \_\_\_\_\_ day of May, 1962.

\_\_\_\_\_  
GOVERNOR

BOOK 132 PAGE 118

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# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

RIDGELAND STEEL 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 the 17th day of May, 1962.

Attest:

*John L. Gordon*

Secretary of State.

*Ross Barnett*

Governor.

RESOLVED, by the stockholders of Ridgeland Steel Co., that the Charter of Incorporation be amended so as to change the domicile of the corporation, and that Article 3 of the Charter of Incorporation, as the same is of record in the office of the Secretary of State in Photostat Book No. 59, Pages 299-303, is changed to read as follows:

"3. The domicile is at Lexington, Mississippi.";

and be it further

RESOLVED, that the Secretary of this corporation be, and he is hereby authorized, empowered and directed to take such action and to execute such instruments and to do any and all things necessary to cause said amendment of the Charter of Incorporation to take effect, and to prepare and present to the Secretary of State of the State of Mississippi, the proposed amendment, in writing, together with a copy of this resolution, and to take all necessary steps to secure the approval of the amendment by the State of Mississippi.

CERTIFICATE

I, T. Eugene Caldwell, the duly elected, qualified and acting Secretary of Ridgeland Steel Co., a Mississippi corporation, do hereby certify that the above and foregoing is a true, full and correct copy of the resolution unanimously adopted by the stockholders of Ridgeland Steel Co. at a special meeting of said stockholders duly called and held for the purpose of amending the Charter of Incorporation of said Ridgeland Steel Co., on the 16th day of May, 1962, as said resolution appears of record in the minute book of said corporation.

I further certify that all of the stockholders of Ridgeland Steel Co. were present in person at said meeting, and that all voted in the affirmative and for the adoption of said resolution amending the Charter of said corporation.

WITNESS MY HAND AND THE SEAL OF SAID CORPORATION,  
this the 17<sup>th</sup> day of May, 1962.



*T. Eugene Caldwell*  
T. Eugene Caldwell, Secretary



AMENDMENT TO THE CHARTER OF INCORPORATION  
OF  
RIDGELAND STEEL CO.

Pursuant to resolution of stockholders of Ridgeland Steel Co., a certified copy being attached hereto, Article 3 of the Charter of Incorporation of Ridgeland Steel Co. is hereby amended to read as follows:

"3. The domicile is at Lexington, Mississippi."

In all other respects, the said Charter of Incorporation shall remain the same.

RIDGELAND STEEL CO.

BY: T. Eugene Caldwell  
Secretary

STATE OF MISSISSIPPI  
COUNTY OF HINDS: : : : :

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, T. EUGENE CALDWELL, personally known to me to be the Secretary of Ridgeland Steel Co., who acknowledged that as such officer and in his official capacity he executed the foregoing Amendment to the Charter of Incorporation of Ridgeland Steel Co., as the act and deed of said corporation, he being thereunto first duly authorized so to do.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 17th day of May, 1962.

Kathleen Patterson  
Notary Public

My commission expires:

May 26, 1962

Received at the office of the Secretary of State, this the 17<sup>th</sup> day of May

A. D., 1962, together with the sum of \$10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*Hubert L. Hodson*  
SECRETARY OF STATE.

Jackson, Miss.,

May 17, 1962

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.

*Joe T. Patterson*  
ATTORNEY GENERAL.

By *Martin R. Milendonk*  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

HINDS AIRCRAFT, 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 17th day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*Hubert L. Linder*  
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 for profit.

## THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is: **Hinds Aircraft, Inc.**

2. The names of the incorporators are:

Name	Street & No.	City	State
Wallace Harrison, Sr.	822 Meadowbrook Rd.	Jackson, Mississippi	
Wallace Harrison, Jr.	239 Valley Vista Dr.	Jackson, Mississippi.	

3. The domicile is at **1807 Deposit Guaranty Bank Bldg., Jackson, Mississippi.**

(Street and No.)

(City)

(State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

**\$5,000.00 Authorized Capital consisting of 5,000 shares of Common stock of \$1.00 par value.**

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

6. Period of existence (not to exceed ninety-nine years) is: **Ninety-nine years**

7. The purpose for which it is created: To own airplanes for charter, rental, and leasing; To buy, sell, and trade airplanes; and to engage in other business activities incidental to such 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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)  
500 shares of \$1.00 par value common stock at par value --- \$500.00

Signatures: Wallace Harrison Sr.

Wallace Harrison, Jr.

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of Hinds

This day personally appeared before me, the undersigned authority Sybil D. Avery  
Wallace Harrison, Sr., Wallace Harrison, Jr.

incorporators of the corporation known as the Hinds Aircraft, 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 16th day of May

My Commission Expires Feb. 20, 1965

Sybil D. Avery, Notary Public  
HINDS COUNTY, MISSISSIPPI  
1962

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 17th day of May

A. D., 1962, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Linder  
Secretary of State

Jackson, Miss., May 17, 1962

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

Joe T. Patterson  
Attorney General

By Martini R. McLeod  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

OCEAN SPRINGS READY-MIX, 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 17th day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*John L. Godwin*  
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 for profit.

## THE CHARTER OF INCORPORATION OF

OCEAN SPRINGS READY-MIX, INC.

1. The corporate title of said company is: Ocean Springs Ready-Mix, Inc.

2. The names of the incorporators are:

Name	Street & No.	City	State
James Coward	546 Jackson Avenue	Pascagoula	Miss.
Wade H. White	219 Audrey Circle	Ocean Springs	Miss.

All of the above named incorporators are adult resident citizens of Jackson County, Mississippi.

3. The domicile is at U.S. Highway 90 East at Vancleave Rd., Ocean Springs, Miss.  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

The total amount of authorized capital stock of 150 shares common stock, all shares having a par value of \$100.00 each, or a total amount of \$15,000.00. Each share of common stock shall have one (1) voting right.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

The sale price of each share of stock shall be \$100.00, the same as the total par value of each share.

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

Ninety-Nine (99) years .



To manufacture, sell, buy, exchange, distribute, and otherwise acquire or dispose of and deal at retail or wholesale, in any and all kinds of personal property, including ready-mix concrete, building materials, and concrete and merchandise used in and pertaining to the building material business and all other goods and merchandise used in and pertaining to the concrete, ready-mix, and building materials business and to do all acts and things reasonable and necessary for the conduct of such business or businesses; to purchase or otherwise acquire letters patent, concessions, franchises, licenses, inventions, rights, and privileges, subject to royalty or otherwise, whether in the United States or in any other part of the world; to sell, register, let, or grant any patent rights, franchises, concessions, licenses, inventions, rights, or privileges belonging to the company, or which it may acquire, or any interest in the same; to borrow money, and to make and issue notes, bonds, debentures, obligations and evidences 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 purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage, or otherwise dispose of and deal in lands, leaseholds, and any interest, estate and rights, in real property and personal property, and any franchises, rights, licenses, or privileges necessary, convenient, or appropriate for any of the purposes herein expressed; to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects, or the furtherance of any of the powers hereinabove set out, 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 of the State of Mississippi, under which this corporation is organized.

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

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: (Minimum sum of \$500.00 must be paid in.)

50 shares of common stock or a total amount of \$5,000.00.

Signatures: James Coward

JAMES COWARD

Wade H White

WADE H. WHITE

Incorporators

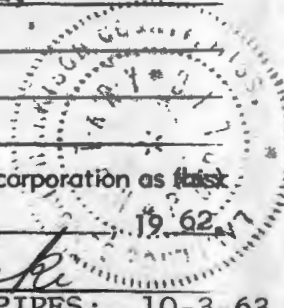
ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of HARRISON

This day personally appeared before me, the undersigned authority notary public,  
James Coward and Wade H. White,

incorporators of the corporation known as the Ocean Springs Ready-Mix, 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 16th day of May 1962.

Lawrence Lemski  
NOTARY PUBLIC // MY COMMISSION EXPIRES: 10-3-63



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 on the 17th day of May  
A. D., 1962, together with the sum of \$ 40.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

Hubert L. Dodson  
Secretary of State

Jackson, Miss., May 17, 1962

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

Joe T. Patterson  
Attorney General

By Martin R. McLondon  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

ALETHA LODGE

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 17th day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*John Lodge*  
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 for profit.

THE CHARTER OF INCORPORATION OF  
ALETHA LODGE

1. The corporate title of said company is: Aletha Lodge

2. The names of the incorporators are:

Name	Street & No.	City	State
Ernest C. Long	224 Stanley Street	Booneville	Mississippi
William E. Johnson	224 Stanley Street	Booneville	Mississippi

3. The domicile is at 201 South Davis Street Booneville Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

One Hundred Thousand Dollars (\$100,000.00) common stock.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

Ten Thousand (10,000) shares common stock of Ten Dollars (\$10.00) par value.

6. Period of existence (not to exceed ninety-nine years) is: Ninety Nine (99) years.

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

To erect, construct, purchase, lease, sell, own, operate, trade, franchise and otherwise acquire and dispose of convalescent nursing homes, homes for the aged, nursing sanatariums and related facilities, enterprises and businesses.

To purchase, sell, own, mortgage and otherwise acquire and dispose of real estate.

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

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in.)

One Thousand (1000) shares common stock.

Signatures: Ernest C. Long  
William E. Johnson  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

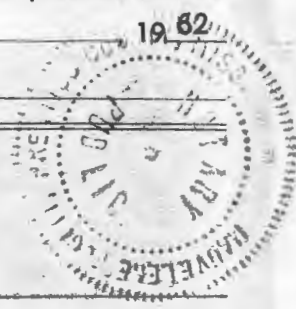
STATE OF MISSISSIPPI }  
County of PRENTISS

This day personally appeared before me, the undersigned authority Ernest C. Long and  
William E. Johnson, \_\_\_\_\_

incorporators of the corporation known as the Aletha Lodge  
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 May

My Commission Expires 4-24-66

Manselne Furritt  
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 on the 17<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$ 210.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.  
John L. G. ...  
Secretary of State

Jackson, Miss., May 17, 1962

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

Joe T. Patterson  
Attorney General

By Martini R. McLeod  
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*

CENTRAL PONTIAC COMPANY  
 changing name to  
 CENTRAL PONTIAC-BUICK 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 the 17th day of May, 1962.



Attest:

*Hubert L. Gudger*

Secretary of State.

*Ross Barnett*

Governor.

CERTIFIED COPY OF RESOLUTION ADOPTED  
BY THE STOCKHOLDERS OF CENTRAL PONTIAC COMPANY

I, JAMES G. CASON, Secretary of Central Pontiac Company, a corporation chartered under the laws of the State of Mississippi and domiciled at Laurel, Mississippi, do hereby certify that the following is a true, correct and complete copy of a resolution of the stockholders of said corporation adopted at a special meeting of the stockholders held on May 7, 1962, as the same appears of record in the official minute book of the said corporation, to-wit:

"RESOLUTION TO CHANGE THE CORPORATE TITLE

"WHEREAS, Section 1 of the Charter of Incorporation of Central Pontiac Company is as follows: '1. The corporate title of said company is Central Pontiac Company,' and

"WHEREAS, the corporation has recently become, and now is, a dealer in Buick automobiles as well as Pontiac automobiles and the present corporate title does not fully reflect such fact; and

"WHEREAS, it is to the best interest of the corporation and its shareholders that the name of the corporation be changed to Central Pontiac-Buick Company;

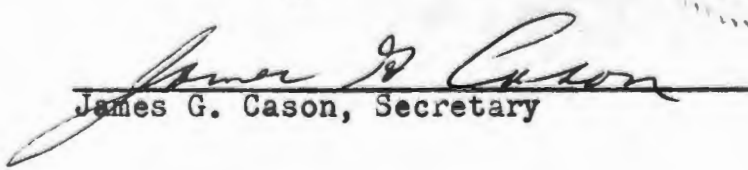
"NOW, THEREFORE, be it resolved as follows:


"1. That Section 1 of the Charter of Incorporation of Central Pontiac Company be amended to read as follows:

'1. The corporate title of said company is Central Pontiac-Buick Company.'

"2. The President and Secretary are hereby authorized and directed promptly to prepare and file, in the manner provided by law, an appropriate application to the Secretary of State of the State of Mississippi for the amendment of the corporate charter as aforesaid."

Given under my hand and official seal of the said corporation on this the 16th day of May, 1962.

  
James G. Cason, Secretary





APPLICATION TO AMEND  
CHARTER BY CHANGING CORPORATE TITLE

TO THE HONORABLE SECRETARY OF STATE  
OF THE STATE OF MISSISSIPPI

Comes Central Pontiac Company, a Mississippi corporation,  
and respectfully requests that its corporate charter be amended  
by changing Section I thereof to read as follows:

"1. The corporate title of said company is  
Central Pontiac-Buick Company."

Annexed hereto and incorporated herein by reference  
is a certified copy of a resolution adopted by the stockholders  
of the said corporation adopting and approving the proposed  
amendment.

Respectfully submitted,

CENTRAL PONTIAC COMPANY, A Corporation

BY John N. Moore  
John N. Moore, President



ATTEST:

James G. Cason  
James G. Cason, Secretary

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 JOHN N. MOORE and JAMES G. CASON, personally known  
to me to be the president and secretary respectively of Central  
Pontiac Company, a Mississippi corporation, who each acknowledged  
that they signed, sealed and delivered the above and foregoing  
application as the act and deed of said corporation after having  
been first lawfully authorized so to do.

Given under my hand and official seal at Laurel,  
Mississippi, on this the 16 day of May, 1962.

Rebecca Vincent  
NOTARY PUBLIC

My Commission expires:  
My Commission Expires Feb. 25, 1963



Received at the office of the Secretary of State, this the 17<sup>th</sup> day of May

A. D., 1962, together with the sum of \$ 10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Adams  
SECRETARY OF STATE.

Jackson, Miss.,

May 17, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin R. McLondon  
Assistant Attorney General.

# 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 STAR LIFE INSURANCE COMPANY

was, pursuant to the provisions of <sup>CHAPTER 22,</sup> ~~SECTION 22-1-1~~ Code of Mississippi of 1942, Recorded in the Records of Incorporations in this office, in

PHOTOSTAT BOOK, NUMBER ONE-HUNDRED THIRTY-TWO,  
PAGES 139-167.



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

*EIGHTEENTH day of MAY, 1962.*

*Heber Ladner*

Secretary of State

## STATE OF MISSISSIPPI

Be It Known, That Whereas, Ralph W. Atwood, J. W. Barnett, Jr., M. F. Beason, Deeb Rahaim, Ronald C. Brown, W. D. Carter, Louis O. Embrey, O. D., J. W. Fagan, Jr., Phillip Imbraguglio, Henry Macoy, Robert Irving Parker, R. F. Raynor, Roscoe Redd, W. M. Tittle, Jr., R. L. Willett, W. W. Barham, L. H. Morrison, Jr., W. D. Bethea, Jr., Rev. Artis Brewer, Robert B. Campbell, E. K. Collins, Maurice Flowers, P. D. Houston, Jr., Barney Ishee, William L. Keller, O. D., Lee G. Nassar, M. W. Reno, R. H. Boteler, Jr. and C. O. Upton, have associated themselves with the intention of forming a corporation under the name of THE STAR LIFE INSURANCE COMPANY, for the purpose of engaging in the general life insurance business and in health and accident insurance business, and shall include, among other general powers conferred, the following:

(a) The right to issue life insurance policies upon the lives of such persons as may apply to the company for insurance protection, whether by reason of solicitation by the company or otherwise, and who may meet such standards for insurance as may be prescribed and who may pay such premiums, considerations, or payments as may be authorized by the laws of this State and prescribed by the Insurance Commissioner, if prescribed, or other Governmental agency properly exercising jurisdiction over insurance companies, if any, and as may be fixed by the Board of Directors of the corporation. Such life insurance policies may be policies for ordinary life, policies with provision for the payment of premiums for a stipulated term of years, and with paid up provision, term policies, policies providing annuities to the holders thereof, policies of endowment, life policies to protect the insured for a period of the existence of a credit risk, and any and all other forms and types of life insurance policies commonly and properly issued by domestic life insurance corporations in

this State, or such as may hereafter be issued by domestic life insurance companies of this State, and including individual policies, group policies, and other similar and related types of insurance policies.

(b) The right to issue health, accident, surgical, and hospital insurance, and similar and related types of insurance, and for such premiums and considerations as may be proper, all as more fully set forth in Paragraph (a) above.

(c) The right to reinsure the risks of other insurance companies engaged in the same lines of insurance as are offered by this corporation, and including the right to collect premiums therefor and to do any and all things necessary to the proper reinsuring of said risks.

(d) The right to obtain reinsurance on the risks of this corporation as may be assumed by it under policies to be issued by this company and covering the lives of its policy holders, subject, however, to such regulations as to reinsurance as may be imposed by law.

(e) The right to establish, rescribe, and maintain such standars for policy protection as may be in the opinion of the Board of Directors necessary and proper as suitable prerequisites for the issuance of life insurance or insurance policies, and including the right to modify or change said standards as to policies subsequently to be issued, from time to time, and as may be in the opinion of the Board of Directors justified or required.

(f) The right to conduct or cause to be conducted any and all research, study, and investigation as may be necessary to properly classify risks on human life in the field of insurance and life insurance risks, including the right to establish such agencies as may be necessary or needful to obtain statistical information, actuarial information and data, medical information and data, and any and all other or additional information and data as may be necessary, incidental, and proper in evaluating said risks and in conducting the affairs of the corporation.

(g) The right to employ salesmen, agents, employees and representatives for the purpose of soliciting and selling life insurance and such other insurance as may be by the corporation offered to the public for purchase, and the right to compensate said salesmen, agents, employees and representatives by commission, salary, or by other proper and lawful means of compensation, and the right to cause said salesmen, employees, agents and representatives to enter the field of selling and soliciting such insurance contracts as may be by the company offered.

(h) The right to acquire by purchase, or otherwise, real estate, and the right to hold the same, to sell, rent, encumber, or transfer said real estate, either as an adjunct to the operation of the insurance business as authorized by this Charter, or as an investment, and all to be within such limitations as may be prescribed by law.

(i) The right to borrow money, so long as not in conflict with any laws of this State or of the United States, nor conflict with any regulation of the Insurance Department or any other department of government properly exercising jurisdiction over the affairs of the company.

(j) The right to lend and invest money in such manner as may be from time to time permitted by law and governmental regulations, and the right to lend money to policyholders when secured by a pledge of the policy.

(k) The right to purchase and pledge to the State of Mississippi such securities as may be prescribed and required by law, including any increases, substitution, or exchange of said securities.

(l) The right to issue and sell capital stock in the corporation.

(m) The right to do any and all other things necessary, incidental and proper in the operation of said insurance company, and the right to enjoy all rights, powers, privileges and authority conferred upon

insurance companies by the laws of this jurisdiction with a capital of One Million Dollars (\$1,000,000.00) 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 said Ralph W. Atwood, J. W. Barnett, Jr., M. F. Beason, Deeb Rahaim, Ronald C. Brown, W. D. Carter, Louis O. Embrey, O.D., J. W. Fagan, Jr., Phillip Imbraguglio, Henry Macoy, Robert Irving Parker, R. F. Raynor, Roscoe Redd, W. M. Tittle, Jr., R. L. Willett, W. W. Barham, L. H. Morrison, Jr., W. D. Bethea, Jr., Rev. Artis Brewer, Robert B. Campbell, E. K. Collins, Maurice Flowers, P. D. Houston, Jr., Barney Ishee, William L. Keller, O. D. , Lee G. Nassar, M. W. Reno, R. H. Boteler, Jr. and C. O. Upton, their associates and successors, are legally organized and established as, and are hereby made an existing corporation under the name of THE STAR 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 hereunto subscribed, and the seal of the State of Mississippi, hereunto affixed, this the 18th day of May, in the year of 1962.

*Heber Ladner*

Secretary of State

# Insurance Department



STATE OF MISSISSIPPI

WALTER DELL DAVIS  
COMMISSIONER

JACKSON

May 15, 1962

Honorable Heber Ladner  
Secretary of State  
New Capitol  
Jackson, Mississippi


Dear Mr. Ladner:

In re: Articles of Association of "The Star Life  
Insurance Company", Laurel, Mississippi

We have approved and enclose the captioned document,  
as well as check made payable by the company to your  
office in the amount of \$500.00.

Insofar as we can determine, the Articles of Association  
are in compliance with the insurance statutes, and we  
have affixed our Seal thereon.

Yours very truly,

  
Walter Dell Davis  
Commissioner of Insurance

wdd:l  
enclosure





ARTICLES OF ASSOCIATION OF  
THE STAR LIFE INSURANCE COMPANY

---

I.

The corporate title of the life insurance corporation to be formed is:

THE STAR LIFE INSURANCE COMPANY

II.

The within named and undersigned corporators, all of whom are adult resident citizens of the State of Mississippi, and whose postoffice addresses are as hereinafter shown, do by these presents hereby subscribe these Articles of Association, and do set forth and declare their intention to form a corporation for the purpose of operating a life insurance company as a domestic stock company and under the laws of the State of Mississippi and as herein elsewhere described and set forth; said corporators and their addresses being as follows, to-wit:

Ralph W. Atwood  
336 S. Magnolia St.  
Laurel, Mississippi

J. W. Barnett, Jr.  
Vossburg, Mississippi

M. F. Beason  
2229 - 2nd Ave.  
Laurel, Mississippi

Deeb Rahaim  
P. O. Box 242  
Laurel, Mississippi

Ronald C. Brown  
P. O. Box 171  
Laurel, Mississippi

W. D. Carter  
760 Garden Drive  
Laurel, Mississippi

Louis O. Embrey, O.D.  
P. O. Box 266  
Laurel, Mississippi

J. W. Fagan, Jr.  
1700 - N. 7th Ave.  
Laurel, Mississippi

Phillip Imbraguglio  
527 S. Magnolia St.  
Laurel, Mississippi

Henry Macoy  
165 Lindsey Drive  
Laurel, Mississippi

Robert Irving Parker  
Rt. 3  
Laurel, Mississippi

R. F. Raynor  
3016 N. 6th Ave.  
Laurel, Mississippi

Roscoe Redd  
522 N. 6th Ave.  
Laurel, Mississippi

W. M. Tittle, Jr.  
836 N. 8th Ave.  
Laurel, Mississippi

R. L. Willett  
P. O. Box 305  
Laurel, Mississippi

W. W. Barham  
720 - 26th St.  
Laurel, Mississippi

L. H. Morrison, Jr.  
P. O. Box 1246  
Laurel, Mississippi

W. D. Bethea, Jr.  
P. O. Box 2578  
Laurel, Mississippi

Rev. Artis Brewer  
Route 1  
Moss, Mississippi

Robert B. Campbell  
1047 - 2nd Ave.  
Laurel, Mississippi

E. K. Collins  
P. O. Box 732  
Laurel, Mississippi

Maurice Flowers  
690 Flowers Drive  
Laurel, Mississippi

P. D. Houston, Jr.  
Sylvarena, Mississippi

Barney Ishee  
Rt. 3, Box 90  
Laurel, Mississippi

William L. Keller, O.D.  
P. O. Box 1187  
Laurel, Mississippi

Lee G. Nassar  
3902 W. Capitol St.  
Jackson, Mississippi

M. W. Reno  
219 Maple St.  
Laurel, Mississippi

R. H. Boteler, Jr.  
P. O. Box 605  
Laurel, Mississippi

C. O. Upton  
528 - 7th Ave.  
Laurel, Mississippi

## III.

The domicile of the corporation is the City of Laurel, Jones County, Mississippi.

## IV.

The company is to be a stock company, is to have authorized capital in the amount of \$1,000,000.00, is to have 500,000 shares of common stock, and said stock shall have a par value of \$2.00 per share. The holders of said stock shall be entitled to all of the privileges as such, subject to all restrictions imposed upon common class of stock by the laws of this jurisdiction.

## V.

The sale price per share of stock, initially, shall be \$6.00, of which \$2.00 shall include the value designated as par, and of which \$4.00 shall represent paid in surplus. The Board of Directors shall have full power and authority to change the sale price of said stock, if desired.

## VI.

The period of existence of the corporation is ninety-nine years.

VII.

The purpose for which the corporation is being formed is to engage in the general life insurance business and in health and accident insurance business, and shall include, among other general powers conferred, the following:

(a) The right to issue life insurance policies upon the lives of such persons as may apply to the company for insurance protection, whether by reason of solicitation by the company or otherwise, and who may meet such standards for insurance as may be prescribed and who may pay such premiums, considerations, or payments as may be authorized by the laws of this State and prescribed by the Insurance Commissioner, if prescribed, or other Governmental agency properly exercising jurisdiction over insurance companies, if any, and as may be fixed by the Board of Directors of the corporation. Such life insurance policies may be policies for ordinary life, policies with provision for the payment of premiums for a stipulated term of years, and with paid up provision, term policies, policies providing annuities to the holders thereof, policies of endowment, life policies to protect the insured for a period of the existence of a credit risk, and any and all other forms and types of life insurance policies commonly and properly issued by domestic life insurance corporations in this State, or such as may hereafter be issued by domestic life insurance companies of this State, and including individual policies, group policies, and other similar and related types of insurance policies.

(b) The right to issue health, accident, surgical, and hospital insurance, and similar and related types of insurance, and for such premiums and considerations as may be proper, all as more fully set forth in Paragraph (a) above.

(c) The right to reinsure the risks of other insurance companies engaged in the same lines of insurance as are offered by this corporation, and including the right to collect premiums therefor and to do any and all things necessary to the proper reinsuring of said risks.

(d) The right to obtain reinsurance on the risks of this corporation as may be assumed by it under policies to be issued by this company and covering the lives of its policy holders, subject, however, to such regulations as to reinsurance as may be imposed by law.

(e) The right to establish, prescribe, and maintain such standards for policy protection as may be in the opinion of the Board of Directors necessary and proper as suitable prerequisites for the issuance of life insurance or insurance policies, and including the right to modify or change said standards as to policies subsequently to be issued, from time to time, and as may be in the opinion of the Board of Directors justified or required.

(f) The right to conduct or cause to be conducted any and all research, study, and investigation as may be necessary to properly classify risks on human life in the field of insurance and life insurance risks, including the right to establish such agencies as may be necessary or needful to obtain statistical information, actuarial information and data, medical information and data, and any and all other or additional information and data as may be necessary, incidental, and proper in evaluating said risks and in conducting the affairs of the corporation.

(g) The right to employ salesmen, agents, employees and representatives for the purpose of soliciting and selling life insurance and such other insurance as may be by the corporation offered to the public for purchase, and the right to compensate said salesmen, agents, employees and representatives

by commission, salary, or by other proper and lawful means of compensation, and the right to cause said salesmen, employees, agents and representatives to enter the field of selling and soliciting such insurance contracts as may be by the company offered.

(h) The right to acquire by purchase, or otherwise, real estate, and the right to hold the same, to sell, rent, encumber, or transfer said real estate, either as an adjunct to the operation of the insurance business as authorized by this Charter, or as an investment, and all to be within such limitations as may be prescribed by law.

(i) The right to borrow money, so long as not in conflict with any laws of this State or of the United States, nor conflict with any regulation of the Insurance Department or any other department of government properly exercising jurisdiction over the affairs of the company.

(j) The right to lend and invest money in such manner as may be from time to time permitted by law and governmental regulations, and the right to lend money to policyholders when secured by a pledge of the policy.

(k) The right to purchase and pledge to the State of Mississippi such securities as may be prescribed and required by law, including any increases, substitution, or exchange of said securities.

(l) The right to issue and sell capital stock in the corporation.

(m) The right to do any and all other things necessary, incidental and proper in the operation of said insurance company, and the right to enjoy all rights, powers, privileges and authority conferred upon insurance companies by the laws of this jurisdiction.

## VIII.

The corporation shall have the minimum amounts of paid in capital and surplus, as required by law at the time of the approval of these articles, before it shall commence to do business; and shall have the inherent power, as provided by law, to amend these Articles of Association and to increase or decrease the capital stock, as provided by law, by a majority vote of its stockholders at any regular or special meeting of the stockholders, said meeting, however, if a special one, to be held after ten days written notice to each of the stockholders at the address of such stockholder as furnished by the stockholder to the corporation, but such amendment, increase or decrease of capital stock, or other change or amendment, shall be in keeping with the laws of this jurisdiction and the regulations imposed upon life insurance corporations by the Insurance Commissioner or by other governmental agencies properly vested with jurisdiction thereof.

## IX.

The company is to be organized under the laws of the State of Mississippi, is to conform generally and specifically to the provisions, requirements, and conditions prescribed by law, and is to enjoy all of the powers conferred upon it by Title 21 and Title 22 of the Mississippi Code of 1942, and all amendments thereto.

IN WITNESS WHEREOF, the undersigned and within named corporators have hereunto subscribed their names, on this, the 4th day of April, 1962.

Ralph W. Atwood

W. W. Barham

L. H. Bevis Jr.

J. W. Stewart Jr.

M. F. Beason

W. D. Butler Jr.

Reeb Rabarin

Rev. Artie Brewer

Ronald C. Brown

Robert B. Campbell

W. D. Carter

E. R. Collins

Louis C. Embrey O.D.

Morris Flowers

J. W. Fagan Jr.

P. D. Houston, Jr.

Phillip Embrey Jr.

Danny Lee



Henry Mason

William R. Keller

R. L. Payne

Lee Massar

Robert Irving Parker

M. W. Reno

Roscoe Redd

R. H. Butler Jr.

W. M. Kittle Jr.

C. O. Upton

A. J. Davis

C O R P O R A T O R S

WITNESS TO ALL SIGNATURES:

Robert Irving Parker

STATE OF MISSISSIPPI )  
COUNTY OF JONES )

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Robert Irving Parker, who being by me first duly sworn states on oath that he subscribed the foregoing Articles of Association, and that he witnessed the signatures of the remaining corporators to said Articles.

*Robert Irving Parker*  
Affiant

Sworn to and subscribed before me this 6th day of April, A. D., 1962.

*Ronald C. Brown*  
Notary Public

My Commission Expires:  
April 5, 1964



APPROVED  
*Walter Lee Jones*  
Commissioner Of Insurance  
5-15-62

BY-LAWS  
OF  
THE STAR LIFE INSURANCE COMPANY

I. STOCKHOLDERS

(a) Each stockholder shall be issued a certificate by the corporation evidencing the number of shares of stock owned by him or her, and the certificate shall issue as of the date of the acquisition of said stock on the books of the corporation, and the same shall be duly attested by two general officers of the corporation, one of which shall be the Secretary, and shall bear an imprint of the Seal of the Corporation.

(b) No person shall be deemed a stockholder of the corporation until such person shall have purchased stock from the corporation and paid such adequate consideration therefor as may be fixed by the Board of Directors, or unless such person has received stock by way of transfer, in which event such transfer must be completed by causing the same to be registered on the books of the corporation, and no transferee shall be accorded the status of a stockholder until such transferee has furnished to the corporation a certificate by the transferer, the same to be on forms duly furnished by the corporation, and until such transfer shall have been registered on the books of the corporation.

(c) The rights and liabilities of stockholders are the rights and liabilities conferred and imposed by the laws of the State of Mississippi.

(d) There shall be an Annual Meeting of the stockholders of the corporation, which meeting shall be held on the first Monday in November of each calendar year at the offices of the corporation in Laurel, Mississippi, or at such other

place in the city of the domicile of the corporation as may be fixed in the notice of the meeting. Each share of stock shall be entitled to one vote in the affairs of the stockholders, and no stockholder shall be entitled to participate in the affairs of stockholders at any annual or special meeting of the stockholders unless such stockholder's ownership of stock in the corporation shall have been duly registered in the books of the corporation at least seven days prior to such annual or special meeting of the stockholders.

(e) A special meeting of the stockholders may be called by the Board of Directors of the corporation upon giving ten days' written notice thereof to the stockholders, but only such business shall be transacted at such special stockholders meeting as shall be designated and described in the notice so given by the Board of Directors when calling said special meeting.

(f) Upon the petition of the owners of 40% of the stock in the corporation, it shall be incumbent upon the Board of Directors to call a special meeting of the stockholders, and such petition shall set forth clearly the business proposed to be transacted at such special stockholders meeting, and within five days from the receipt of said petition by the President of the corporation, he shall, in the name of the Board of Directors, give notice of said special stockholders meeting, and said notice shall contain the purpose of the meeting and the business to be transacted as may be revealed by the petition, and only such matters of business as are set forth in the petition shall be transacted at the special stockholders meeting.

(g) At the annual stockholders meeting, the stockholders may transact such business as is normally conducted by stockholders at the annual meeting, including the election of members of the Board of Directors.

## II. OFFICERS

(a) The corporation shall have a Board of Directors comprised of nine (9) members. Members of the Board of Directors shall be elected at the Annual Stockholders Meeting and shall serve for a term of one year. The tenure of office of a member of the Board of Directors shall terminate at the time of the election of his successor at the annual meeting of the stockholders, and Directors who are elected to office at the Annual Stockholders Meeting shall commence immediately to serve their tenure of office.

(b) Vacancies caused by death, resignation, or other cause, shall be filled by majority vote of the Board of Directors, but such Directors so elected shall serve only until the next annual meeting of the stockholders.

(c) It shall be the duty of the Board of Directors to discharge every duty incumbent upon it as a Board of Directors of a corporation under the laws of this jurisdiction, and it shall designate the types of insurance risks that are to be underwritten by the corporation, it shall adopt policy forms, it shall prescribe standards of risks that may be accepted by the corporation, it shall exclude such risks as in its opinion would be improper under good insurance practice, none, however, to be in violation of law; it shall, together with the President, employ such technical personnel as may be needed to carry on the affairs of the corporation, and shall be charged with the general duty of promoting the welfare and economic growth of the corporation.

(d) Each member of the Board of Directors shall have one vote, and the Board shall be charged with the responsibility of keeping minutes of its meetings, and the minutes shall fully reflect the way in which each member of the Board voted on each issue presented to it, or that such member abstained from voting, and such record shall become a permanent part of the records of the corporation.

(e) No business may be conducted at a meeting of the Board of Directors unless a quorum of the membership is present, a quorum to consist of a majority of the members of the Board.

(f) The corporation shall have a President, a Vice-President, and such additional vice-presidents as in the opinion of the Board of Directors is necessary, a Secretary-Treasurer, and such additional officer personnel of a technical nature as in the opinion of the Board of Directors is necessary. The President shall be a member of the Board of Directors, and in addition thereto such technical personnel as may be appointed by the President and confirmed by the Board of Directors may become ex officio members of the Board of Directors. In the employment of technical personnel, the President and the Board of Directors are authorized to enter into such contract for and on behalf of the corporation and for the employment of such personnel as may be appropriate and for a term not to exceed five years.

(g) The Secretary-Treasurer of the corporation, and any other officer of the corporation who may be charged by the Board of Directors with the responsibility of handling funds shall be bonded in such amount as may be fixed by the Board of Directors, and no surety shall be accepted on said bond other than a surety company duly licensed and authorized to do business in the State of Mississippi.

(h) Officers of the corporation shall be paid such salaries as may be fixed by the Board of Directors, and the Board of Directors shall have full authority to enter into such contracts of employment as may be necessary, incidental, and proper to the employment of necessary personnel for the operation of the affairs of the corporation, and the Board of Directors shall have full authority to prescribe duties to be performed by such personnel so employed.

(i) The Board of Directors shall hold two annual meetings, one immediately following the Annual Stockholders Meeting and one to be held on the 2nd Monday in June of each year.

(j) The President of the corporation shall have full authority to call special meetings of the Board of Directors, and the Board of Directors may transact any business at such special meeting as could be transacted at a regular meeting, except that there must be a quorum of the members present at such special meeting, and any action so taken by the Board of Directors at a special meeting must be by unanimous action of the members of the Board of Directors present and voting. At such meeting, if any director shall abstain from voting, the action of the Board shall be deemed not to be unanimous. Such special meetings shall be upon five days written notice to be given by the President to the membership of the Board.

(k) The Board of Directors shall fix the time of employment of all employees of the corporation, including officers of the corporation, and shall fix salaries and any and all other conditions pertaining to employment. Members of the Board of Directors shall be paid such per diem, including reasonable traveling costs, as may be deemed appropriate by the Directors, except that all per diem and mileage allowance shall be paid on a uniform basis.

(l) The President of the corporation shall be the general executive officer of the corporation, and it will be his duty to carry into execution all directives of the stockholders and of the Board of Directors, to act for and on behalf of the corporation when authorized so to do, to execute documents for and on behalf and in the name of the corporation, and to perform such other general executive duties and responsibilities of the chief executive officer of a corporation. The President shall preside over all sessions of the Board of Directors, if present, shall have the authority to call special meetings of the Board of Directors, and special meetings of the

stockholders, when concurred in by a majority of the members of the Board of Directors, shall call to order all meetings of the stockholders, and shall act as President of said meeting pro tem until such time as a presiding officer of the stockholders meeting shall be elected, but whereupon and at which said time the President shall surrender the presiding chair of said stockholders meeting to the presiding officer duly elected by the stockholders.

(m) In the event of the death or resignation of the President, the successor will be elected by the Board of Directors, and such successor shall serve the remaining term of the President. The Vice-President of the corporation will preside over any meeting of the Board of Directors when the President is absent, and in the event of the absence of the President at the opening of any stockholders meeting, the Vice-President shall perform the duties of the President in acting as presiding officer pro tem over such stockholders meeting until a regular presiding officer is elected.

(n) The Secretary-Treasurer of the corporation shall be custodian of all of the records of the corporation, and shall countersign all checks signed by an executive officer of the corporation, and the Secretary of the corporation shall act as Treasurer, and shall be charged with all fiscal duties and responsibilities that devolve upon the Secretary-Treasurer of the corporation, and the Secretary-Treasurer shall not enter upon the discharge and performance of his duties until he shall have first posted bond, as herein elsewhere required, in such amount as may be determined by the Board of Directors, said bond to be conditioned as is herein provided.

(o) The office of Secretary shall become vacant at any time when the surety on his bond shall give notice to the Board of Directors of its intention to withdraw as surety on said bond. No person shall be permitted to serve as Secretary-Treasurer of the corporation unless bonded as herein



provided, and if a surety shall withdraw from the bond of a Secretary, a formal act of resignation by the Secretary shall not be necessary, but said office shall be deemed to be vacated when such notice from the surety company is received by the President of the corporation.

### III. FISCAL

The fiscal year of the corporation shall be the calendar year. It shall be the duty of the Board of Directors to designate such depository or depositories as may be by it deemed proper. The corporation shall comply strictly with all laws of the State of Mississippi with regard to pledging of securities and the doing of all other things which may affect the fiscal structure of the corporation. All checks shall be signed by the Secretary of the corporation, and any check in excess of \$50.00 shall be countersigned by another officer of the corporation. It shall be the duty of the Board of Directors to supply such auditing personnel as may be necessary to properly handle the fiscal affairs of the corporation.

### IV. AMENDMENT

These by-laws may be amended by a majority vote of the Board of Directors upon the giving of ten days' notice as to the proposed amendment to be made to the by-laws.

MINUTES OF ORGANIZATIONAL MEETING  
OF THE PROPOSED  
THE STAR LIFE INSURANCE COMPANY

The organizational meeting of the incorporators of the proposed The Star Life Insurance Company, was held on the 17th day of April, 1962 at 7:30 p.m. at the Hotel Pinehurst in Laurel, Mississippi, pursuant to written notice by Ronald C. Brown, one of the incorporators, mailed postage pre-paid to each person who subscribed the Articles of Association, at his usual address, at least seven days prior to said meeting date; a copy of said notice being hereto attached.

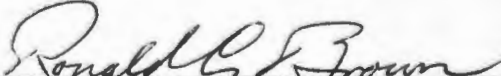
Ronald C. Brown was chosen as temporary clerk and was sworn to correctly keep and record the proceedings of the meeting.

Thereupon, the meeting proceeded with the adoption of by-laws as set forth hereinafter.

Said by-laws providing for a Board of Directors composed of nine members, the following subscribers to the Articles of Association were elected as Directors to serve until the first regular meeting of the stockholders and until their successors had been elected:

1. R. H. Boteler, Jr.
2. J. W. Fagan, Jr.
3. William R. Keller
4. Deeb Rahaim
5. R. L. Willett
6. William D. Bethea, Jr.
7. Lee G. Nassar
8. Robert Irving Parker
9. Ronald C. Brown

There being no further business, the meeting adjourned.

  
\_\_\_\_\_  
Temporary Clerk

AFFIDAVIT

STATE OF MISSISSIPPI )  
 )  
 COUNTY OF JONES )

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Ronald C. Brown, who being by me first duly sworn states on oath as follows:

1. That affiant is one of the incorporators of The Star Life Insurance Company, a proposed domestic life insurance company, and that as such affiant called a meeting of the incorporators who had subscribed the Articles of Association for the purpose of organizing said company by mailing a written notice, a true copy whereof is attached to this affidavit as Exhibit "A", to each of the incorporators who had subscribed said articles, postage prepaid, at least seven days prior to the appointed time of said meeting.

Ronald C. Brown  
 Affiant

Sworn to and subscribed before me this 10th day of April,  
 A. D., 1962.

A. B. H. P.  
 Notary Public

My Commission Expires:

12-2-62

TO: \_\_\_\_\_

NOTICE OF FIRST MEETING  
FOR THE PURPOSE OF ORGANIZINGTHE STAR LIFE INSURANCE COMPANY

Notice is hereby given to you as a subscriber to the Articles of Association of the Star Life Insurance Company of Laurel, Mississippi, that the first meeting of the corporators is to be held at Laurel, Mississippi, on the 17th day of April, 1962, at 7:30 o'clock P. M. in Hotel Pinehurst in Laurel, Mississippi.

Said meeting is to be held for the purpose of completing the organization of said company, for the purpose of adopting by-laws, for the purpose of electing first a temporary clerk, and then for the purpose of electing directors and such other officers as may be provided for in the by-laws of the corporation, and for the purpose of doing any and all other things necessary, incidental, and proper to the organization of said company and to the election of necessary directors, officers, and personnel.

The undersigned, being one of the corporators, hereby certifies that this notice is being mailed to each of the persons who have subscribed the Articles of Association of said company, and that each of said notices is being mailed on the day and date hereinafter set forth by postage prepaid mail to the postoffice address of such corporators.

Witness my signature this the 9th day of April,  
A. D., 1962.

Ronald C. Brown

MINUTES OF INITIAL MEETING OF THE BOARD OF  
DIRECTORS OF THE STAR LIFE INSURANCE COMPANY  
HELD ON TUESDAY, APRIL 17, 1962

BE IT REMEMBERED, that on Tuesday, April 17, 1962, there was held the organizational meeting of the incorporators of the Star Life Insurance Company, whereat the following named subscribers to the Articles of Association were elected as members of the Board of Directors:

1. R. H. Boteler, Jr.
2. J. W. Fagan, Jr.
3. William R Keller
4. Deeb Rahaim
5. R. L. Willett
6. Lee G. Nassar
7. William D. Bethea, Jr.
8. Robert Irving Parker
9. Ronald C. Brown

After the adjournment of said organizational meeting the initial meeting of the Board of Directors was held at the same meeting place, whereat R. H. Boteler, Jr. was elected as Chairman of the Board of Directors, and whereat Robert Irving Parker was elected President of The Star Life Insurance Company, and whereat William R Keller was elected Vice-President, and whereat Ronald C. Brown was elected Secretary-Treasurer.

The President and Secretary-Treasurer were instructed to immediately proceed to do all acts and things necessary, incidental and proper to complete the organization of the company, to obtain Charter of Incorporation, and to qualify the company for the purpose of entering into the active field of business as expeditiously as possible.

It was unanimously agreed that each Director would advance the sum of \$100.00 to the company for filing and recording fees for the Charter of Incorporation, the same to be repaid by the company when the finances of the company permit.

Thereupon, the meeting was adjourned .

Attest:

Ronald C. Brown  
Secretary-Treasurer

Robert Irving Parker  
President

CERTIFICATE

STATE OF MISSISSIPPI )  
COUNTY OF JONES )

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Robert Irving Parker, Ronald C. Brown, R. H. Boteler, Jr., J. W. Fagan, Jr., Deeb Rahaim, and William R. Keller, O.D., who being by me first duly sworn certified on oath as follows:

1. That the attached Exhibit "A" is a true copy of the Articles of Association of The Star Life Insurance Company which were formally adopted at the organizational meeting of the incorporators held on April 17, 1962 at 7:30 p.m. at the Pinehurst Hotel in Laurel, Mississippi. That said meeting was called by Ronald C. Brown, one of the incorporators, by written notice, mailed postage prepaid to each incorporator at his usual address; a copy of said notice is attached hereto as Exhibit "B".

2. That at the aforesaid meeting, Ronald C. Brown was chosen as temporary clerk and was sworn to correctly keep and record the proceedings of the meeting, a true copy of said proceedings being attached hereto as Exhibit "C".

3. The affiants constitute a majority of the Board of Directors; the affiant, Robert Irving Parker, is President of said association and one of the directors; the affiant, Ronald C. Brown, is Secretary of said association and one of the directors.

4. That a true copy of the first meeting of the Board of Directors is attached hereto as Exhibit "D".

J. W. Fagan, Jr.

R. H. Boteler, Jr.

Ronald C. Brown

Deeb Rahaim

William R. Keller

Robert Irving Parker

AFFIANTS

Sworn to and subscribed before me this 24<sup>th</sup> day of  
April, A. D., 1962.

A. P. Co. H. J.



My Commission Expires:

12.2.62

BOOK 132 PAGE 168

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# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

HALL MOTOR COMPANY, INC., 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 the 21st day of May, 1962.*

*Ross Barnett*

Attest:

*John L. Gadsden*

*Secretary of State.*

*Governor.*

RESOLUTION OF STOCKHOLDERS OF  
HALL MOTOR COMPANY, INC., OF MISSISSIPPI

BE IT RESOLVED that the charter of incorporation of Hall Motor Company, Inc., of Mississippi as originally issued, be amended to read as follows:

That Article 4 be amended to read as follows:

The amount of capital stock and particulars as to class or classes thereof: \$49,020.00, all common stock, consisting of 49,020 shares having a par value of \$1.00 per share.

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

BE IT FURTHER RESOLVED that the President be authorized to execute an amendment to the articles of incorporation.

CERTIFICATE

I, D. H. Hall, Secretary of the above corporation, do hereby certify that the above and foregoing is a true and correct copy of the resolution unanimously passed by the stockholders of said corporation as the same appear in the Minute Book of the corporation in Minute Book 1, at page 75, of which record I am the official custodian.

WITNESS my signature and the seal of the corporation this 17th day of May, 1962.

D. H. Hall  
Secretary

(CORPORATE SEAL)

AMENDMENT TO CHARTER OF INCORPORATION OF HALL MOTOR COMPANY, INC., OF MISSISSIPPI

That the charter of incorporation of Hall Motor Company, Inc., of Mississippi be amended to read as follows:

That Article 4 be amended to read as follows:

The amount of capital stock and particulars as to class or classes thereof: \$49,020.00, all common stock, consisting of 49,020 shares having a par value of \$1.00 per share.

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

WITNESS the signature and seal of the corporation, on this the 18<sup>th</sup> day of May, 1962.

HALL MOTOR COMPANY, INC., OF MISSISSIPPI

STATE OF ALABAMA  
COUNTY OF MONTGOMERY

By Hugh J. Caldwell, Jr.  
President

This day personally came and appeared before me the undersigned authority in and for said jurisdiction the within named HUGH J. CALDWELL JR., who acknowledged that he as the President of Hall Motor Company, Inc., of Mississippi, a Mississippi corporation, and/or and on behalf of said corporation, executed the above and foregoing amendment to the charter of incorporation of Hall Motor Company, Inc., of Mississippi as the act and deed of said corporation after having been duly authorized so to do.

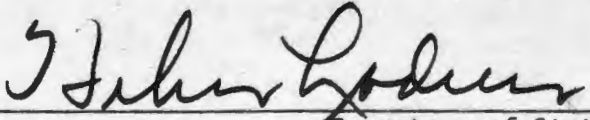
Given under my hand and seal of office this 18<sup>th</sup> day of



Russell Wilson  
Notary Public

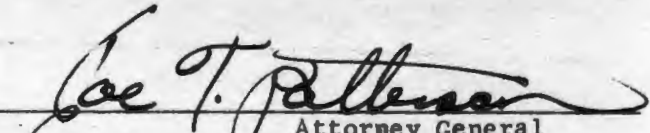
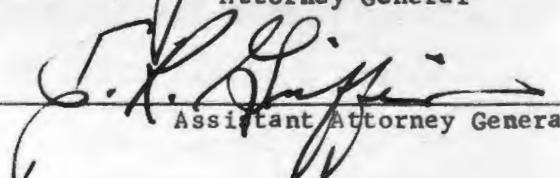
My Commission Expires July 11, 1962.

Received at the office of the Secretary of State this the 21st day of May, A. D., 1962, together with the sum of \$ ~~50~~<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

  
Secretary of State

Jackson, Miss., May 21, 1962

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

  
Attorney General  
By   
Assistant Attorney General

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

SOUTHERN PACIFIC LUMBER COMPANY  
JACKSON, 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 the 21st day of May, 1962.*

*Ross Barnett*

Governor.

Attest:

*Hubert L. Adams*

Secretary of State.

"RESOLUTION

BE IT RESOLVED by the stockholders of Southern Pacific Lumber Company Jackson, Mississippi, that the Charter of Incorporation of this Corporation heretofore granted by the State of Mississippi, said Charter being filed in the office of the Secretary of State of the State of Mississippi, and being there recorded in Photostat Book Number 72, at pages 66 through 71 inclusive, be amended to the extent of increasing the capital stock of said Corporation from Twenty-five Thousand Dollars (\$25,000.00), consisting of two hundred fifty (250) shares of common stock of the par value of One Hundred Dollars (\$100.00) each to a capital stock of One Hundred Thousand Dollars (\$100,000.00), consisting of One thousand (1,000) shares of common stock of the par value of One Hundred Dollars (\$100.00) each.

BE IT FURTHER RESOLVED, that the Secretary of this Corporation take such steps and execute such certificates or other papers appertaining thereto as may be necessary to procure the amendment of the Charter under the laws of the State of Mississippi."

Said Resolution was unanimously adopted, all of the stockholders of the said Corporation being present and voting "aye."

SOUTHERN PACIFIC LUMBER COMPANY JACKSON, MISSISSIPPI

BY Dave Graham  
DAVE GRAHAM, PRESIDENT

BY Edith C. Graham  
EDITH C. GRAHAM, SECRETARY



STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for the said county and state, Dave Graham, President and Edith C. Graham, Secretary of Southern Pacific Lumber Company Jackson, Mississippi, who acknowledged that the foregoing and upper part of this page constitutes a full, true and correct copy of a Resolution passed at a meeting of the Stockholders of Southern Pacific Lumber Company Jackson, Mississippi as same appears and remains of record upon the Minute Book of said Corporation.

Given under my hand and seal, this the 18<sup>th</sup> day of May

1962.

Edith C. Harbess  
Notary Public

My Commission Expires: Aug. 28, 1963

AMENDMENT

"That the Charter of Incorporation of Southern Pacific Lumber Company Jackson, Mississippi be amended to the extent of increasing the capital stock of said Corporation from Twenty-five Thousand Dollars (\$25,000.00) consisting of two hundred fifty (250) shares of common stock of the par value of One Hundred Dollars (\$100.00) each to a capital stock of One Hundred Thousand Dollars (\$100,000.00) consisting of One thousand (1,000) shares of common stock of the par value of One Hundred Dollars (\$100.00) each."

SOUTHERN PACIFIC LUMBER COMPANY JACKSON, MISSISSIPPI

BY Dave Graham  
DAVE GRAHAM, PRESIDENTBY Edith C. Graham  
EDITH C. GRAHAM, SECRETARY

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for the county and state aforesaid, Dave Graham, President and Edith C. Graham, Secretary of Southern Pacific Lumber Company Jackson, Mississippi, who acknowledged to me that the foregoing and upper part of this page constitutes a full, true and correct copy of the proposed amendment to the Charter of Incorporation of Southern Pacific Lumber Company Jackson, Mississippi.

Given under my hand and seal, this the 18<sup>th</sup> day of May,

1962.

Emily C. Harber  
Notary PublicMy Commission Expires: July 28, 1968

Received at the office of the Secretary of State, this the 21<sup>st</sup> day of May

A. D., 1962, together with the sum of \$ 150<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John L. Hodges  
SECRETARY OF STATE.

Jackson, Miss.,

May 21, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin R. McLeod  
Assistant Attorney General.



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing ~~Corporation of~~ <sup>M E R G E R, merging</sup>  
HESS TRADING & TRANSPORT, INC.,  
HESS TERMINAL CORPORATION,  
LIQUID TRANSPORT, INC.

and

TRANS-STATE OIL COMPANY

with

HESS TRADING & TRANSPORT, INC.,

a Delaware corporation, being the surviving 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 May 22, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Adams*

Secretary of State

MERGER AGREEMENT

between

HESS TRADING & TRANSPORT, INC.

HESS TERMINAL CORPORATION

LIQUID TRANSPORT, INC.

and

TRANS-STATE OIL COMPANY

AGREEMENT OF MERGER, dated this *16th* day of January, 1962, between HESS TRADING & TRANSPORT, INC., a Delaware corporation (hereinafter called "Trading"), HESS TERMINAL CORPORATION, a Delaware corporation (hereinafter called "Terminal"), LIQUID TRANSPORT, INC., a New Jersey corporation (hereinafter called "Liquid") and TRANS-STATE OIL COMPANY, a Mississippi corporation (hereinafter called "Trans-State"),

WITNESSETH that:

WHEREAS, it is deemed advisable that Trading merge into itself Terminal, Liquid and Trans-State and that Terminal, Liquid and Trans-State be merged into Trading, and

WHEREAS, the General Corporation Law of the State of Delaware permits the merger into a corporation of the State of Delaware of corporations of said State or other States, the provisions of Title 14, Revised Statutes of New Jersey, permit the merger of a corporation of the State of New Jersey into a corporation of another state (provided that the corporations are organized for the purpose of carrying on business of the same or of a similar nature) and the provisions of the General Corporation Law of the State of Mississippi permit the merger of a corporation of the State of Mississippi into a corporation of another State, and

WHEREAS, Trading (incorporated under the name "Hess

Tankers, Inc.), under its certificate of incorporation, which was filed in the office of the Secretary of State of the State of Delaware on September 16, 1953, and was recorded in the office of the Recorder of Deeds for New Castle County on September 16, 1953, has an authorized capital stock consisting of 1,000,000 shares of 5% Non-Cumulative Preferred Stock Series A of the par value of \$10 each and 1,000,000 shares of Common Stock of the par value of \$1 each of which 450,000 shares of Preferred Stock and 26,890.67557 shares of Common Stock have been issued and are outstanding, and

WHEREAS, Terminal, under its certificate of incorporation, which was filed in the office of the Secretary of State of Delaware on October 30, 1961, and was recorded in the office of the Recorder of Deeds for New Castle County on October 30, 1961, has an authorized capital stock consisting of 1,000 shares of Common Stock without nominal or par value of which 1,000 shares have been issued and are outstanding, and

WHEREAS, Liquid, under its certificate of incorporation which was filed in the office of the Secretary of State of New Jersey on January 8, 1951 and was recorded in the office of the Clerk of Middlesex County, New Jersey on January 10, 1951, has an authorized capital stock consisting of 2,500 shares of Common Stock without par value of which 1,000 shares have been issued and are outstanding, and

WHEREAS, Trans-State, under its certificate of incorporation which was recorded in the office of the Secretary of State of Mississippi on November 30, 1960, has an authorized capital stock consisting of 1,000 shares without par value of which 500 shares have been issued and are outstanding, and

WHEREAS, the principal and registered office of Liquid in the State of New Jersey is at State Street, Perth

Amboy, and Harold N. Gast is the agent therein, in charge thereof, and upon whom process against said corporation may be served within said State, and

WHEREAS, the registered office of Trans-State in the State of Mississippi is at 118 North Congress Street, Jackson 5, and C T Corporation System is the agent therein, in charge thereof, and upon whom process against said corporation may be served within said State, and

WHEREAS, Trading, the surviving corporation, and Liquid are each organized for the purpose of carrying on business of the same or of a similar character, and

WHEREAS, none of the corporations parties to this agreement is a public utility as defined in Title 48, Revised Statutes of New Jersey,

NOW, THEREFORE, the corporations, parties to this agreement, by their respective boards of directors, have agreed and do hereby agree that Trading merge into itself Terminal, Liquid and Trans-State and that Terminal, Liquid and Trans-State be merged into Trading, pursuant to the provisions of the General Corporation Law of Delaware, the provisions of Title 14, Revised Statutes of New Jersey, and the General Corporation Law of Mississippi, and do hereby agree upon and prescribe the terms and conditions of said merger and the mode of carrying the same into effect as follows:

#### ARTICLE ONE.

Trading hereby merges into itself Terminal, Liquid and Trans-State and Terminal, Liquid and Trans-State are merged into Trading, which is the surviving corporation, and shall be governed by the General Corporation Law of the State of Delaware, and which is hereinafter in this agreement sometimes referred to

as the "surviving corporation". The amount of capital with which the surviving corporation will begin business is an amount not less than the aggregate par value of shares of stock having par value to be distributed, as hereinafter provided, in place of previously issued and outstanding shares of stock of the corporations parties to this agreement, and is in no event less than \$1,000.

ARTICLE TWO.

The terms and conditions of this merger, and the mode of carrying it into effect, are as follows:

The by-laws of Trading shall remain and be the by-laws of the surviving corporation until the same shall be altered or amended according to the provisions thereof.

The board of directors of the surviving corporation, who shall manage its affairs until the next annual meeting of its stockholders and until their successors are elected shall consist of those persons who are now directors of Trading, namely:

<u>Name</u>	<u>Residence</u>
Leon Hess	134 High Street Perth Amboy, New Jersey
Harold N. Gast	721 Scotch Plains Avenue Westfield, New Jersey
Albert Levinson	679 Shackamaxon Drive Westfield, New Jersey

All persons who at the time when this agreement becomes effective shall be the executive or administrative officers of Trading shall be and remain like officers of the surviving corporation, until the board of directors of the surviving corporation shall elect their respective successors, namely:

<u>Office</u>	<u>Name</u>	<u>Residence</u>
President	Leon Hess	134 High Street Perth Amboy, New Jersey
Vice President	R. S. Ottoson	778 Knollwood Terrace Westfield, New Jersey
Secretary- Treasurer	Harold N. Gast	721 Scotch Plains Avenue Westfield, New Jersey

At the time when this agreement becomes effective, the separate existence of each of Terminal, Liquid and Trans-State shall cease and all property and assets of each of Terminal, Liquid and Trans-State of every kind shall be vested in Trading, as the surviving corporation, without further action, and thereupon Trading shall be responsible and liable for all of the liabilities and obligations of each of Terminal, Liquid and Trans-State, all as provided in the General Corporation Law of the State of Delaware, Title 14, Revised Statutes of New Jersey and the General Corporation Law of the State of Mississippi. Notwithstanding the foregoing, if this agreement becomes effective on a date not more than 15 calendar days before or after the last day of a calendar month, the merger shall be deemed effective for accounting purposes on the last day of such calendar month.

The officers and directors of each of Terminal, Liquid and Trans-State who are in office at the time this agreement becomes effective shall from time to time thereafter execute and deliver to Trading, or to any successor by merger of Trading, all assignments, conveyances and other instruments, and shall take such further action, as Trading, or any such successor, may request in order to vest, confirm or evidence in Trading, or any such successor, the title to any property, assets or rights of any kind of each of Terminal, Liquid and Trans-State.

When this agreement and the merger contemplated hereby have been approved by the affirmative votes of the holders of

at least two-thirds of the outstanding capital stock of each of Trading, Terminal, Liquid and Trans-State, this agreement shall be certified, signed and acknowledged in the manner required by the General Corporation Law of Delaware, Title 14, Revised Statutes of New Jersey, and the General Corporation Law of Mississippi, and shall be duly filed or recorded in the offices of the Secretaries of State of Delaware, New Jersey and Mississippi and a copy thereof, certified by the Secretary of State of Delaware, shall be recorded in the office of the Recorder of New Castle County, Delaware, all as required by said laws. This agreement shall become effective at the time at which the foregoing action described in this paragraph is completed and, as to Mississippi, when the Secretary of State of Mississippi shall have affixed the great seal of said State to the copy hereof filed with him.

#### ARTICLE THREE.

The facts required to be set forth in a certificate or charter of incorporation of a corporation incorporated under the laws of the State of Delaware, New Jersey or Mississippi, which can be stated in the case of the merger provided for in this agreement, are set forth in the certificate of incorporation of Trading, a copy of which is set forth in Exhibit A hereto.

#### ARTICLE FOUR.

The manner of converting the outstanding shares of the capital stock of each of the constituent corporations shall be as follows:

At the time this agreement becomes effective the 750 shares of Common Stock of Terminal which are owned by Leon Hess shall be converted into 3839.81900 shares of Common Stock of Trading and the 100 shares of Common Stock of Terminal which are owned by H. W. McCollum shall be

converted into 511.97587 shares of Common Stock of Trading. No shares of Trading are to be issued in respect of the remaining outstanding shares of Common Stock of Terminal, namely 150 shares owned by Modern Solvents & Chemicals Corporation, a Delaware corporation, but at the time this agreement becomes effective, said 150 shares of Common Stock of Terminal shall be deemed cancelled and the certificates therefor shall be surrendered to the surviving corporation.

At the time this agreement becomes effective the 850 shares of Common Stock of Liquid which are owned by Leon Hess shall be converted into 984.32064 shares of Common Stock of Trading and each 50 shares of Common Stock of Liquid which are owned by Albert Levinson, Vincent J. Rifici and Harold N. Gast, respectively, shall be converted into 57.90122 shares of Common Stock of Trading.

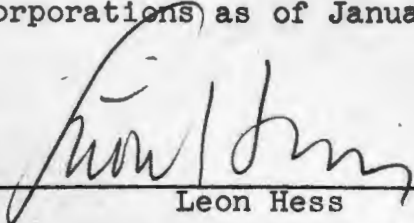
At the time this agreement becomes effective the 450 shares of stock of Trans-State which are owned by Leon Hess shall be converted into 517.59943 shares of Common Stock of Trading and the 25 shares of stock of Trans-State which are owned by Harold N. Gast shall be converted into 27.24207 shares of Common Stock of Trading. No shares of Trading are to be issued in respect of the remaining outstanding shares of stock of Trans-State, namely, 25 shares owned by H. W. McCollum, but at the time this agreement becomes effective, said 25 shares of stock of Trans-State shall be deemed cancelled and the certificates therefor shall be surrendered to the surviving corporation.

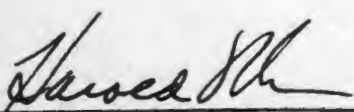
The shares of Preferred and Common Stock of Trading shall continue as such, unchanged, except for the increase in

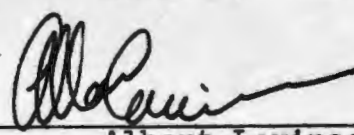


the number of shares of Common Stock outstanding as above provided.

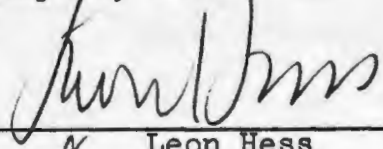
IN WITNESS WHEREOF, at least a majority of the directors of each of Trading, Terminal and Trans-State, and the directors of Liquid, have signed this agreement under the corporate seals of said respective corporations, as of January 2, 1962.

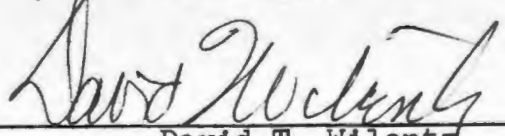
  
\_\_\_\_\_  
Leon Hess

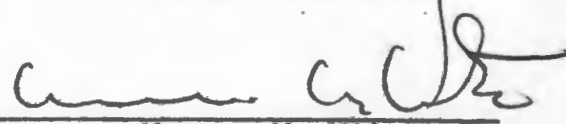
  
\_\_\_\_\_  
Harold N. Gast


  
\_\_\_\_\_  
Albert Levinson


being at least a majority of the directors of Hess Trading & Transport, Inc.

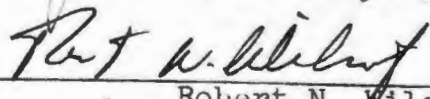
  
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Leon Hess

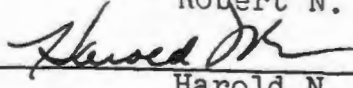
  
\_\_\_\_\_  
David T. Wilentz

  
\_\_\_\_\_  
Warren W. Wilentz

  
\_\_\_\_\_  
H. W. McCollum

  
\_\_\_\_\_  
Stephen B. Coyle

  
\_\_\_\_\_  
Robert N. Wilentz

  
\_\_\_\_\_  
Harold N. Gast

being at least a majority of the directors of Hess Terminal Corporation.

HESS TRADING & TRANSPORT, INC.  
DELAWARE  
1953  
CORPORATE SEAL



HESS TERMINAL CORPORATION  
DELAWARE  
1961  
CORPORATE SEAL



LIQUID TRANSPORT, INC.  
NEW JERSEY  
1951  
CORPORATE SEAL



*Leon Hess*  
\_\_\_\_\_  
Leon Hess

*Albert Levinson*  
\_\_\_\_\_  
Albert Levinson

*Harold N. Gast*  
\_\_\_\_\_  
Harold N. Gast

being the directors of Liquid Transport, Inc.

*Leon Hess*  
\_\_\_\_\_  
Leon Hess

*Harold N. Gast*  
\_\_\_\_\_  
Harold N. Gast

TRANS-STATE OIL COMPANY  
MISSISSIPPI  
1960  
CORPORATE SEAL



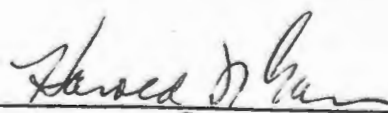
*H. W. McCollum*  
\_\_\_\_\_  
H. W. McCollum

being at least a majority of the directors of Trans-State Oil Company

I, HAROLD N. GAST, Secretary of Hess Trading & Transport, Inc., a Delaware corporation, do hereby certify under the seal of said corporation that the foregoing Merger Agreement, having been signed by at least a majority of the directors of each of said corporation, Hess Terminal Corporation, a Delaware corporation, and Trans-State Oil Company, a Mississippi corporation, and by the directors of Liquid Transport, Inc., a New Jersey corporation, was duly submitted to the stockholders of Hess Trading & Transport, Inc., a Delaware corporation, at a special meeting thereof called separately for the purpose of taking said Merger Agreement into consideration, of which notice was duly given in manner provided in Section 251 of the General Corporation Law of the State of Delaware and in Section 14:12-3 of Title 14, Revised Statutes of New Jersey, and in the General Corporation Law of the State of Mississippi, and which meeting was duly held on January 9, 1962, on adjournment from November 29, 1961, all in accordance with provisions of the statutes of the States of Delaware, New Jersey and Mississippi applicable thereto; that at said meeting said Merger Agreement was considered and a vote by ballot, in person or by proxy, was taken for the adoption or rejection of the same, each share entitling the holder thereof to one vote and that the votes of stockholders of said corporation representing at least two-thirds of the total number of shares of its capital stock, to wit: 26,890 shares of Common Stock and 450,000 shares of Preferred Stock being all (except a fraction of 1 share of Common Stock) of the stock issued and outstanding, were for the adoption of said Merger Agreement.

WITNESS my hand and the seal of said Hess Trading & Transport, Inc., a Delaware corporation, this January 16, 1962.

HESS TRADING & TRANSPORT, INC.  
DELAWARE  
1953  
CORPORATE SEAL

  
Secretary

I, HAROLD N. GAST, Secretary of Hess Terminal Corporation, a Delaware corporation, do hereby certify that the foregoing Merger Agreement, having been duly signed by at least a majority of the directors of each of said corporation, Hess Trading & Transport, Inc., a Delaware corporation, and Trans-State Oil Company, a Mississippi corporation, and by the directors of Liquid Transport, Inc., a New Jersey corporation, was duly submitted to the stockholders of said Hess Terminal Corporation at a special meeting thereof, called separately for the purpose of taking said Merger Agreement into consideration, of which notice was duly given in manner provided in Section 251 of the General Corporation Law of the State of Delaware and by Section 14:12-3 of Title 14, Revised Statutes of New Jersey, and in the General Corporation Law of the State of Mississippi, and which meeting was duly held on January 9, 1962, on adjournment from November 29, 1961, all in accordance with the provisions of the statutes of the States of Delaware, New Jersey and Mississippi applicable thereto; and that at said meeting said Merger Agreement was considered and a vote by ballot, in person or by proxy, was taken for the adoption or rejection of the same, each share entitling the holder thereof to one vote, and that the votes of stockholders of said Hess Terminal Corporation representing at least two-thirds of the total number of shares of its capital stock, to wit: 1,000 shares of Common Stock, out of 1,000 shares of Common Stock issued and outstanding, were for the adoption of said Merger Agreement.

WITNESS my hand and the seal of said Hess Terminal Corporation, this January 16, 1962.

HESS TERMINAL  
CORPORATION  
DELAWARE  
1961  
CORPORATE SEAL

*Harold N. Gast*  
Secretary

I, HAROLD N. GAST, Secretary of Liquid Transport, Inc., a corporation organized and existing under Title 14, Revised Statutes of New Jersey, do hereby certify in accordance with the provisions of Section 14:12-3 thereof:

That the foregoing Merger Agreement between said Liquid Transport, Inc., a New Jersey corporation, Hess Trading & Transport, Inc., a Delaware corporation, Hess Terminal Corporation, a Delaware corporation, and Trans-State Oil Company, a Mississippi corporation, having been duly signed under corporate seal by the directors of said New Jersey corporation and by at least a majority of the directors of each of said other corporations, was duly submitted to the stockholders of said New Jersey corporation at a special meeting thereof, called separately for the purpose of taking said Merger Agreement into consideration, of which notice was duly given in manner provided in Section 251 of the General Corporation Law of the State of Delaware and by Section 14:12-3 of Title 14, Revised Statutes of New Jersey, and in the General Corporation Law of the State of Mississippi, and which meeting was duly held on January 9, 1962, on adjournment from November 29, 1961, all in accordance with the provisions of the statutes of the States of Delaware, New Jersey and Mississippi applicable thereto; and that at said meeting said Merger Agreement was considered and a vote by ballot, in person or by proxy, was taken for the adoption or rejection of the same, each share entitling the holder thereof to one vote, and that the votes of stockholders of said New Jersey corporation representing at least two-thirds of the total number of shares of its capital stock, to wit: 1,000 shares of Common Stock, out of 1,000 shares of Common Stock issued and outstanding, were for the adoption of said Merger Agreement; that the meeting of stockholders of said New Jersey corporation and the said vote by ballot upon the adoption of said Merger

Agreement, were held and taken separately from the meeting of stockholders and vote of any other corporation.

WITNESS my hand and the seal of said Liquid Transport, Inc., a New Jersey corporation, this January 4, 1962.

Harold N. Gast  
Secretary

LIQUID TRANSPORT, INC.  
NEW JERSEY  
1951  
CORPORATE SEAL

I, HAROLD N. GAST, Secretary of Trans-State Oil Company, a Mississippi corporation, do hereby certify under the seal of said corporation that the foregoing Merger Agreement, having been signed by at least a majority of the directors of each of said corporation, Hess Trading & Transport, Inc., a Delaware corporation, and Hess Terminal Corporation, a Delaware corporation, and by the directors of Liquid Transport, Inc., a New Jersey corporation, was duly submitted to the stockholders of said Mississippi corporation at a special meeting thereof called separately for the purpose of taking said Merger Agreement into consideration, of which notice was duly given in manner provided in Section 251 of the General Corporation Law of the State of Delaware and in Section 14:12-3 of Title 14, Revised Statutes of New Jersey, and in the General Corporation Law of the State of Mississippi, and which meeting was duly held on January 9, 1962, on adjournment from November 29, 1961, all in accordance with provisions of the statutes of the States of Delaware, New Jersey and Mississippi applicable thereto; that at said meetings said Merger Agreement was considered and a vote by ballot, in person or by proxy, was taken for the adoption or rejection of the same, each share entitling the holder thereof to one vote and that the votes of stockholders of said Mississippi corporation representing

at least two-thirds of the total number of shares of its capital stock, to wit: 500 shares of stock, being all of the stock issued and outstanding, were for the adoption of said Merger Agreement.

WITNESS my hand and the seal of said Trans-State Oil Company, a Mississippi corporation, this January 16, 1962.

Harold D. Bass  
Secretary



TRANS-STATE OIL COMPANY  
MISSISSIPPI  
1960  
CORPORATE SEAL

The foregoing Merger Agreement, having been duly submitted to, and duly adopted, authorized and approved by the stockholders of each of the constituent corporations at meetings thereof duly called for the purpose of taking the same into consideration, all as hereinbefore more fully certified to, each of said corporations has caused this agreement to be signed in its name and on behalf by its President or Vice President and its Secretary or an Assistant Secretary under the corporate seal.

HESS TRADING & TRANSPORT, INC.

By Phon Bass  
President

By Harold D. Bass  
Secretary

HESS TERMINAL CORPORATION

By Phon Bass  
President

By Harold D. Bass  
Secretary



HESS TRADING &  
TRANSPORT, INC.  
DELAWARE  
1953  
CORPORATE SEAL

HESS TERMINAL CORPORATION  
DELAWARE  
1961  
CORPORATE SEAL



LIQUID TRANSPORT, INC.  
NEW JERSEY  
1951  
CORPORATE SEAL

TRANS-STATE OIL COMPANY  
MISSISSIPPI  
1960  
CORPORATE SEAL

LIQUID TRANSPORT, INC.

By *Paul Adams*  
President

By *Harold D. Gass*  
Secretary

TRANS-STATE OIL COMPANY

By *Paul Adams*  
President

By *Harold D. Gass*  
Secretary



STATE OF NEW YORK    )  
                           : ss.:  
 COUNTY OF NEW YORK  )

BE IT REMEMBERED that on this 16<sup>th</sup> day of January A.D. 1962, personally came before me, the subscriber, a Notary Public in and for the State of New York, LEON HESS, President of HESS TRADING & TRANSPORT, INC., a corporation of the State of Delaware, the corporation described in and which executed the foregoing instrument, known to me personally to be such, and he, the said Leon Hess, as such President, duly executed said instrument before me and acknowledged the said instrument to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to said foregoing instrument are in the handwriting of the said President and Secretary of said corporation respectively, and that the seal affixed to said instrument is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

*Dorothy M. Gaal*  
 \_\_\_\_\_  
 Notary Public

DOROTHY M. GAAL  
 Notary Public, State of New York  
 No. 30-1353190  
 Qualified in Nassau County  
 Certificate filed in New York County  
 Term Expires March 30, 1963

STATE OF NEW YORK )  
                          ) ss.:  
COUNTY OF NEW YORK )

BE IT REMEMBERED that on this 16<sup>th</sup> day of January A.D. 1962, personally came before me, the subscriber, a Notary Public in and for the State of New York, LEON HESS, President of HESS TERMINAL CORPORATION, a corporation of the State of Delaware, the corporation described in and which executed the foregoing instrument, known to me personally to be such, and he, the said Leon Hess, as such President, duly executed said instrument before me and acknowledged the said instrument to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to said foregoing instrument are in the handwriting of the said President and Secretary of said corporation respectively, and that the seal affixed to said instrument is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

  
\_\_\_\_\_  
Notary Public

DOROTHY M. GAAL  
Notary Public, State of New York  
No. 300731 G  
Qualified in Nassau County  
Certificate filed in New York County  
Term Expires March 30, 1963



STATE OF NEW YORK    )  
                               :    ss.:  
 COUNTY OF NEW YORK    )

BE IT REMEMBERED that on this 16<sup>th</sup> day of January A.D. 1962, personally came before me, the subscriber, a Notary Public in and for the State of New York, LEON HESS, President of LIQUID TRANSPORT, INC., a corporation of the State of New Jersey, the corporation described in and which executed the foregoing instrument, known to me personally to be such, and he, the said Leon Hess, as such President, duly executed said instrument before me and acknowledged the said instrument to be his act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to said foregoing instrument are in the handwriting of the said President and Secretary of said corporation respectively, and that the seal affixed to said instrument is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

*Dorothy M. Gaal*  
 \_\_\_\_\_  
 Notary Public

DOROTHY M. GAAL  
 Notary Public, State of New York  
 No. 30-1353190  
 Qualified in Nassau County  
 Certificate filed in New York County  
 Term Expires March 30, 1963



STATE OF NEW YORK )  
                                  : ss.:  
COUNTY OF NEW YORK )

BE IT REMEMBERED that on this 16<sup>th</sup> day of January A.D. 1962, personally came before me, the subscriber, a Notary Public in and for the State of New York, LEON HESS, President of TRANS-STATE OIL COMPANY, a corporation of the State of Mississippi, the corporation described in and which executed the foregoing instrument, known to me personally to be such, and he, the said Leon Hess, as such President, duly executed said instrument before me and acknowledged the said instrument to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to said foregoing instrument are in the handwriting of the said President and Secretary of said corporation respectively, and that the seal affixed to said instrument is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

  
\_\_\_\_\_  
Notary Public

DOROTHY M. GAAL  
Notary Public, State of New York  
No. 30-1353190  
Qualified in Nassau County  
Certificate filed in New York County  
Term Expires March 30, 1963



CERTIFICATE OF INCORPORATION  
OF  
HESS TRADING & TRANSPORT, INC.

\* \* \* \* \*

FIRST. The name of the corporation is  
HESS TRADING & TRANSPORT, INC.

SECOND. 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 99, Delaware.

THIRD. The nature of the business, or objects or purposes to be transacted, promoted or carried on are:

To purchase, take in exchange or otherwise acquire, own and hold motorships, vessels and steamships registered under the laws of the United States, or any state, or any foreign nation, and tow boats, sailing vessels, barges, lighters and their equipment, or any shares or interest therein, and also shares, stocks and securities of any companies possessed of, or interested in, any ships or vessels, and to maintain, repair, improve, alter, sell, exchange or let out to hire or charter, or otherwise deal with and dispose of any ships, vessels, or shares, or securities therein as aforesaid.

To purchase, sell, import, export and generally to trade in and deal with liquids and liquid products of every kind, nature or description, including, without limiting the generality of the foregoing, petroleum and petroleum products, lubricants, minerals, chemicals, solvents and the by-products or derivatives thereof.

To refine, market and distribute crude oil or petroleum and all of its products; to refine, manufacture, produce, buy and sell as principal agent or broker, or otherwise dispose of gasoline, fuel oils, gases, petrochemicals and chemicals, naphthas, lubricants, greases, waxes, asphalts and all other products and by-products of petroleum; to locate, purchase, lease, develop or otherwise acquire and to sell, mortgage, lease or otherwise dispose of lands containing or believed to contain oil or natural gas, or either of them, including developed or producing oil and gas properties, and to drill, prospect for and produce the same.

To design, construct, erect, purchase, lease, build, assemble, install, equip, own, lease, sell, mortgage or otherwise acquire and/or dispose of, and to manage, maintain, operate and control any and all kinds of refineries, processing units, mills, smelters, plants, storage facilities, loading and unloading facilities, docks, piers, bulkheads, pipelines, pumping stations, light, heat, power facilities, roads, railroad tracks, and any and all other facilities, machinery,

equipment, appliances and appurtenances relative thereto as may be necessary or desirable in connection with the foregoing businesses or any of them.

To cause or allow the legal title, and/or any estate, right, or interest in any property, whether real, personal or mixed, owned, acquired, controlled or operated by this corporation, to remain or be vested or registered in the name of or operated by any person, firm, association or corporation, domestic or foreign, formed or to be formed, and either upon trust for, or as agent or nominees of this corporation, or upon any other proper terms or conditions which the board of directors may consider for the benefit of this corporation.

To carry on all or any one or more of the businesses of shipowners, shipbrokers, stevedores, brokers, managers of shipping property, freight contractors, carriers by land or sea, transportation companies, barge owners, lightermen, forwarding agents, refrigerating storekeepers, warehousemen, wharfingers and general traders, and to conduct a general shipping and lighterage business, and to carry on all lawful business incidental thereto.

To build, construct, fit, equip, furnish, own, purchase, charter, use, operate and navigate boats, barges and vessels of all classes and descriptions, propelled by steam, sail, electricity or other power, and to use and operate the same in lawful business, trade, commerce, transportation or

navigation upon the ocean, or upon any seas, estuaries, sounds, gulfs, harbors, bays, lakes, rivers, canals, creeks, or other waterways, and to furnish facilities for towing, lighterage and transportation upon such waters.

To carry on the business of engaging, receiving, transporting and delivering merchandise, freight, and commodities by vessels of any class, between any port or ports in the United States and any foreign port or ports, or between any port of the United States and any other port or ports of the United States, or between any foreign port or ports, and any port or ports of the United States (any of said voyages to be made direct or via port or ports); the business of chartering vessels therefor; the business of operating vessels in such service; the business of acting as agents for vessels employed in such service; the business of contracting or arranging for the transportation or cargo to or from any of such ports by rail or boat, or otherwise, from or to any island or coastwise place or places; the business of contracting with others, and employing necessary labor and purchasing necessary materials for the performance and accomplishment of the said objects or any of them.

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



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

To acquire, 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 this corporation.

To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choses in action and evidences of indebtedness or interest issued or created by any corporations, joint stock companies, syndicates, associations, firms, trusts or persons, public or private, or by the government of the United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency, and as owner thereof to possess and exercise all the rights,

powers and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

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

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

To loan to any person, firm or corporation any of its surplus funds, either with or without security.

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 except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

To have one or more offices, to carry on all or any of its operations and business and without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of, real and personal property of every class and description in any of the states, districts, territories or colonies of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Delaware upon corporations formed under the General Corporation Law of the State of Delaware, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause in this certificate of incorporation, but the objects and purposes specified in each of the foregoing clauses of this article shall be regarded as independent objects and purposes.

FOURTH. The amount of the capital stock shall be Eleven Million Dollars (\$11,000,000.00). The capital stock shall consist of two million (2,000,000) shares, of which one million (1,000,000) shares shall be classified as preferred stock having a par value of Ten Dollars (\$10.00) each, and one million (1,000,000) shares shall be classified as common stock having a par value of One Dollar (\$1.00) each.

Said Preferred Stock may be issued from time to time in one or more classes or series and with such dividend rates, rights and restrictions, voting rights, preemptive rights, rights of conversion, rights upon redemption, rights upon dissolution or liquidation and with such designations and relative, participating, optional or other special rights or classifications, limitations, preferences or restrictions thereof, as shall be provided in the By-Laws and as shall be determined by resolution or resolutions adopted by the Board of Directors at the time such stock is issued or from time to time as various series or classes thereof may be issued; provided that the shares of all series of the same class having voting power shall not have more than one vote each, and when the stated dividends and amounts payable on liquidation are not paid in full, the shares of all series of the same class shall share ratably in the payment of dividends including accumulations, if any, in accordance with the sums which would be payable on said shares if all dividends were declared and

paid in full, and in any distribution of assets other than by way of dividends in accordance with the sums which would be payable on such distribution if all sums payable were discharged in full.

No stockholder of this corporation shall, because of his ownership of stock, have a pre-emptive or other right to purchase, subscribe for, or take any part of any stock or any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase stock of this corporation issued, optioned, or sold by it after its incorporation. Any part of the capital stock and any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase stock of this corporation authorized by this certificate of incorporation or by an amended certificate duly filed, may at any time be issued, optioned for sale, and sold or disposed of by this corporation pursuant to resolution of its board of directors to such persons and upon such terms as may to such board seem proper without first offering such stock or securities or any part thereof to existing stockholders.

FIFTH. The minimum amount of capital with which the corporation will commence business is One Thousand Dollars (\$1,000.00).

SIXTH. The names and places of residence of the incorporators are as follows:

<u>NAMES</u>	<u>RESIDENCES</u>
H. K. Webb	Wilmington, Delaware
S. M. Brown	Wilmington, Delaware
A. D. Atwell	Townsend, Delaware

SEVENTH. The corporation is to have perpetual existence.

EIGHTH. The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

NINTH. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To make, alter or repeal the by-laws of the corporation.

To authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation.

To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and to abolish any such reserve in the manner in which it was created.

By resolution passed by a majority of the whole board, to designate one or more committees, each committee to consist

of two or more of the directors of the corporation, which, to the extent provided in the resolution or in the by-laws of the corporation, shall have and may exercise the powers of the board of directors in the management of the business and affairs of the corporation, and may authorize the seal of the corporation to be affixed to all papers which may require it. Such committee or committees shall have such name or names as may be stated in the by-laws of the corporation or as may be determined from time to time by resolution adopted by the board of directors.

When and as authorized by the affirmative vote of the holders of a majority of the stock issued and outstanding having voting power given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of the holders of a majority of the voting stock issued and outstanding, to sell, lease or exchange all of the property and assets of the corporation, including its good will and its corporate franchises, upon such terms and conditions and for such consideration, which may be in whole or in part shares of stock in, and/or other securities of, any other corporation or corporations, as its board of directors shall deem expedient and for the best interests of the corporation.

TENTH. Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class

of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this corporation or of any creditor or stockholder thereof, or on the application of any receiver or receivers appointed for this corporation under the provisions of section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of section 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on this corporation.



ELEVENTH. Meetings of stockholders may be held outside the State of Delaware, if the by-laws so provide. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or in the by-laws of the corporation. Elections of directors need not be by ballot unless the by-laws of the corporation shall so provide.

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

WE, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make 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 September A.D. 1953.

S/ H. K. Webb (L.S.)

S/ S. M. Brown (L.S.)

S/ A. D. Atwell (L.S.)

BOOK 132 PAGE 210

STATE OF DELAWARE }  
COUNTY OF NEW CASTLE } ss.:

BE IT REMEMBERED that on this 14th day of September A.D. 1953, personally came before me, a Notary Public for the State of Delaware, H. K. Webb, S. M. Brown and A. D. Atwell, all of the parties to the foregoing certificate of incorporation, known to me personally to be such, and severally acknowledged the said certificate to be the act and deed of the signers respectively and that the facts therein stated are truly set forth.

GIVEN under my hand and seal of office the day and year aforesaid.

S/ M. Ruth Mannering  
Notary Public

M. RUTH MANNERING,  
NOTARY PUBLIC  
APPOINTED FEB. 11, 1953  
TERM TWO YEARS  
STATE OF DELAWARE

## OFFICE OF SECRETARY OF STATE.

I, ELISHA C. DUKES, Secretary of State of the State of Delaware, do hereby certify that the Certificate of Incorporation of the "HESS TANKERS, INC.", was received and filed in this office the sixteenth day of September, A.D. 1953, at 9 o'clock A.M.;

And I do hereby further certify that the said "HESS TANKERS, INC.", filed a Certificate of Amendment of Certificate of Incorporation on the fourth day of December, A.D. 1956, at 9 o'clock A.M.;

And I do hereby further certify that the said "HESS TANKERS, INC." filed a Certificate of Amendment changing its corporate title to "HESS TRADING & TRANSPORT, INC.", on the fifth day of February, A.D. 1957, at 10 o'clock A.M.;

And I do hereby further certify that the said "HESS TRADING & TRANSPORT, INC.", filed a Certificate of Amendment on the fourth day of November, A.D. 1957, at 10 o'clock A.M.;

And I do hereby further certify that the said "HESS TRADING & TRANSPORT, INC.", filed a Certificate of Amendment on the twenty-sixth day of June, A.D. 1958, at 10 o'clock A.M.;

And I do hereby further certify that the said "HESS TRADING & TRANSPORT, INC.", filed a Certificate of Ownership on the thirtieth day of November, A.D. 1961, at 10 o'clock A.M.;

And I do hereby further certify that the said "HESS TRADING & TRANSPORT, INC.", filed a Certificate of Ownership on the thirtieth day of November, A.D. 1961, at 10 o'clock A.M.;

And I do hereby further certify that the said "HESS TRADING & TRANSPORT, INC.", filed a Certificate of Ownership on the thirtieth day of November, A.D. 1961, at 10 o'clock A.M.;

And I do hereby further certify that the aforesaid Certificates are the only Certificates on record of the aforesaid Corporation;

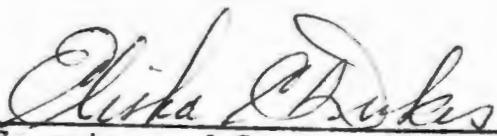
And I do hereby further certify that the Annual Reports have been filed to date;

And I do hereby further certify that the Aforesaid Corporation is duly incorporated under the laws of the State of Delaware and is in good standing and has a legal corporate existence not having been cancelled or dissolved so far as the records of this office show and is duly authorized to transact business.

IN TESTIMONY WHEREOF, I have hereunto set my hand and

official seal at Dover this eleventh day of  
January in the year of our Lord one thousand  
nine hundred and sixty-two.



  
Secretary of State

CERTIFICATE OF INCORPORATION

OF

HESS TANKERS, INC.

\* \* \* \* \*

FIRST. The name of the corporation is  
HESS TANKERS, INC.

SECOND. 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 99, Delaware.

THIRD. The nature of the business, or objects or purposes to be transacted, promoted or carried on are:

To purchase, take in exchange or otherwise acquire, own and hold motorships, vessels and steamships registered under the laws of the United States, or any state, or any foreign nation, and tow boats, sailing vessels, barges, lighters and their equipment, or any shares or interest therein, and also shares, stocks and securities of any companies possessed of, or interested in, any ships or vessels, and to maintain, repair, improve, alter, sell, exchange or let out to hire or charter, or otherwise deal with and dispose of any ships, vessels, or shares, or securities therein as aforesaid.

To cause or allow the legal title, and/or any estate, right, or interest in any property, whether real, personal or mixed, owned, acquired, controlled or operated by this corporation, to remain or be vested or registered in the name of or operated by any person, firm, association or corporation, domestic or foreign, formed or to be formed, and either upon trust for, or as agent or nominees of this corporation, or upon any other proper terms or conditions which the board of directors may consider for the benefit of this corporation.

To carry on all or any one or more of the businesses of shipowners, shipbrokers, stevedores, brokers, managers of shipping property, freight contractors, carriers by land or sea, transportation companies, barge owners, lightermen, forwarding agents, refrigerating storekeepers, warehousemen, wharfingers and general traders, and to conduct a general shipping and lighterage business, and to carry on all lawful business incidental thereto.

To build, construct, fit, equip, furnish, own, purchase, charter, use, operate and navigate boats, barges and vessels of all classes and descriptions, propelled by steam, sail, electricity or other power, and to use and operate the same in lawful business, trade, commerce, transportation or navigation upon the ocean, or upon any seas, estuaries, sounds, gulfs, harbors, bays, lakes, rivers, canals, creeks, or other waterways, and to furnish facilities for towing, lighterage and transportation upon such waters.

To carry on the business of engaging, receiving, transporting and delivering merchandise, freight, and commodities by vessels of any class, between any port or ports in the United States and any foreign port or ports, or

between any port of the United States and any other port or ports of the United States, or between any foreign port or ports, and any port or ports of the United States (any of said voyages to be made direct or via port or ports); the business of chartering vessels therefor; the business of operating vessels in such service; the business of acting as agents for vessels employed in such service; the business of contracting or arranging for the transportation or cargo to or from any of such ports by rail or boat, or otherwise, from or to any island or coastwise place or places; the business of contracting with others, and employing necessary labor and purchasing necessary materials for the performance and accomplishment of the said objects or any of them.

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

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

To acquire, 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 this corporation.

To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choses in action and evidences of indebtedness or interest issued or created by any corporations, joint stock companies, syndicates, associations, firms, trusts or persons, public or private, or by the government of the United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency, and as owner thereof to possess and exercise all the rights, powers and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

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

To borrow or raise moneys for any of the purposes of the corporation and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the

whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

To loan to any person, firm or corporation any of its surplus funds, either with or without security.

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 except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

To have one or more offices, to carry on all or any of its operations and business and without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of, real and personal property of every class and description in any of the states, districts, territories or colonies of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Delaware upon corporations formed under the General Corporation Law of the State of Delaware, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be



in nowise limited or restricted by reference to, or inference from, the terms of any other clause in this certificate of incorporation, but the objects and purposes specified in each of the foregoing clauses of this article shall be regarded as independent objects and purposes.

FOURTH. The total number of shares of stock which the corporation shall have authority to issue is one thousand (1,000); all of such shares shall be without par value.

FIFTH. The minimum amount of capital with which the corporation will commence business is One Thousand Dollars (\$1,000.00).

SIXTH. The names and places of residence of the incorporators are as follows:

<u>NAMES</u>	<u>RESIDENCES</u>
H. K. Webb	Wilmington, Delaware
S. M. Brown	Wilmington, Delaware
A. D. Atwell	Townsend, Delaware

SEVENTH. The corporation is to have perpetual existence.

EIGHTH. The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

NINTH. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To make, alter or repeal the by-laws of the corporation.

To authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation.

To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and to abolish any such reserve in the manner in which it was created.

By resolution passed by a majority of the whole board, to designate one or more committees, each committee to consist of two or more of the directors of the corporation, which, to the extent provided in the resolution or in the by-laws of the corporation, shall have and may exercise the powers of the board of directors in the management of the business and affairs of the corporation, and may authorize the seal of the corporation to be affixed to all papers which may require it. Such committee or committees shall have such name or names as may be stated in the by-laws of the corporation or as may be determined from time to time by resolution adopted by the board of directors.

When and as authorized by the affirmative vote of the holders of a majority of the stock issued and outstanding having voting power given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of the holders of a majority of the voting stock issued and outstanding, to sell, lease or exchange all of the property and assets of the corporation, including its good will and its corporate franchises, upon such terms and conditions and for such consideration, which may be in whole

or in part shares of stock in, and/or other securities of, any other corporation or corporations, as its board of directors shall deem expedient and for the best interests of the corporation.

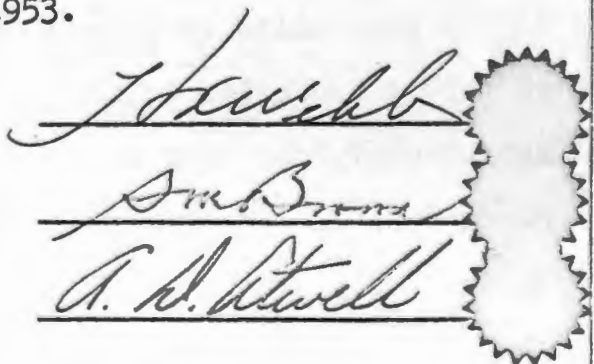
TENTH. Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this corporation or of any creditor or stockholder thereof, or on the application of any receiver or receivers appointed for this corporation under the provisions of section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of section 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as

the case may be, and also on this corporation.

ELEVENTH. Meetings of stockholders may be held outside the State of Delaware, if the by-laws so provide. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or in the by-laws of the corporation. Elections of directors need not be by ballot unless the by-laws of the corporation shall so provide.

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

WE, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make 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 September A.D. 1953.



STATE OF DELAWARE }  
COUNTY OF NEW CASTLE } ss:

BE IT REMEMBERED that on this 14th day of September A.D. 1953, personally came before me, a Notary Public for the State of Delaware, H. K. Webb, S. M. Brown and A. D. Atwell, all of the parties to the foregoing certificate of incorporation, known to me personally to be such, and severally acknowledged the said certificate to be the act and deed of the signers respectively 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 Mannering*  
\_\_\_\_\_  
Notary Public

M. RUTH MANNERING  
NOTARY PUBLIC  
APPOINTED FEB. 11, 1953  
TERM TWO YEARS  
STATE OF DELAWARE

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
HESS TANKERS, INC.

\* \* \*

HESS TANKERS, INC., a corporation organized and existing under and by virtue of the General Corporation Laws of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, at a meeting duly convened and held, adopted a resolution proposing and declaring advisable the following amendment to the certificate of incorporation of said Corporation:

RESOLVED, that the certificate of incorporation of HESS TANKERS, INC. be amended by adding the following power to the corporate powers and purposes already enumerated in Article "THIRD":

"To purchase, sell, import, export and generally to trade in and deal with liquids and liquid products of every kind, nature or description, including, without limiting the generality of the foregoing, petroleum and petroleum products, lubricants, minerals, chemicals, solvents and the by-products or derivatives thereof".

SECOND: That the said amendment has been consented to and authorized by the holders of all the issued and outstanding stock, entitled to vote, by a written consent given in accordance with the provisions of Section 228 of Title 8 of the Delaware Code of 1953, and filed with the corporation on the 30th day of November, 1956.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of Title 8 of The Delaware Code of 1953.

IN WITNESS WHEREOF, said HESS TANKERS, INC. has caused its corporate seal to be hereunto affixed and this certificate to be signed by LEON HESS, its President and HAROLD N. GAST, its Secretary, this 30th day of November, 1956.

HESS TANKERS, INC.

By Leon Hess  
LEON HESS President

By Harold N. Gast  
HAROLD N. GAST Secretary

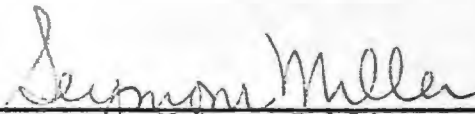


STATE OF NEW JERSEY)  
                                SS:  
COUNTY OF MIDDLESEX)

BE IT REMEMBERED that on this 30th day of November A.D., 1956, personally came before me, a Notary Public in and for the County and State aforesaid, LEON HESS, President of HESS TANKERS, INC., a corporation of the State of Delaware, the corporation described in and which executed the foregoing certificate, known to me personally to be such, and he, the said LEON HESS as such President, duly executed said certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to said foregoing certificate are in the handwriting of the said President and Secretary of said corporation, respectively, and that the seal affixed to said certificate is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

SEYMOUR MILLER  
NOTARY PUBLIC  
NEW JERSEY



\_\_\_\_\_  
Notary Public  
NOTARY PUBLIC OF NEW JERSEY  
MY COMMISSION EXPIRES OCT. 1, 1958



CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
HESS TANKERS, INC.

\* \* \* \* \*

HESS TANKERS, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the board of directors of said corporation, at a meeting duly convened and held, adopted a resolution proposing and declaring advisable the following amendment to the certificate of incorporation of said corporation:

RESOLVED that the certificate of incorporation of HESS TANKERS, INC. be amended by changing the article thereof numbered "FIRST" so that, as amended, said article shall be and read as follows:

"FIRST: The name of the corporation is HESS TRADING & TRANSPORT, INC."

SECOND: That the said amendment has been consented to and authorized by the holders of all the issued and outstanding stock, entitled to vote, by a written consent given in accordance with the provisions of section 228 of Title 8 of The Delaware Code of 1953, and filed with the corporation on the 1st day of February, 1957.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of sections 242 and 228 of Title 8 of The Delaware Code of 1953.

IN WITNESS WHEREOF, said HESS TANKERS, INC. has caused its corporate seal to be hereunto affixed and this certificate to be signed by LEON HESS, its President and HAROLD N. GAST, its Secretary this 1st day of February, 1957.



HESS TANKERS, INC.

By Leon Hess  
President

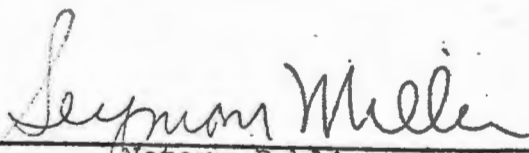
By Harold N. Gast  
Secretary

STATE OF NEW JERSEY)  
 SS:  
 COUNTY OF MIDDLESEX)

BE IT REMEMBERED that on this 1st day of February, A.D. 1957, personally came before me, a Notary Public in and for the County and State aforesaid, LEON HESS, President of HESS TANKERS, INC., a corporation of the State of Delaware, the corporation described in and which executed the foregoing certificate, known to me personally to be such, and he, the said LEON HESS as such President, duly executed said certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to said foregoing certificate are in the handwriting of the said President and Secretary of said corporation, respectively, and that the seal affixed to said certificate is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

SEYMOUR MILLER  
 NOTARY PUBLIC  
 NEW JERSEY

  
 Notary Public

NOTARY PUBLIC OF NEW JERSEY  
 MY COMMISSION EXPIRES OCT. 1, 1958

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
HESS TRADING & TRANSPORT, INC.

\* \* \* \* \*

HESS TRADING & TRANSPORT, INC., a corporation organized and existing under and by virtue of the General Corporation Laws of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, at a meeting duly convened and held, adopted a resolution proposing and declaring advisable the following amendment to the certificate of incorporation of said corporation:

RESOLVED, that the certificate of incorporation of Hess Trading & Transport, Inc. be amended by adding the following powers to the corporate powers and purposes already enumerated in Article "THIRD":

"To refine, market and distribute crude oil or petroleum and all of its products; to refine, manufacture, produce, buy and sell as principal agent or broker, or otherwise dispose of gasoline, fuel oils, gases, petrochemicals and chemicals, naphthas, lubricants, greases, waxes, asphalts and all other products and by products of petroleum; to locate, purchase, lease develop or otherwise acquire and to sell, mortgage, lease or otherwise dispose of lands containing or believed to contain oil or natural gas, or either of them, including developed or producing oil and gas properties, and to drill, prospect for and produce the same.

To design, construct, erect, purchase, lease, build, assemble, install, equip, own, lease, sell, mortgage or otherwise acquire and/or dispose of, and to manage, maintain, operate and control any and all kinds of refineries, processing units, mills, smelters, plants, storage facilities, loading and unloading facilities, docks, piers, bulkheads, pipelines, pumping stations, light, heat, power facilities, roads, railroad tracks, and any and all other facilities, machinery, equipment, appliances and appurtenances relative thereto as may be necessary or desirable in connection with the foregoing businesses or any of them."

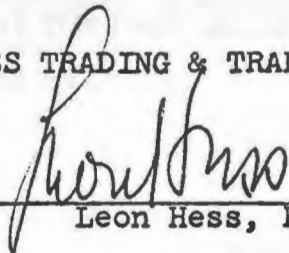
SECOND: That the said amendment has been consented to and authorized by the holders of all the issued and outstanding stock, entitled to vote, by a written consent given in accordance with the provisions of Section 228 of Title 8 of the Delaware Code of 1953, and filed with the corporation on the 24th day of October, 1957.

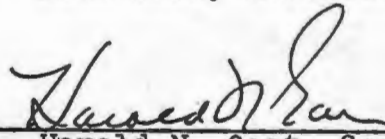
THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of Title 8 of The Delaware Code of 1953.

IN WITNESS WHEREOF, said HESS TRADING & TRANSPORT, INC. has caused its corporate seal to be hereunto affixed and this certificate to be signed by LEON HESS, its President and HAROLD N. GAST, its Secretary, this 25th day of October, 1957.

HESS TRADING & TRANSPORT,  
INC.  
CORPORATE SEAL 1953  
DELAWARE

HESS TRADING & TRANSPORT, INC.

By   
Leon Hess, President

By   
Harold N. Gast, Secretary

STATE OF NEW JERSEY)  
  SS:  
COUNTY OF MIDDLESEX)

BE IT REMEMBERED that on this 25th day of October A.D., 1957, personally came before me, a Notary Public in and for the County and State aforesaid, LEON HESS, President of HESS TRADING & TRANSPORT, INC., a corporation of the State of Delaware, the corporation described in and which executed the foregoing certificate, known to me personally to be such, and he, the said LEON HESS as such President, duly executed said certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to said foregoing certificate are in the handwriting of the said President and Secretary of said corporation, respectively, and that the seal affixed to said certificate is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

SEYMOUR MILLER  
NOTARY PUBLIC  
NEW JERSEY

Seymour Miller  
Notary Public of New Jersey

NOTARY PUBLIC OF NEW JERSEY  
MY COMMISSION EXPIRES OCT. 1, 1958

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION

HESS TRADING & TRANSPORT, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY.

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the board adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "FOURTH" so that, as amended, said Article shall be and read as follows:

"The amount of the capital stock shall be Eleven Million Dollars (\$11,000,000.00). The capital stock shall consist of two million (2,000,000) shares, of which one million (1,000,000) shares shall be classified as preferred stock having a par value of Ten Dollars (\$10.00) each, and one million (1,000,000) shares shall be classified as common stock having a par value of One Dollar (\$1.00) each.

Said Preferred Stock may be issued from time to time in one or more classes or series and with such dividend rates, rights and restrictions, voting rights, preemptive rights, rights of conversion, rights upon redemption, rights upon dissolution or liquidation and with such designations and relative, participating, optional or other special rights or classifications, limitations, preferences or restrictions thereof, as shall be provided in the By-Laws and as shall be determined by resolution or resolutions adopted by the Board of Directors at the

time such stock is issued or from time to time as various series or classes thereof may be issued; provided that the shares of all series of the same class having voting power shall not have more than one vote each, and when the stated dividends and amounts payable on liquidation are not paid in full, the shares of all series of the same class shall share ratably in the payment of dividends including accumulations, if any, in accordance with the sums which would be payable on said shares if all dividends were declared and paid in full, and in any distribution of assets other than by way of dividends in accordance with the sums which would be payable on such distribution if all sums payable were discharged in full.

No stockholder of this corporation shall, because of his ownership of stock, have a preemptive or other right to purchase, subscribe for, or take any part of any stock or any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase stock of this corporation issued, optioned, or sold by it after its incorporation. Any part of the capital stock and any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase stock of this corporation authorized by this certificate of incorporation or by an amended certificate duly filed, may at any time be issued, optioned for sale, and sold or disposed of by this corporation pursuant to resolution of its board of directors to such persons and upon such terms as may to such board seem proper without first offering such stock or securities or any part thereof to existing stockholders."

SECOND: That the said amendment has been consented to and authorized by the holders of all the issued and outstanding stock, entitled to vote, by a written consent given in accordance with the provisions of section 228 of The General Corporation Law of Delaware, and filed with the corporation.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of The General Corporation Law of Delaware.



FOURTH: That the capital of said corporation will not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said Hess Trading & Transport, Inc. has caused its corporate seal to be hereunto affixed and this certificate to be signed by Leon Hess, its President, and Harold N. Gast, its Secretary, this 24th day of June, 1958.

HESS TRADING & TRANSPORT, INC.

By: *Leon Hess*  
Leon Hess, President

By: *Harold N. Gast*  
Harold N. Gast, Secretary

HESS TRADING & TRANSPORT,  
INC.  
CORPORATE SEAL 1953  
DELAWARE

STATE OF NEW JERSEY }  
COUNTY OF MIDDLESEX } SS.

BE IT REMEMBERED that on this 24th day of June, A. D. 1958, personally came before me, Seymour Miller, a Notary Public in and for the County and State aforesaid, LEON HESS, President of HESS TRADING & TRANSPORT, INC., a corporation of the State of Delaware, the corporation described in and which executed the foregoing certificate, known to me personally to be such, and he, the said LEON HESS as such President, duly executed said certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to said foregoing certificate are in the handwriting of the said President and Secretary of said corporation respectively, and that the seal affixed to said certificate is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

*Seymour Miller*  
Notary Public of New Jersey

SEYMOUR MILLER  
NOTARY PUBLIC  
NEW JERSEY

NOTARY PUBLIC OF NEW JERSEY  
MY COMMISSION EXPIRES OCT. 1, 1958

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

CALTER PETROLEUM COMPANY, INC.

INTO

HESS TRADING & TRANSPORT, INC.

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HESS TRADING & TRANSPORT, INC., a Delaware corporation, DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on September 16, 1953 under the name "Hess Tankers, Inc.", pursuant to the General Corporation Law of the State of Delaware;

SECOND: That this corporation owns all of the outstanding shares of the stock of Calter Petroleum Company, Inc., a corporation incorporated on September 8, 1959, under the name "Amper Petroleum Company", pursuant to the District of Columbia Business Corporation Act, the provisions of which permit the merger of a subsidiary corporation of said District into a parent corporation organized and existing under the laws of another State;

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted at a meeting held on November 22, 1961, determined to and did merge into itself said Calter Petroleum Company, Inc.:

RESOLVED, that this corporation, Hess Trading & Transport, Inc., merge, and it hereby does merge, into itself Calter Petroleum Company, Inc., a District of

Columbia corporation, and assumes all of its liabilities and obligations.

IN WITNESS WHEREOF, said Hess Trading & Transport, Inc., has caused its corporate seal to be affixed and this certificate to be signed by Leon Hess, its President, and Harold N. Gast, its Secretary, this November 27, 1961.

HESS TRADING & TRANSPORT, INC.  
CORPORATE SEAL 1953  
DELAWARE

HESS TRADING & TRANSPORT, INC.

By *Leon Hess*  
President

By *Harold N. Gast*  
Secretary

STATE OF NEW YORK )  
                          ) ss.:  
COUNTY OF NEW YORK )

BE IT REMEMBERED that on this <sup>27th</sup> day of November, 1961, personally came before me the subscriber, a Notary Public in and for the County and State aforesaid Leon Hess, President of HESS TRADING & TRANSPORT, INC., a corporation of the State of Delaware, the corporation described in and which executed the foregoing certificate, known to me personally to be such, and he, the said Leon Hess as such President duly executed said certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation; that the signatures of the said President and the Secretary of said corporation to the foregoing certificate are in the handwriting of the said President and Secretary of said corporation, respectively, and the seal affixed to said certificate is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

*John W. Dean*

Notary Public

JOHN W. DEAN  
Notary Public, State of New York  
No. 03-5948115

Qualified in Bronx County  
Certificate filed in New York County  
Term expires March 30, 1962



## CERTIFICATE OF OWNERSHIP AND MERGER

## MERGING

PORT READING TRANSPORT, INC.

INTO

HESS TRADING &amp; TRANSPORT, INC.

HESS TRADING & TRANSPORT, INC., a Delaware corporation, DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on September 16, 1953, under the name "Hess Tankers, Inc.", pursuant to the General Corporation Law of the State of Delaware;

SECOND: That this corporation owns all of the outstanding shares of the stock of Port Reading Transport, Inc., a corporation incorporated on October 25, 1951, under the laws of the State of New Jersey;

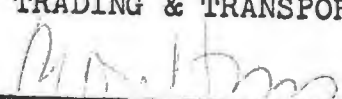
THIRD: That this corporation by the following resolution of its Board of Directors, duly adopted at a meeting held on November 22, 1961, determined to and did merge into itself said Port Reading Transport, Inc.:

RESOLVED, that this corporation, Hess Trading & Transport, Inc., merge, and it hereby does merge, into itself Port Reading Transport, Inc., a New Jersey corporation, and assumes all of its liabilities and obligations.

IN WITNESS WHEREOF, said Hess Trading & Transport, Inc., has caused its corporate seal to be affixed and this certificate to be signed by Leon Hess, its President, and Harold N. Gast, its Secretary, this November 27, 1961.

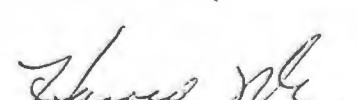
HESS TRADING &amp; TRANSPORT, INC.

By

  
 \_\_\_\_\_  
 President

HESS TRADING & TRANSPORT,  
 INC.  
 CORPORATE SEAL 1953  
 DELAWARE

By

  
 \_\_\_\_\_  
 Secretary

STATE OF NEW YORK )  
  : SS.:  
COUNTY OF NEW YORK )

BE IT REMEMBERED that on this 27th day of November, 1961, personally came before me, the subscriber, a Notary Public in and for the County and State aforesaid, LEON HESS, President of HESS TRADING & TRANSPORT, INC., a corporation of the State of Delaware, the corporation described in and which executed the foregoing certificate, known to me personally to be such, and he, the said LEON HESS, as such President duly executed said certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to the foregoing certificate are in the handwriting of the said President and Secretary of said corporation, respectively, and the seal affixed to said certificate is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

*John W. Dean*  
\_\_\_\_\_  
Notary Public  
JOHN W. DEAN  
Notary Public, State of New York  
No. 03-5948115  
Qualified in Bronx County  
Certificate filed in New York County  
Term expires March 30, 1962



CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

HESS PRODUCTION COMPANY

INTO

HESS TRADING & TRANSPORT, INC.

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HESS TRADING & TRANSPORT, INC., a Delaware corporation, DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on September 16, 1953, under the name "Hess Tankers, Inc.", pursuant to the General Corporation Law of the State of Delaware;

SECOND: That this corporation owns all of the outstanding shares of the stock of Hess Production Company, a corporation incorporated on August 31, 1960, pursuant to the General Corporation Law of the State of Delaware;

THIRD: That this corporation by the following resolutions of its Board of Directors, duly adopted at a meeting held on November 27, 1961, determined to and did merge into itself said Hess Production Company:

RESOLVED, that this corporation, Hess Trading & Transport, Inc., merge, and it hereby does merge, into itself Hess Production Company, a Delaware corporation, and assumes all of its liabilities and obligations.

IN WITNESS WHEREOF, said Hess Trading & Transport, Inc., has caused its corporate seal to be affixed and this certificate to be signed by Leon Hess, its President, and Harold N. Gast, its Secretary, this November 27, 1961.

HESS TRADING & TRANSPORT, INC.

By Leon Hess  
President

By Harold N. Gast  
Secretary

HESS TRADING & TRANSPORT,  
INC.  
CORPORATE SEAL 1953  
DELAWARE

STATE OF NEW YORK )  
                                  : ss.:  
COUNTY OF NEW YORK )

BE IT REMEMBERED that on this 27<sup>th</sup> day of November, 1961, personally came before me, the subscriber, a Notary Public in and for the County and State aforesaid, LEON HESS, President of HESS TRADING & TRANSPORT, INC., a corporation of the State of Delaware, the corporation described in and which executed the foregoing certificate, known to me personally to be such, and he, the said LEON HESS, as such President duly executed said certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to the foregoing certificate are in the handwriting of the said President and Secretary of said corporation, respectively, and the seal affixed to said certificate is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

*John W. Dean*  
\_\_\_\_\_  
Notary Public  
JOHN W. DEAN  
Notary Public, State of New York  
No. 03-5948115  
Qualified in Bronx County  
Certificate filed in New York County  
Term expires March 30, 1962





## OFFICE OF SECRETARY OF STATE.

I, ELISHA C. DUKES, Secretary of State of the State of Delaware do hereby certify that the above and foregoing pages numbered from 1 to 10, both numbers inclusive, is a true and correct copy of Certificate of Incorporation of the "HESS TANKERS, INC.", as received and filed in this office the sixteenth day of September A.D. 1953, at 9 o'clock A.M.;

And I do hereby further certify that the above and foregoing pages numbered from 1 to 3, both numbers inclusive, is a true and correct copy of Certificate of Amendment of Certificate of Incorporation of the "HESS TANKERS, INC.", as received and filed in this office the fourth day of December, A.D. 1956, at 9 o'clock A.M.;

And I do hereby further certify that the above and foregoing pages numbered from 1 to 3, both numbers inclusive, is a true and correct copy of Certificate of Amendment of the "HESS TANKERS, INC.", as received and filed in this office the fifth day of February, A.D. 1957, at 10 o'clock A.M.;

And I do hereby further certify that the above and foregoing pages numbered from 1 to 3, both numbers inclusive, is a true and correct copy of Certificate of Amendment of the "HESS TRADING & TRANSPORT, INC.", as received and filed in this office the fourth day of November, A.D. 1957, at 10 o'clock A.M.;

And I do hereby further certify that the above and foregoing pages numbered from 1 to 4, both numbers inclusive, is a true and correct copy of Certificate of Amendment of the "HESS TRADING & TRANSPORT, INC.", as received and filed in this office the twenty-sixth day of June, A.D. 1958, at 10 o'clock A.M.;

And I do hereby further certify that the above and foregoing pages numbered from 1 to 2, both numbers inclusive, is a true and correct copy of Certificate of Ownership of the "HESS TRADING & TRANSPORT, INC.", a corporation organized and existing under the laws of the State of Delaware, merging "CALTER PETROLEUM COMPANY, INC.", a corporation organized and existing under the laws of the District of Columbia, pursuant to Section 253 of the General Corporation Law of the State of Delaware, as received and filed in this office the thirtieth day of November, A.D. 1961, at 10 o'clock A.M.;

And I do hereby further certify that the above and foregoing pages numbered from 1 to 2, both numbers inclusive, is a true and correct copy of Certificate of Ownership of the "HESS TRADING & TRANSPORT, INC.", merging the "HESS PRODUCTION COMPANY", pursuant to Section 253 of the General Corporation Law of the State of Delaware, as received and filed in this office the thirtieth day of November, A.D. 1961, at 10 o'clock A.M.;

And I do hereby further certify that the above and foregoing pages numbered from 1 to 2, both numbers inclusive, is a true and correct copy of Certificate of Ownership of the "HESS TRADING & TRANSPORT, INC.", a corporation organized and existing under the laws of the State of Delaware, merging the "PORT READING TRANSPORT, INC.", a corporation organized and existing under the laws of the State of New Jersey, pursuant to Section 253 of the General Corporation Law of the State of Delaware, as received and filed in this office the thirtieth day of November, A.D. 1961, at 10 o'clock A.M.

IN TESTIMONY WHEREOF, I have hereunto set my

hand and official seal at Dover this

tenth day of January in the year of our

Lord one thousand nine hundred and sixty-

two.

  
  
Secretary of State

Received at the office of the Secretary of State, this the 22<sup>nd</sup> day of May

A. D., 1962, together with the sum of \$50<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Huber Godwin  
SECRETARY OF STATE.

Jackson, Miss.,

May 22, 1962

I have examined this merger ~~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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin R. Milendon  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BOYLE FERTILIZER & POISON 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 22nd day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*Huber Lodner*  
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 for profit.

## THE CHARTER OF INCORPORATION OF

### BOYLE FERTILIZER & POISON COMPANY, INC.

1. The corporate title of said company is: Boyle Fertilizer & Poison Company, Inc.

2. The names of the incorporators are:

Name	Street & No.	City	State
W. T. Tullos, III.	P. O. Box 157	Pace	Mississippi
James H. Weeks, Jr.	P. O. Box 262	Boyle	Mississippi
W. T. Tullos, Jr.	P. O. Box 157	Pace	Mississippi

3. The domicile is at Taylor Avenue, Highway No. 446, Boyle, Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

\$9000.00 in capital stock consisting of 900 shares of common stock with a par value of \$10.00 per share.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

900 shares of common stock with a par value of \$10.00 per share.

6. Period of existence (not to exceed ninety-nine years) is: 99 years

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

(a) To engage in the business of buying, selling, trading, distributing and dealing in all types of fertilizer, poisons, insecticides, chemicals, seed, agricultural products at retail or wholesale prices;

(b) To engage in the business of manufacturing all types of chemicals, insecticides, poisons and fertilizers of every kind, nature or description to be used for agricultural purposes or other purposes;

(c) To engage in the business of handling all types of liquid fertilizers and poisons and the distribution thereof by applicators, trucks, tanks, lowboys and any other method and to contract with farmers, planters, wholesalers and individuals for the application, distribution, spraying of all forms of insecticides, poisons, fertilizers, seed, etc.

(d) To sell, install, erect or maintain a system or systems of distributing said products by mechanical means or otherwise and to contract therefor.

(e) To engage generally in the business of the sale and distribution of all types of agricultural products, chemicals, etc., whether properly described herein or not;

(f) To own, acquire, trade, sell, hypothecate or mortgage any real estate, buildings, personal property or equipment in connection with the proper operation of said business;

(g) To do any and all things necessary, proper or incidental to be done to accomplish any of said purposes.

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

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: (Minimum sum of \$500.00 must be paid in.)

300SHARES AT \$10.00 per share.

Signatures:

*W. T. Tullos, III*  
*James H. Weeks, Jr.*  
*W. T. Tullos, Jr.*

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of BOLIVAR

This day personally appeared before me, the undersigned authority W. T. Tullos, III  
James H. Weeks, Jr., W. T. Tullos, Jr.,

incorporators of the corporation known as the Boyle Fertilizer & Poison 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 1 day of May, 1962

My commission expires: 9-27-63 *Myrtle R. Hammons* 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 18<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$ 2.80 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

*Hubert L. Linder*  
Secretary of State

Jackson, Miss., May 18, 1962

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

*Joe T. Patterson*  
Attorney General  
By *Martini R. McLendon*  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BOATEL, 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 22nd day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*John Lodge*  
Secretary of State

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THE CHARTER OF INCORPORATION OF  
BOATEL, INC.

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

Name	Street & No.	City	State
John Treuting	569 Forest Avenue	Biloxi	Mississippi
Jules A. Schwan	400 Delauney Street	Biloxi	Mississippi

3. The domicile is at 400 Delauney Street Biloxi Mississippi  
(City) (State)

4. Amount of capital stock and particulars as to class or classes thereof:  
(only preferred stock may be issued without voting rights)

Fifty Thousand Dollars (\$50,000.00) of Common Stock.

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

Five Hundred (500) shares of Common Stock with a 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:

To engage in the operation of a general merchandizing business for the selling of boats, equipment, and any and all kinds of motors for the operation of boats, fishing tackle, sporting goods and any and all equipment and supplies used in any sporting or recreational activities. To purchase real estate and to construct buildings, wharfs and docks necessary for the operation of a boating sporting goods and Mariana for the docking and storage of all types of boats, for the storage of boats either in dry or wet storage. To engage in the construction, manufacture and repair of all types of boats and water craft and the motors and equipment used on said vessels. To construct, operate and maintain buildings for the operation of restaurants, cafes or cafeterias. To lease, purchase, or otherwise acquire, hold mortgage, convey and otherwise dispose of all kinds of property, both real and personal, in the State of Mississippi, to purchase the good will, business and all other property of any individual, firm or corporation as a going concern and to assume all its debts, contracts and obligations. To borrow money by obtaining loans, secured by mortgages or other liens on its real and personal property, or on unsecured notes. To act as agent for other individuals or corporations for the purposes herein above set forth, and generally to do and perform such acts and things that may be necessary or convenient to operate the business herein provided for. To purchase, lease or otherwise acquire crew boats and party boats.

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: (Minimum sum of \$500.00 must be paid in.)

One Hundred (100) shares of Common Stock to be subscribed and paid for before the company may begin business.

Signatures: [Signature]  
JOHN TREUTING  
[Signature]  
JULES A. SCHWAN  
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HARRISON

This day personally appeared before me, the undersigned authority, John Treuting and Jules A. Schwan, incorporators of the corporation known as Boatel, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 2nd day of May, 1962.



[Signature]  
MY COMMISSION EXPIRES NOV. 20, 1964

Received at the office of the Secretary of State this the 21<sup>st</sup> day of May, A.D., 1962, together with the sum of \$ 110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[Signature]  
Secretary of State

Jackson, Miss., May 21, 1962

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

[Signature]  
Attorney General.

By [Signature]  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

INLAND 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 22nd day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*Hubert L. Godwin*  
Secretary of State

THE CHARTER OF INCORPORATION OF  
INLAND CORPORATION

1. The corporate title of said company is Inland Corporation.
2. The names of the incorporators are:

K. Maxwell Graves, Jr. Post Office 407 17th Street  
Laurel, Mississippi

Thomas J. Holifield Post Office 10 Glennwood  
Laurel, Mississippi

3. The domicile is at 311 North 5th Avenue, Laurel, Mississippi.
4. Amount of capital stock and particulars as to classes thereof:  
Eighty Thousand and No/100 Dollars (\$80,000.00)  
capital stock represented by common stock only.
5. Number of shares for each class and par value thereof:  
Eighty Thousand (80,000) shares of common stock  
of the par value of One and No/100 Dollars (\$1.00)  
each.
6. Period of existence is ninety-nine years.
7. The purpose for which it is created:

The creation, operation and liquidation of a general oil and hydro-carbon business, and without limiting the foregoing, especially: To produce, refine, market and distribute natural gas, crude oil or petroleum and all of its products; to locate, purchase, lease or otherwise acquire and to sell, mortgage or otherwise dispose of lands containing or believed to contain petroleum, oil or natural gas, or either of them, and to drill or prospect for or produce the same; to purchase, lease or otherwise acquire, and to sell, mortgage or otherwise dispose of developed or producing oil and gas properties or the products of such oil or gas properties; to purchase, produce, refine, sell and distribute petroleum and all of the products and by-products thereof; to buy, sell or otherwise dispose of, and manufacture all kinds of illuminating, burning and heating oils, and gasoline, naphtha, lubricants, greases, waxes and all other products and by-products of petroleum; to act as broker or agent for others in all of said acts.

To carry on the business of storing, drilling, or prospecting for, mining, producing, refining, manufacturing, piping, buying and selling petroleum, natural and artificial gas, casing head gasoline, naphtha, and any and all products and by-products thereof.

To acquire, own, enter or lease mines and mineral lands of every kind, nature and description, also to acquire, own, enter, lease, sell, assign, transfer, or otherwise dispose of mill sites, water rights and terminal facilities, to work, prospect or develop mines and mineral lands of every nature or description, either for itself or other companies, corporations or individuals, upon such terms and for such remuneration as it shall deem fit and proper, and to accept, take and hold mineral lands and claims of every kind and nature, either as an entirety or any portion thereof.

To build, construct, equip, maintain, own, control, lease or otherwise acquire, and to operate all necessary tanks, tank cars, pipes and pipe lines, compressors, separating plants, refineries, buildings and warehouses, and the necessary fixtures and equipment thereunto obtaining and other and all means of refining, storing, saving, conveying, transporting, exporting, or marketing petroleum, oil and gas, or the crude or refined products of either; and to do any and all other acts and things necessary as a broker or agent in the marketing or sale of petroleum products, property or its allied lines.

To acquire, own and operate such machinery, apparatus and appliances as may be necessary, proper or incidental to the mining, production and development of lands for petroleum, oil, natural gas and other minerals, or for any of the purposes for which this corporation is organized.

To manufacture, erect, build, furnish, construct, hold, own, operate, export, import, lease, rent, hire, buy, sell and generally deal in as principal, agent or factors for others, all kinds of petroleum products, gas, gasoline, explosive, steam and all other kinds of engines, all kinds of dynamos, generators, pumps and any and all kinds of mechanical apparatus for whatever purpose employed.

To contract for, build, buy, sell, own and operate all necessary mills, smelters, roads, spur tracks, loading racks, ditches, flumes, pumps, pumping plants of any kind or kinds whatsoever, and especially casing head gas plants and compressors for the purpose of converting casing head gas into gasoline or other products, and such other property as shall be fit and necessary in carrying on the objects herein stated.

To aid in any manner any corporation whose stock, bonds or other obligations are held or are in any manner guaranteed by the Company and to do any other acts or things for the preservation, protection, improvement or enhancement of the value of such stock, bonds, or other obligations; or to do any acts or things designed for any such purpose; and while owner of any such stock, bonds, or other obligations, to exercise all the rights, powers and privileges of ownership thereof, including the right to vote thereon.

To establish and maintain an oil company, with authority to contract for the lease and purchase of the right to prospect for, develop and use, coal and other minerals, petroleum and gas; also the right to erect, build and own all necessary oil tanks, cars and pipes necessary for the operation of the business of the same; also with power to store and transport oil and gas, brine and other mineral solutions and to make reasonable charges therefor; to buy, sell and furnish oil and gas for light, heat and other purposes; to lay down, construct, maintain and operate pipe lines, tubes, tanks, pump stations, connections, fixtures, storage houses and such machinery, apparatus, devices and arrangements as may be necessary to the purposes of such corporation.

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

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

To acquire, 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, trademarks and trade names, relating to or useful in connection with any business of this corporation.

To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or 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, nation or government, and while the owner thereof to exercise all the rights, powers and privileges of ownership.

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

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

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 capital stock when such use would cause any impairment of its capital except as otherwise permitted by law, and provided further that shares of its own capital belonging to it shall not be voted upon directly or indirectly.

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

In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Mississippi, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause in this certificate of incorporation, but the objects and purposes specified in each of the foregoing clauses of this article shall be regarded as independent objects and 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:

Five Hundred (500) shares of common stock of the par value of One and No/100 Dollars (\$1.00).

K. Maxwell Graves, Jr.

Thomas J. Holifield

Incorporators

STATE OF MISSISSIPPI

COUNTY OF JONES

This day personally appeared before me, the undersigned authority, K. Maxwell Graves, Jr., one of the incorporators of the corporation known as **Inland Corporation**, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 16th day of May, 1962.

Charlene H. Buntwell  
Notary Public



My Commission Expires:

July 26, 1962

STATE OF MISSISSIPPI

COUNTY OF JONES

This day personally appeared before me, the undersigned authority, Thomas J. Holifield, one of the incorporators of the corporation known as **Inland Corporation**, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 16th day of May, 1962.

Charlene H. Buntwell  
Notary Public



My Commission Expires:

July 26, 1962

Received at the office of the Secretary of State this the  
21<sup>st</sup> day of May, A. D 1962, together with  
the sum of \$ 170<sup>00</sup> deposited to cover the recording fee,  
and referred to the Attorney General for his opinion.

Huber Lodges  
Secretary of State

Jackson, Miss., May 21, 1962

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

Joe T. Patterson  
Attorney General

BY: Martini R. McLeod  
Assistant Attorney General



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

UNIVERSAL MANUFACTURING CORPORATION 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 22nd day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*Huber Lodner*  
Secretary of State

THE CHARTER OF INCORPORATION  
OF  
UNIVERSAL MANUFACTURING CORPORATION OF MISSISSIPPI

1. The corporate title of said company is:  
UNIVERSAL MANUFACTURING CORPORATION OF MISSISSIPPI.

2. The names of the incorporators are:

<u>Name</u>	<u>Street &amp; No.</u>	<u>City</u>	<u>State</u>
Fulton Thompson	118 No. Congress St.	Jackson, Mississippi	
R. H. Thompson	118 No. Congress St.	Jackson, Mississippi	

3. The domicile is at 118 North Congress Street, Jackson 5, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: Twenty-five thousand shares, all of which shares shall be common stock without par value. The sale price fixed for such shares shall be \$1.00 per share.

5. Period of existence is: Ninety-nine years.

6. The purpose for which it is created: To manufacture, construct and fabricate tools and dies and machinery of all kinds. To manufacture lamps and lighting fixtures of all types, transformers and any and all other electrical equipment of any type or character, in addition to all types of machinery.

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.

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 this

corporation.

To guarantee, purchase, own, hold, sell, transfer, assign, mortgage, pledge or otherwise dispose of and deal in the stocks, bonds, securities or evidences of indebtedness of other corporations, public or private, of this or any other state or government, including bonds or securities of any state or political subdivision thereof, and while the owner of such stock to exercise all the rights, privileges and immunities of ownership, including the right to vote thereon, provided, however, this corporation shall not acquire directly or indirectly, the whole or any part of the capital stock of any competing corporation doing business in Mississippi, nor directly or indirectly acquire the franchise, plant or equipment of any other competing corporation doing business in Mississippi if such other corporation be engaged in the same kind of business and be a competitor therein, but the foregoing prohibitions shall not apply to this corporation purchasing such stock in payment of an indebtedness, and not using the same by voting, or otherwise, to bring about or attempting to bring about, the substantial lessening of competition.

To borrow or raise moneys for any of the purposes of the corporation, and from time to time to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

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 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 have one or more offices, to carry on all or any of its operations and business and to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the States, Districts, Territories or Colonies of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory, Colony or Country.

7. Number of shares of each class to be subscribed and paid before the corporation may begin business:  
Five thousand (5000) shares of common stock without par value, amounting in the aggregate to Five Thousand Dollars (\$5000.00).


Signatures:

Julius Thompson  
R.H. Thompson

STATE OF MISSISSIPPI }  
COUNTY OF HINDS }

BOOK 132 PAGE 261

This day personally appeared before me, the undersigned authority Fulton Thompson and R. H. Thompson, incorporators of the corporation known as the UNIVERSAL MANUFACTURING CORPORATION OF MISSISSIPPI, 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 May, 1962.

  
F. C. Brown  
NOTARY PUBLIC, HINDS COUNTY MISSISSIPPI

My commission expires: Feb. 28, 1963

Received at the office of the Secretary of State this the 21<sup>st</sup> day of May A.D., 1962, together with the sum of \$ 60.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John L. Hodges  
Secretary of State

Jackson, Miss., May 21, 1962

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

Joe T. Patterson  
Attorney General

By Martin R. Milendon  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BARNWELL AND BARBOUR

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 22nd day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*John Lodner*  
Secretary of State

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

# THE CHARTER OF INCORPORATION OF

BARNWELL AND BARBOUR

1. The corporate title of said company is: Barnwell and Barbour

2. The names of the incorporators are:

Name	Street & No.	City	State
N. L. Swayze	Route 3	Yazoo City	Mississippi
Ethlyn B. Swayze	Route 3	Yazoo City	Mississippi

3. The domicile is at 229 South Main, Yazoo City Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

The amount of authorized capital stock shall be ~~XXXX~~ <sup>10,000</sup> shares of common stock of the par value of \$10.00 per share, being a total of \$100,000.00,

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

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

99 years

7. The purpose for which it is created:

To act as agent for insurance companies in soliciting and receiving applications for fire, casualty, plate glass, boiler, elevator, accident health, burglarly, rent, marine, credit and life insurance and all other kinds of insurance, the collection of premiums, adjustment of losses and doing such other business as may be delegated to agents by such companies and to conduct a general insurance agency and insurance brokerage business.



8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

Will begin business when 2000 shares of the common stock or a total of \$20,000.00 shall have been subscribed and paid.

Signatures: N. L. Swayze  
Ethlyn B. Swayze  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Yazoo

This day personally appeared before me, the undersigned authority N. L. Swayze and  
Ethlyn B. Swayze, \_\_\_\_\_,

incorporators of the corporation known as ~~the~~ BARNWELL AND BARBOUR  
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation, as ~~the~~  
(their) act and deed on this the 16th day of May, 1962

My Commission Expires: 6/7/64 Notary Public in and for Yazoo 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\_\_\_\_

Received at the office of the Secretary of State on the 21st day of May  
A. D., 1962, together with the sum of \$ 210 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

John L. Hodges  
Secretary of State

Jackson, Miss., May 21, 1962

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

Joe T. Patterson Attorney General  
By Martin A. McLeod  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

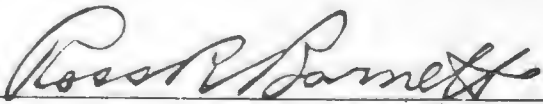
The within and foregoing Charter of Incorporation of

FAILS FUNERAL SERVICE, INC.

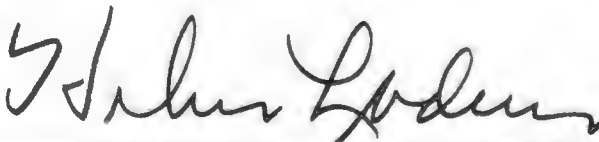
is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 22nd day of May, 1962.



  
Governor

By the Governor

  
Secretary of State

THE CHARTER OF INCORPORATION OF  
FAILS FUNERAL SERVICE, INC.

1. The corporate title of said company is Fails  
Funeral Service, Inc.
2. The names of the incorporators are:
 

<u>R. J. Green</u>	Postoffice:	<u>314 E. Live Oak Ave.</u> <u>Pascagoula, Mississippi</u>
<u>Verlie B. Green</u>	Postoffice:	<u>314 E. Live Oak Ave.</u> <u>Pascagoula, Mississippi</u>
3. The domicile of the corporation is: 314 East Live Oak  
Avenue, Pascagoula, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof:
 

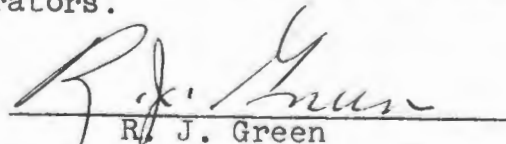
One Hundred Thousand Dollars (\$100,000.00) Common.
5. Number of shares for each class and par value thereof:
 

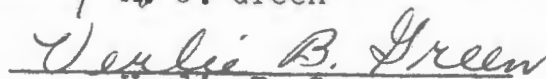
One Thousand (1000) shares of common, of the par value of One Hundred Dollars (\$100.00) each.
6. The period of existence shall be: Ninety-nine (99) years.
7. The purpose for which it is created:
 

To engage in undertaking, embalming and directing of funerals of deceased persons, the building and maintenance of mortuaries and funeral chapels, and the dealing in and selling of coffins, caskets, and all such other properties, goods, wares and merchandise as are incidental to and used in the business of undertakers and morticians; and also the buying, owning, holding, selling, letting and leasing, and dealing in and with real and personal property of every kind and nature; and also the owning and operating of motor vehicles and any other such modes or vehicles of conveyance for hire, which motor vehicles or other conveyances, including airplanes, now or may be used in the ordinary course of the business of undertaking, embalming, funeral directing and ambulance service.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.
8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:
 

Five (5) shares of \$100.00 par value common.
9. The corporation shall be organized on one day's written notice addressed to all incorporators.

  
R. J. Green

  
Verlie B. Green  
INCORPORATORS

STATE OF MISSISSIPPI

COUNTY OF JACKSON

This day personally appeared before me, the undersigned authority, R. J. GREEN and VERLIE B. GREEN, incorporators of the corporation known as Falls Funeral Service, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 17<sup>th</sup> day of May, 1962.

*Walter L. Taylor, Notary*

MY COMMISSION EXPIRES JAN. 23, 1963



Received at the office of the Secretary of State, this the 18<sup>th</sup> day of May

A. D., 1962, together with the sum of \$210<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*John Lodner*  
SECRETARY OF STATE.

Jackson, Miss.,

May 18, 1962

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.

*Joe T. Patterson*  
ATTORNEY GENERAL

By *Martin R. McLeod*  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SHERRY HOSIERY MILLS, 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 MAY 22, A. D., 1962.



*Roscoe Barnett*

Governor

By the Governor

*Hubert L. Adams*

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 for profit.

**THE CHARTER OF INCORPORATION OF**  
**SHERRY HOSIERY MILLS, INC.**

1. The corporate title of said company is: **Sherry Hosiery Mills, Inc.**

2. The names of the incorporators are:

Name	Street & No.	City	State
Sam E. Smith	Railroad at Bridge St.	Weissport	Pa.
Helen H. Smith	Railroad at Bridge St.	Weissport	Pa.
Joel Roth	140 West 31st St.	New York	N. Y.

3. The domicile is at 607 Collins St. Ellisville Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

1,000 shares common stock; par value of \$50.00 per share.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

No stock without par value.

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

Ninety-nine years.

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

To purchase or otherwise acquire, hold, own, mortgage, sell, convey, exchange, option, subdivide, or otherwise dispose of real and personal property of every class and description and any estate or interest therein, including leaseholds for any term, in any of the states, districts, territories, or colonies of the United States.

To purchase, lease, or otherwise acquire lands and buildings in this state, or elsewhere, for the erection and establishment of a manufactory or manufactories and workshops, with suitable plant, engines, motors, machinery, and equipment with a view to manufacture, buy, sell, import, and export, or otherwise deal in or with, as distributors and retailers, any of the wares, merchandise, or goods which this company may lawfully manufacture or deal in.

To erect, construct, maintain, improve, rebuild, enlarge, alter, manage, and control, directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, stores, offices, shops, warehouses, factories, mills, machinery, and plants, and any and all other structures and erections which may at any time be necessary, useful, or advantageous, for the purposes of the corporation.

To engage in the manufacture and sale of garments, hose and hosiery, wearing apparel, and other similar products; to operate a garment, hose and hosiery, and wearing apparel factory or factories; to engage generally in the manufacture, storage, distribution and sale of garments, hose and hosiery, and wearing apparel prepared from cotton, silk, synthetic fabrics, linen, wool or other materials; and to do any and all acts necessary, incidental, or convenient to the manufacture and sale of wearing apparel, hose and hosiery and garments, and the operation of a hosiery factory or factories.

To borrow money, and, from time to time, make, accept, indorse, execute, and issue bonds, debentures, promissory notes, bills of exchange, or other obligations of the corporation for moneys borrowed or in payment for property acquired or for any of the other objects or purposes of the corporation or its business, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreements in regard to, all or any part of the property, rights, or pledges of the corporation wherever situated, whether now owned or hereinafter to be acquired.

To make and enter into all manner and kinds of contracts, agreements, and obligations by or with any person or persons, corporation or corporations, for the purchasing, acquiring, holding, manufacturing, and selling, or otherwise dealing, in either as principal or agent upon commission or otherwise, any and all kinds of goods, articles, or personal property whatsoever, and generally with full power to perform any and all acts connected therewith or arising therefrom, or incidental thereto, and any and all acts proper or necessary for the purpose of the business.

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

NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: (Minimum sum of \$500.00 must be paid in.)

Twenty (20) shares of common stock.

Signatures:

*[Handwritten signatures]*

Sam E. Smith

Helen H. Smith

Joel Roth

Incorporators

ACKNOWLEDGMENT

STATE OF ~~MISSISSIPPI~~ PENNSYLVANIA

County of Carbon

This day personally appeared before me, the undersigned authority Sam E. Smith  
Helen H. Smith

incorporators of the corporation known as the Sherry Hosiery Mills, 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 16<sup>th</sup> day of May

Elaine W. Watto

ELAINE W. WATTO - Notary Public  
Lehig'ton, Carbon County, Pa.  
My Commission Expires August 23, 1965

STATE OF ~~MISSISSIPPI~~ NEW YORK

County of NEW YORK

This day personally appeared before me, the undersigned authority Joel Roth

incorporators of the corporation known as the Sherry Hosiery Mills, 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 17<sup>th</sup> day of May, 1962

Robert B. Levine

ROBERT B. LEVINE  
Notary Public, State of New York  
No. 41-7517650

Qualified in Queens County  
Commission Expires March 31, 1963

Received in the Office of the Secretary of State this the 22<sup>nd</sup> day of May

A. D., 1962, together with the sum of \$ 110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Huber Lodner

Secretary of State

Jackson, Miss., May 22, 1962

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

Joe T. Patterson

Attorney General

By Martin A. McLondon

Assistant Attorney General

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



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

B AND C LEASE 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 MAY 22, A D 1962.



*Ross Barnett*  
Governor

By the Governor

*Arthur L. Jordan*  
Secretary of State

THE CHARTER OF INCORPORATION

OF

B AND C LEASE SERVICE, INC.

1. The corporate title of said corporation is:

B AND C LEASE SERVICE, INC.

2. The names and Post Office addresses of the incorporators are:

(a) CLARENCE W. CONN, whose Post Office address is 603 South 28th Avenue, Hattiesburg, Mississippi;

(b) ROBERT O. SIGLER, whose Post Office address is 608 South 28th Avenue, Hattiesburg, Mississippi; and

(c) ROBERT L. HOWELL, whose Post Office address is 90 Lindsey Drive, Laurel, Mississippi.

3. The domicile of said corporation is:

512 1/2 MAIN STREET  
HATTIESBURG, MISSISSIPPI,  
FORREST COUNTY.

4. The amount of authorized capital stock of said corporation and full particulars as to the class or classes thereof, including all their privileges and restrictions, and the number of shares of each class are:

(a) The amount of authorized capital stock of said corporation is:

TEN THOUSAND AND NO/100 DOLLARS (\$10,000.00).

(b) Full particulars as to the class or classes thereof, including all their privileges and restrictions, and the number of shares of each class are: ONE HUNDRED (100) SHARES OF COMMON STOCK with a par value per share of

ONE HUNDRED AND NO/100 DOLLARS (\$100.00).

5. The period of existence of said corporation, not to exceed ninety-nine (99) years, is: NINETY-NINE (99) YEARS from the date of final approval of this Charter.

6. The purposes for which this corporation is created are: The objects and purposes of this corporation are, for itself or as agent or trustee for others in common interest, or jointly by contract with others, to engage in the operation and the administration of an oil field lease service, to conduct the operation and administration of work-over and drilling rigs for the complete and unlimited servicing of oil and gas wells, to sell, dispense, hold and mortgage oil field equipment of any kind, and to do any type and kind of hauling of this equipment, to store, collect, and sell oil field supplies, either wholesale or retail, and to engage in the conduct of any activity pertaining to an oil field lease servicing business, and to further engage in the prospecting for, drilling for, producing, operating, pumping, piping, storing, saving, refining, and selling, both at wholesale and retail, oil, gas, petroleum and all other minerals of every kind and character, wheresoever located, and any and all refinements or by-products thereof; and the operating and managing, for itself or for others, of wells or mines producing oil, gas, petroleum and all other minerals of every kind and character, and the accounting for, and distributing of, the production therefrom; and the buying, acquiring, selling, renting, leasing, contracting with others for the use, operating, retaining, dealing in and otherwise disposing of all types of prospecting, drilling and producing material, equipment, and machinery, tanks and other storage facilities, and any and all other related facilities and properties of every kind and type,

necessary or convenient for use in the full and complete attainment and performance of the objects and purposes herein stated. For itself or as agent, trustee or broker for others, or jointly by contract with others, to engage in the buying, acquiring, selling, leasing, assigning, retaining, owning, producing, managing, improving, operating, mortgaging, dealing in or otherwise disposing of, either absolutely or contingently, oil, gas, and petroleum products and by-products and other minerals of any and every kind and character, wells or mines producing the same, royalties therefrom, and any right, title, estate or interest therein and thereto or in lands believed to contain and bear the same, all wheresoever located. For itself or as agent for others, or jointly by contract with others, and to the same extent as natural persons might or could do, to acquire, deal in and dispose of real, personal and mixed property of any and all kinds and character, tangible or intangible, or any right or interest therein, including but expressly not limited thereto, 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 the State of Mississippi or any other state, country, or government, as well as the assets, securities, liabilities or evidence of indebtedness of any person, partnership, firm, or association; 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 or the United States of America. For itself or as agent or broker for others, or jointly by contract with others, to engage in and transact the business of investing and, generally, to make investments of every kind and character not violative of the laws of the State of Mississippi or the United States

of America. For itself or as agent or broker for others, or jointly by contract with others, to finance and refinance sales, enter into credit arrangements of every kind and character whatsoever, borrow and lend money, make and issue evidences of indebtedness of all kinds, whether secured or unsecured, without limit as to amount, and to secure the same by mortgage, pledge or otherwise, and generally to negotiate for, enter into, assume, make and perform all lawful contracts and agreements of every kind and description, and to engage in any and all lawful subjects or objects of commerce or trade, whether within or out of the State of Mississippi, exclusive of the construction or operation of a railroad or the carrying on of any insurance or banking business of any type, or the operation of a street railway, telegraph or telephone company. To do all and everything necessary, suitable, convenient, appropriate and proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinabove set forth, either alone or in association with other corporations, firms, or individuals; and to do every other act or acts, thing or things, necessary, incidental or pertinent to or growing out of or connected with the aforesaid business, its objects, purposes, and powers, or any part or parts thereof, it being intended that this Charter, as it defines the objects, purposes, and powers of said corporation, be given the broadest possible construction and interpretation and that all matters and things set forth herein be construed as being in aid and exemplification of the objects and purposes herein stated and of the powers herein granted, and not in limitation or definition thereof; provided, that none of the powers herein granted or the objects and purposes herein stated be inconsistent with

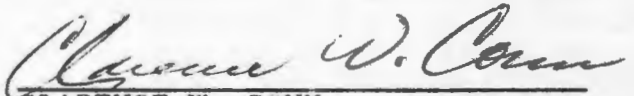
or violative of the laws under which this corporation is organized.


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

7. The number of shares of stock necessary to be subscribed and paid for before this corporation shall commence business under this Charter are:

TWENTY (20) SHARES.

WITNESS THE SIGNATURES of the said incorporators on this, the 15th day of MAY, A. D., 1962.

  
CLARENCE W. CONN

  
ROBERT O. SIGLER

  
ROBERT L. HOWELL

STATE OF MISSISSIPPI

COUNTY OF FORREST

This day personally came and appeared before me, the undersigned authority at law in and for said County and State, CLARENCE W. CONN, ROBERT O. SIGLER, AND ROBERT L. HOWELL, the Incorporators under the Charter of the corporation known as B AND C LEASE SERVICE, INC., who acknowledged that they did sign and execute the above and foregoing Articles of Incorporation of said corporation on the day and year therein mentioned and for the purposes therein stated as the free and voluntary act and deed of each of them.

Given under my hand and seal of office on this, the 15th day of MAY, A. D. 1962.



*Lee M. Patterson*  
NOTARY PUBLIC

My Commission Expires:

*October 26, 1964*

Received at the office of the Secretary of State, this the 22<sup>nd</sup> day of May

A. D., 1962, together with the sum of \$30<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Huber L. G. ...  
SECRETARY OF STATE.

Jackson, Miss.,

May 22, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin R. Milendon  
Assistant Attorney General.



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CAPITOL 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 affixed  
this MAY 22, A. D., 1962.



*Ross Barnett*  
Governor

By the Governor

*Hubert L. Godwin*  
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 for profit.

## THE CHARTER OF INCORPORATION OF

### CAPITOL CHEMICAL CORPORATION

1. The corporate title of said company is: Capitol Chemical Corporation

2. The names of the incorporators are:

Name	Street & No.	City	State
Carl W. Corkern	642 Daniel Circle	Jackson	Miss.
Mildred B. Corkern	642 Daniel Circle	Jackson	Miss.

3. The domicile is at Suite 967 Petroleum Bldg. Jackson Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

5,000 shares of Common Stock of the par value of \$1.00 per share with a total authorized Capital Stock of \$5,000.00, all of one class to be known as Common Stock.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

The sale price per share shall be \$1.00 per share with authority vested in the Board of Directors to increase the sales price of such stock.

6. Period of existence (not to exceed ninety-nine years) is: Ninety-nine (99) years.

To manufacture, produce, mix, combine and compound, purchase or otherwise acquire, own, deal in, pledge, sell, market and distribute, or otherwise dispose of rust removers, rust preventives, inhibitors, paints, oils, varnishes, colors and pigments, chemicals of every nature and description, dye and dyestuffs, acids, alkalis and salts, and all articles and materials necessary or useful in connection therewith.

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 this corporation.

To acquire, own, purchase, rent, lease, sell, mortgage or otherwise dispose of any and all real, personal or mixed property in connection with the business of this corporation.

To do all and every thing necessary, suitable and proper for the accomplishment of any of the purposes or attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either along or in association with other corporations, firms or individuals, and do every 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 is not inconsistent with the laws under which this corporation is organized.

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

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

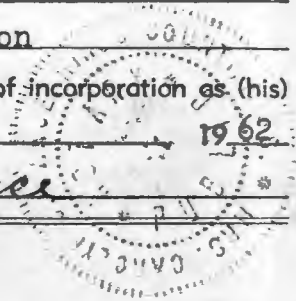
500 shares at a sales price of \$1.00 per share shall be subscribed and paid before the company may begin business.

Signatures: Carl W. Corkern  
Mildred B. Corkern  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of HINDS

This day personally appeared before me, the undersigned authority Carl W. Corkern and Mildred B. Corkern,  
\_\_\_\_\_  
\_\_\_\_\_  
incorporators of the corporation known as the Capitol Chemical 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 19th day of May 1962  
Mrs. Carolyn O. Vance  
My Commission Expires Aug. 24, 1965



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 on this the 22<sup>nd</sup> day of May  
A. D., 1962, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.  
John L. Gordon  
Secretary of State

Jackson, Miss., May 22, 1962

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.  
Joe T. Patterson  
Attorney General  
By Martin R. McLeod  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BAYOU VIEW SUPER MARKET, 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 May 22, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Hodges*

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 for profit.

## THE CHARTER OF INCORPORATION OF

**BAYOU VIEW SUPER MARKET, INC.**

1. The corporate title of said company is: **Bayou View Super Market, Inc.**

2. The names of the incorporators are:

Name	Street & No.	City	State
R. S. Query	301 Northline Street	Metairie,	Louisiana
W. J. Chadwick	18 Farnham Place	Metairie,	Louisiana

3. The domicile is at 4802 Washington Avenue, Gulfport, Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

**Ten Thousand Dollars (\$10,000.00) capital stock; being 1000 shares at \$10.00 per share.**

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

**Ten Dollars (\$10.00) per share.**

6. Period of existence (not to exceed ninety-nine years) is: **Ninety-nine years.**

7. The purpose for which it is created:

To own, operate and control a wholesale and retail business, buying and selling at wholesale or retail, groceries, meat, feeds, fruits, vegetables, legal beverages and confections, provisions, food supplies, wares, produce and all other articles and things incidental to a general grocery, vegetable, poultry, seafood, produce, food stores and markets and super markets.

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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: (Minimum sum of \$500.00 must be paid in.)

Five Hundred Shares (500) at Ten Dollars per share.

Signatures: R. S. Query  
W. J. Chadwick  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

LOUISIANA  
STATE OF ~~MISSISSIPPI~~ }  
~~MISSISSIPPI~~ PARISH OF Orleans }

This day personally appeared before me, the undersigned authority, a Notary Public,  
R. S. QUERY and W. J. CHADWICK  
R. S. Query W. J. Chadwick  
incorporators of the corporation known as the BAYOU VIEW SUPER MARKET, 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<sup>st</sup> day of May, 1962

William M. Barnett, N.P.  
Notary Public  
My commission is issued for life  
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 22<sup>nd</sup> day of May  
A. D., 1962, together with the sum of \$ 30.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.  
Hubert Lodner  
Secretary of State

Jackson, Miss., May 22, 1962  
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitu-  
tion and laws of the State, or of the United States.  
Joe T. Patterson  
Attorney General  
By Martin R. McLondon  
Assistant Attorney General

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



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

WESTWOOD 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 May 22, A. D., 1962.



*Ross Barnett*  
Governor

By the Governor

*Hubert L. Jordan*  
Secretary of State

CHURCH BUILDING & SAVINGS ASSOCIATION

Church Resolution Authorizing Incorporation

WESTWOOD BAPTIST Church  
Key Field  
Meridian, Mississippi  
Address

WHEREAS, the above named Church, by proper resolution has heretofore named, constituted and appointed R. E. Foster, E. S. Cooper, and G. R. Peden,  
\_\_\_\_\_,  
\_\_\_\_\_ and \_\_\_\_\_,  
as its Trustees to manage and hold title to properties and other assets of the Church, and

WHEREAS, the membership of said Church, at a meeting duly called for said purpose, determined, decided and voted by resolution to incorporate said Church and issue building bonds for repairs and new construction through Church Building & Savings Association, and in order to accomplish said purpose, adopted the following resolution, to-wit:

"Be it resolved that the above named Trustees be and they are hereby duly named, constituted and appointed to act for said Church and in its behalf in whatever action may be necessary or desirable to incorporate said Church for religious Purposes; and they are, furthermore, authorized and empowered for and on behalf of the Church to act as incorporators, to enter into written agreements, contracts and covenants with Church Building & Savings Association, and any and all other persons or firms necessary to accomplish the issuance of a bond program to finance repairs and new construction, and to take any and all other steps as may be necessary or advisable to effect a corporation or for the purpose of issuing building bonds for repairs to said Church or for new construction. The named Trustees are, furthermore, authorized and empowered to hypothecate the properties of the Church or its assets, to enter into contracts, to issue bonds, make promissory notes, borrow money, or any other like matters which may be necessary or advisable for new church building construction or repair.

"Be it further resolved that the named Trustees shall continue in office with full authority herein granted until Successor Trustees have been duly and properly elected and qualified.

"Be it further resolved that the Church be bound by this resolution and the acts of its Trustees.

"This resolution adopted by the Church at a meeting duly called for said purpose on this the 6th day of May, 19 62."

We, the undersigned Pastor and Secretary ~~or Church Clerk~~ of the above named Church, do hereby each certify that we hold the position opposite our names and further certify that the above and foregoing resolution was duly and properly adopted by the membership of said Church at a meeting called for said purpose on the 6th day of May, 19 62. The above resolution appears on the official minutes of said Church.

WITNESS OUR SIGNATURES, this the 7th day of May, 19 62.

Wade Allen  
Pastor

Mrs. G. V. Warren  
Secretary (or Clerk)

STATE OF MISSISSIPPI

COUNTY OF LAUDERDALE

Sworn to and subscribed before me, this the 7th day of May, 19 62.

Walter J. [Signature]  
Notary Public



CHARTER OF INCORPORATION

WESTWOOD BAPTIST CHURCH

Meridian, Mississippi

I.

The corporate title of said company is WESTWOOD BAPTIST CHURCH.

II.

The names of the incorporators are R. E. Foster, 5928 First Street, Meridian, Mississippi; E. S. Cooper, 2413-44th. Avenue, Meridian, Mississippi; and G. R. Peden, 533-49th. Avenue, Meridian, Mississippi. All of the above named incorporators are bona fide, adult, resident citizens of the State of Mississippi.

III.

The domicile of the Corporation is 2801 G. Street, Station 1, Meridian, Mississippi.

IV.

Amount of capital stock and particulars as to class and classes thereof: None. This is to be a non-profit religious 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 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; there shall be no individual liabilities against the members for the corporate debts, but the entire corporate property shall be liable for the claims of creditors.

V.

The number of shares for each class and par value thereof: None.

VI.

Period of existence (not to exceed ninety-nine (99) years) is perpetual. (Non-profit corporation may have perpetual existence.)

VII.

The purposes for which the corporation is created:

1. To further by all proper and legal agencies and means the religious and moral instruction and the support of public worship, building of churches and chapels, and the maintenance of all missionary undertakings.
2. To secure and circulate literature with reference to religious and moral instruction.
3. To collect tithes and offerings from members and the public, to make gifts and appropriations from any and all its resources from time to time, to carry out the objects and purposes of the corporation, to hypothecate its income and its property of all kinds for the purpose of repairing and maintaining or building of churches or other structures used or maintained for the purposes of the corporation, to generally organize and act as a Southern Baptist Church in all respects not contrary to law.
4. To carry out all purposes and objects whether specified herein or not, which are desirable, advantageous, or incidental to the purposes for which this corporation is formed.
5. To borrow money and secure same and issue bonds of the corporation for the purpose of building, maintaining, or repairing buildings or structures which are used in connection with the purposes of this corporation.
6. No dividends shall be declared or paid to members and no members shall personally gain or secure individual profit from said corporation.
7. None of the real or personal property shall ever be

used or expended except in carrying out legitimate ends and aims 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, 1942, and amendments thereto.

VIII.

Number of shares of each class to be subscribed and paid before the corporation may begin business: None.

R. E. Foster  
R. E. Foster

E. S. Cooper  
E. S. Cooper

G. R. Peden  
G. R. Peden

STATE OF MISSISSIPPI

COUNTY OF LAUDERDALE

This day personally appeared before me, the undersigned R. E. Foster, E. S. Cooper and G. R. Peden, incorporators of the Corporation known as Westwood Baptist Church, who each acknowledged that they signed, executed and delivered the above and foregoing Articles of Incorporation as their act and deed on this the 18<sup>th</sup> day of MAY, 1962.

Walter D. Moore  
Notary Public

My Commission Expires:

My Commission Expires Feb. 9, 1965.



Received at the office of the Secretary of State this  
the 22<sup>nd</sup> day of May, 1962, A. D., together  
with the sum of Twenty Dollars (\$20.00) deposited to us as recording  
fee, and referred to the Attorney General for his opinion.

Helen Ladner  
Secretary of State

Jackson, Mississippi, May 22, 1962.

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

Joe T. Patterson  
Attorney General

BY: Martin R. McLeod  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

GULF PARK WATER 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 MAY 22, A.D., 1962.



*Ross Barnett*

Governor

By the Governor

*John L. Gordon*

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 for profit.

**THE CHARTER OF INCORPORATION OF**GULF PARK WATER CO., INC.

1. The corporate title of said company is: Gulf Park Water Co., Inc.

2. The names of the incorporators are:

Name	Street & No.	City	State
John H. Stennis	1347 Deposit Guaranty Bank Bld.,	Jackson,	Mississippi
Robert H. Weaver	1347 Deposit Guaranty Bank Bld.,	Jackson,	Mississippi

3. The domicile is at Rt 2, Box 50-A, Ocean Springs, Mississippi  
(Street and No.) (City) (State)4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

The total amount of authorized capital stock of the corporation is five hundred (500) shares with a total par value of \$5,000.00 divided into five hundred (500) shares of common stock of a par value of \$10.00 per share with a total par value of \$5,000.00. The common stock of the corporation shall be issued in such amounts and shall be sold at such price or prices, not less than par, as the Board of Directors may from time to time and at any time determine. The voting privileges of the shares of common stock shall be: Each share of common stock shall be entitled to one vote in the election of directors and in all other matters upon which stockholders are entitled to vote.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

6. Period of existence (not to exceed ninety-nine years) is: Ninety-nine (99) years.



7. The purpose for which it is created:

To own and operate water wells and water works; to drill wells; to acquire water by purchase, development or otherwise; to construct reservoirs, water towers, erect pumping machinery; lay water mains, pipes, gates, valves and hydrants; to sell water; to buy, own, sell or lease such real property as may be necessary or incident to the proper conduct of said business; to borrow money and to give as security therefor any and all of the assets of the Company. And generally to do all things necessary, incidental, or proper in the operation of such business.

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

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

Fifty (50) shares of common stock of the par value of \$500.00.

Signatures: John H. Stennis  
JOHN H. STENNIS  
Robert H. Weaver  
ROBERT H. WEAVER  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

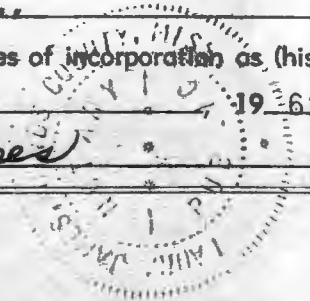
ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of HINDS }

This day personally appeared before me, the undersigned authority JOHN H. STENNIS and  
ROBERT H. WEAVER, \_\_\_\_\_,

incorporators of the corporation known as the Gulf Park Water Co., Inc.  
who acknowledged that ~~he~~ (they) signed and executed the above and foregoing articles of incorporation as (his)  
(their) act and deed on this the 17th day of May, 1962

My commission expires: June 4, 1962 Laura James  
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 21st day of May  
A. D., 1962, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

Hubert Lodner  
Secretary of State

Jackson, Miss., May 22, 1962

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

Joe T. Patterson  
Attorney General  
By Martini R. McLeod  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

COAST TRAILER CORP.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this May 22, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Jordan*

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 for profit.

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**THE CHARTER OF INCORPORATION OF**


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**COAST TRAILER CORP.**


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1. The corporate title of said company is: Coast Trailer Corp.

2. The names of the incorporators are:

Name	Street & No.	City	State
John H. Stennis	1347 Deposit Guaranty Bank Bld.	Jackson,	Miss.
Dorothy Frazier	1347 Deposit Guaranty Bank Bld.	Jackson,	Miss.

3. The domicile is at Briarfield Avenue, P.O. Box 287, Biloxi, Mississippi  
(Street and No.) (City) (State)4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

The total amount of authorized capital stock of the corporation is five thousand (5,000) shares with a total par value of \$5,000.00 divided into five thousand (5,000) shares of common stock of a par value of \$1.00 per share with a total par value of \$5,000.00. The common stock of the corporation shall be issued in such amounts and shall be sold at such price or prices, not less than par, as the Board of Directors may from time to time and at any time determine. The voting privileges of the shares of common stock shall be: Each share of common stock shall be entitled to one vote in the election of directors and in all other matters upon which stockholders are entitled to vote.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

6. Period of existence (not to exceed ninety-nine years) is: Ninety-nine (99) years.

7. The purpose for which it is created:

To acquire by purchase, lease, or otherwise, lands and interests in lands, to own, hold, improve, develop, and manage any lands so acquired for the purpose of conducting thereon a general trailer park business and for the purpose of renting, leasing, and letting such lands, whether improved or unimproved, for the conduct of any lawful business, trade, or occupation, customarily associated with trailer parks, and to purchase or otherwise acquire trailers and lease, encumber, sell, transfer or otherwise dispose of such trailers.

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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

Five hundred (500) shares of common stock of the par value of \$500.00.

Signatures:

*John H. Stennis*  
JOHN H. STENNIS

*Dorothy Frazier*  
DOROTHY FRAZIER

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

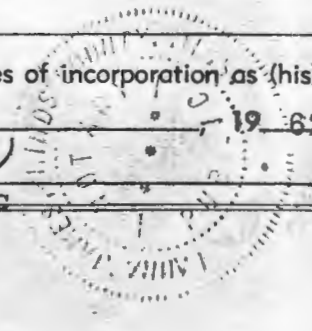
County of HINDS

This day personally appeared before me, the undersigned authority John H. Stennis and Dorothy Frazier

incorporators of the corporation known as the Coast Trailer Corp.

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 May, 1962.

My commission expires: June 4, 1962 *Laura James*  
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 21<sup>st</sup> day of May, A. D., 1962, together with the sum of \$20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*John Godwin*  
Secretary of State

Jackson, Miss., May 22, 1962

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

*Joe T. Patterson*  
Attorney General  
By *Martin A. McLeod*  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

KAISER RUNNELS DEVELOPMENT 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                      MAY 22, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Hodges*

Secretary of State

CHARTER OF INCORPORATION  
OF  
KAISER RUNNELS DEVELOPMENT CORPORATION

I.

The corporate title of this corporation is:  
KAISER RUNNELS DEVELOPMENT CORPORATION.

II.

The names and street addresses of the incorporators are:

KAISER C. RUNNELS  
1005 RIVER AVENUE  
HATTIESBURG, MISSISSIPPI

MORAN M. POPE, JR.  
509 MAIN STREET  
HATTIESBURG, MISSISSIPPI

III.

The domicile of the corporation is:

1005 RIVER AVENUE  
HATTIESBURG, FORREST COUNTY,  
MISSISSIPPI.

IV.

The amount of the capital stock of this corporation is \$1,000,000.00, divided into 1,000,000 shares of common stock of the par value of \$1.00 per share, and each and every share of said stock shall have the same rights and privileges.

V.

The sale price per share of stock shall be \$5.00 per share. The Board of Directors shall have full power and



authority to increase the sale price of said stock, if desired.

VI.

The period of existence of the corporation is 99 years.

VII.

The purpose for which this corporation is created is to purchase, lease, or otherwise acquire lands and buildings in this state or elsewhere, for the development of housing subdivisions and shopping centers and to sell said real estate, houses and shopping centers, and to buy and sell and manage timber lands, and to generally buy and sell real property of whatever nature for all lawful purposes.

VIII.

In addition to the purpose above set out, this corporation shall have the following purposes and powers:

(a) To engage in business generally to service mortgages and other evidences of debt, including but not restricted to warehouse receipts, commercial paper, and accounts receivable, and to issue debt instruments and to act as a commission merchant, broker and factor, and to apply, own and purchase accounts, notes, deeds of trust, mortgages, all types of evidences of debt, and any and all kinds of security, real and personal, for any money and debts due to the corporation or to any other person, firm, association, or corporation, and to collect accounts, notes, deeds of trust, mortgages, and evidences of debt, for any money and debt due to any other person, firm, association, or corporation; to take notes, deeds of trust, mortgages, and evidences of debt, and any and all kinds of security, real and personal, for moneys and debts

due the corporation, and to mortgage, pledge, sell, transfer, assign, and otherwise dispose of, its personal and real property.

(b) To do business on credit as well as for cash; to lend money; to borrow money, and 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 or interest therein.

(c) 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.

(d) 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 organized under the laws of this state, or any other state, country or government, and while the owner thereof to exercise all the rights, powers and privileges of ownership not in violation of the laws of the State of Mississippi.

(e) To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage, or otherwise dispose of letters patent of the United States, or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks and trade names, relating to or useful in connection with any business of the corporation.

(f) 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, firm,

association, corporation, municipality, county, body politic, or any government or governmental subdivision.

(g) To own, acquire, purchase, rent, lease, construct, establish, operate, hypothecate, and maintain any and all offices, buildings, improvements, plants or factories, necessary, convenient, or incidental or desirable to the conduct of the enterprises of the corporation not in violation of the laws of the State of Mississippi, and to purchase, own, sell, or hypothecate commercial papers, build, and repair dwelling houses of every kind and structures of all kinds, and to sell, exchange, lease or hypothecate the same as it may be necessary in furtherance of the proper prosecution of the business and affairs of the corporation; to act as real estate agent and broker or as escrow agent in any transaction pertaining to the affairs or business of said corporation.

(h) To subscribe for, purchase, or otherwise acquire, and hold with the same rights of ownership therein, including the right to vote, the same as may be permitted to natural persons, the shares, bonds, and obligations of any corporation organized under the laws of any state.

(i) To purchase, hold, sell, and transfer shares of its own capital stock, bonds, and other obligations of this corporation from time to time to such extent and in such manner and upon such terms as its Board of Directors may determine.

(j) To do and perform any and all acts or things necessary, desirable or convenient or incidental to the exercise and obtainment of the object and purposes hereinabove set out, not contrary to laws of the State of Mississippi.

(k) To lend and advance money or give credit, and to act as guarantor for the debts and obligations of other

persons, firms, or corporations; but nothing herein contained shall be construed to give this corporation banking powers.

(1) 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 all amendments thereto, and by all other laws of the State of Mississippi.

The foregoing clauses shall be construed both as objects and powers, and it is expressly provided that the foregoing enumeration of the 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 clauses are and shall be independent objects and powers, respectively.

IX.

The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is 600 shares of a par value of \$1.00 each.

IN WITNESS WHEREOF, the undersigned and within named incorporators have hereunto affixed their signatures on this the 15<sup>th</sup> day of MAY, 1962.

  
\_\_\_\_\_  
Kaiser C. Rundsels

  
\_\_\_\_\_  
Moran M. Pope, Jr.

INCORPORATORS

STATE OF MISSISSIPPI

COUNTY OF FORREST

This day appeared before me, the undersigned authority in and for said county and state, KAISER C. RUNNELS and MORAN M. POPE, JR., who each acknowledged that they did sign, execute and deliver the above and foregoing Charter of Incorporation on the day and year therein mentioned as and for the purposes named as their own free and voluntary act and deed.

WITNESS my signature and seal of office on this the 15<sup>th</sup> day of MAY, 1962.



Lloyd Ward  
NOTARY PUBLIC

My Commission Expires:

Jan 18, 1966  
(SEAL)

Received at the office of the Secretary of State,  
this the 21<sup>st</sup> day of May, 1962, together with the  
sum of \$500.00 deposited to cover the recording fee, and  
referred to the Attorney General for his opinion.

Huber Lodner  
Secretary of State

Jackson, Mississippi  
May 21, 1962

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  
of America.

JOE T. PATTERSON  
Attorney General

BY Martin R. McLeod  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

ALTO, 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      MAY 22, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Jordan*

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 for profit.

## THE CHARTER OF INCORPORATION OF

ALTO, INC.

1. The corporate title of said company is: Alto, Inc.

2. The names of the incorporators are:

Name	Street & No.	City	State
M. E. TROWBRIDGE	1510 Brecon Drive	Jackson	Mississippi
VERNON SEALS	General Delivery	Madison	Mississippi

3. The domicile is at 226 East Rankin Street Jackson Mississippi  
(Street and No.) (City) (State)4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

\$10,000.00, All common stock having par value of \$100.00 per share.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

100 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



To engage in the business of buying, selling, trading, distributing, leasing and otherwise dealing in and with, as wholesalers and retailers, new and used automobiles, trucks and other kinds of vehicles, and tires, tubes and accessories of every class and description, and gasoline, oil, grease and parts of every class and description; to repair and service automobiles, trucks and all types and kinds of vehicles, machinery and equipment.

To buy, sell, trade, hypothecate, improve, repair, construct, mortgage, invest in and otherwise acquire and dispose of any and every kind of real, personal and mixed properties, including oil, gas and mineral interests.

To act as agent or broker for insurance companies in soliciting and receiving applications for fire, casualty, plate glass, automobiles, trucks and other motor vehicles, accident, health, burglary, marine, credit, and life insurance, and all other kinds of insurance, the collection of premiums, and doing such other business as may be delegated to agents or brokers by such companies and to conduct a general insurance agency and insurance brokerage business.

To do any and all things necessary, suitable and proper for accomplishment of the purposes herein set forth

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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

Minimum of five (5) shares of common stock at \$100.00 per share.

Signatures: M. E. TROWBRIDGE  
VERNON SEALS  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of HINDS

This day personally appeared before me, the undersigned authority \_\_\_\_\_ of law  
M. E. TROWBRIDGE and VERNON SEALS,

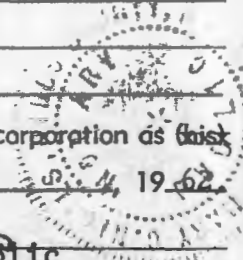
incorporators of the corporation known as the ALTO, INC.

who acknowledged that ~~he~~ (they) signed and executed the above and foregoing articles of incorporation as (his)  
(their) act and deed on this the 17th day of May

My commission expires:

2/3/1963

Mary G. Nicola  
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 21<sup>st</sup> day of May  
A. D., 1962, 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., May 21, 1962

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

Joe T. Patterson  
Attorney General

By Martin A. McLendon  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

STURRUP & BADDOUR, 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 MAY 22, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*John L. Godwin*

Secretary of State

CHARTER OF INCORPORATION

OF

STURRUP & BADDOUR, INC.

1. The corporate title of said company is STURRUP & BADDOUR, INC.

2. The name of the incorporators are: Herbert Glazer, Morris L. Strauch, and Ila L. Williams, all of Commerce Title Building, Memphis, Tennessee.

3. The domicile of said company is at 221 West South Main Street, Forest, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: The total number of shares of all classes of stock which this corporation shall be authorized to issue is 200 shares of common stock, each share having a par value of \$100. Each share of common stock shall have one vote.

5. The period of existence of the corporation is 99 years.

6. The purposes for which the corporation is created are:

Section A: To manufacture, buy, sell, export, import and generally deal in, at retail or wholesale, as owners, jobbers, factors or consignees, or in any other capacity, dry goods, clothing, wearing apparel, textile fabrics, hats, caps, millinery, footwear of any and every kind and all articles and merchandise of like general character and description and, without limitation, any other line, item, product, supply or merchandise incidental or allied therewith.

Section B: To establish and conduct stores and shops for the transaction of any and every kind of merchandise business.

Section C: To manufacture, buy, sell, export, import and generally deal in, at retail or wholesale, as owners, jobbers, factors or consignees, or in any other capacity, all merchandise and supplies of every kind and character.

Section D: To buy, sell, exchange, mortgage, improve, lease and sublet real estate. ~~improved~~ and unimproved.

Section E: To conduct business in the State of Mississippi or other states, the District of Columbia, the territories and colonies of the United States and in foreign countries and to have one or more offices both out of and within the State of Mississippi.

In any state or country or political division thereof in which the corporation may have qualified to do business it shall have all the objects and powers herein set forth but only to such extent as may be permitted by the laws of such state or country or political division thereof to any business or commercial corporation.

Section F: To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or any amendments thereof or necessary or incidental to the protection and benefit of this corporation; and in general, to carry on any lawful business necessary or incidental to the attainment of the objects of this corporation whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation or any amendment thereof.

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of specific objects or powers shall not be held to limit or restrict in any manner either the objects or powers of the corporation and that the corporation shall possess such incidental powers as are reasonably necessary or convenient for the accomplishment of any of the objects or powers hereinbefore enumerated either alone or in association with any government, state, municipality, corporation, association, partnership, person, organization, or entity whatsoever, as principals, agents, contractors or otherwise.

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

7. The number of shares of the capital stock of this corporation are which/to be subscribed and paid for prior to the corporation's beginning business is ten (10) shares of common stock.

We, the undersigned, apply to the State of Mississippi, by virtue of the laws of the land, for a Charter of Incorporation for the purposes and with the powers, etc. declared in the foregoing instrument.

Witness our hands the 18<sup>th</sup> day of May, 1962.

Herbert Glazer  
Herbert Glazer

Morris L. Strauch  
Morris L. Strauch

Ila L. Williams  
Ila L. Williams

STATE OF TENNESSEE

COUNTY OF SHELBY

This day, personally appeared before me, the undersigned authority, Herbert Glazer, Morris L. Strauch and Ila L. Williams, incorporators of the corporation known as Sturup & Baddour, Inc., who acknowledged that they signed and executed the above and foregoing Articles of Incorporation as their act and deed on this 15<sup>th</sup> day of May, 1962.

William W. Goodman  
NOTARY PUBLIC

My commission expires:

January 20, 1964.

Received at the office of the Secretary of State, this the 21<sup>st</sup> day of May, 1962, together with the sum of \$50.00 deposited to cover this recording fee, and referred to the Attorney General for his opinion.

William W. Goodman  
Secretary of State

May 21, 1962

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

Joe T. Patterson  
Attorney General

By: Martini R. McLeod  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CORSAIR PETROLEUM 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 MAY 22, A. D., 1962.



*Ross Barnett*  
Governor

By the Governor

*Hubert L. Hodges*  
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 for profit.

# THE CHARTER OF INCORPORATION OF

## CORSAIR PETROLEUM CORPORATION

1. The corporate title of said company is: Corsair Petroleum Corporation

2. The names of the incorporators are:

Name	Street & No.	City	State
R. L. Adams	1064 Arbor Vista Blvd.	Jackson,	Mississippi
S. C. Vickery	1319 Robinson Street	Jackson,	Mississippi

3. The domicile is at First National Bank Building, Jackson, Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

Two Hundred Thousand Dollars (\$200,000) to consist of Two  
 Hundred Thousand (200,000) shares of common stock of the  
 par value of One Dollar (\$1.00) each.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

Not applicable.

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

Ninety-nine years.

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

- (a) To engage in the acquisition and production of petroleum, natural gas, gaseous substances, and other minerals being referred to herein as "petroleum products",
- (b) To acquire lands, minerals, royalties, and leasehold estates and to buy and sell said real property interests;
- ~~(c)~~ To drill and operate oil and gas wells;
- (d) To gather petroleum products in storage facilities and transport said petroleum products in commerce;
- (e) To produce, purchase and otherwise acquire petroleum products and to buy and sell said products;
- (f) To build, construct and purchase warehouses, storage depots, and other facilities;
- (g) To manufacture, purchase, sell, import and otherwise deal in machinery and equipment for use in the prosecution of the business of the company;
- (h) To engage in the business of refining petroleum products and marketing the refined products;
- (i) To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers, herein set forth, either alone or associated with others, and incidental or pertaining to, or growing out of, or connected with its business of powers, providing the same shall not be inconsistent with the laws of the State of Mississippi;
- (j) To exercise any and all of the powers, privileges, rights, and immunities granted to corporations organized under and by virtue of the laws of the State of Mississippi.

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

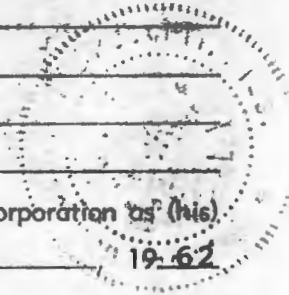
Ten thousand (10,000) shares of common stock, par value  
of One Dollar (\$1.00) each.

Signatures: *R. L. Adams*  
R. L. Adams  
*S. C. Vickery*  
S. C. Vickery  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of HINDS

This day personally appeared before me, the undersigned authority, R. L. Adams  
S. C. Vickery,  
\_\_\_\_\_  
\_\_\_\_\_  
incorporators of the corporation known as the Corsair Petroleum 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 14th day of May 1962



*Buffy St Majors*  
*my cop. exp. 9-6-64*

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 May  
A. D., 1962, together with the sum of \$ 410.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

*John L. Adams*  
Secretary of State

Jackson, Miss., May 18, 1962

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

*Joe T. Patterson*  
Attorney General  
By *Martin A. Milendon*  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

AUTOMOTIVE PRODUCTS COMPANY  
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 MAY 22, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Jordan*

Secretary of State

THE  
CHARTER OF INCORPORATION  
OF  
AUTOMOTIVE PRODUCTS COMPANY OF MISSISSIPPI, INC.

I.

The corporate title of said corporation is: AUTOMOTIVE PRODUCTS COMPANY OF MISSISSIPPI, INC.

II.

The names and Post Office Addresses of the Incorporators are:

George M. Gartrell 2419 - 46th Street Meridian, Miss.

Dorothea C. Gartrell 2419 - 46th Street Meridian, Miss.

III.

The domicile of the corporation in this state is 1910 - Second Street, Meridian, Lauderdale County, Mississippi.

IV.

The amount of authorized capital stock, with full particulars as to the class or classes thereof, including all their privileges and restrictions:

There shall be one class of stock, common.

The amount of the authorized common capital stock of the corporation is \$100,000.00 divided into 1000 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.

V.

The period of existence of the corporation is 99 years.

VI.

The purpose for which it is created:

To deal generally in the purchase and sale of automotive parts and products both wholesale and retail; to own and operate machine shops; to purchase, acquire, own, exchange, rent, lease, mortgage, sell and otherwise deal in real and personal property of every kind and character; to borrow or raise moneys for any of the purposes of the corporation and to execute and issue all types of evidences of indebtedness and to secure the payment thereof by mortgage upon or pledge, conveyance or assignment in trust of all or any part of the property of the corporation; to buy, sell and deal generally in the stocks, bonds and other securities of other corporations or of the United States Government, States, Counties, Municipalities and other governmental entities and functions; to enter into, make and perform any and all kinds of lawful contracts, agreements and obligations with any other person, firm, association, corporation, municipality, county, state, school district, body politics, or other governmental entities and functions; and to do and perform any and all acts or things necessary, desirable, convenient or incidental to the exercise or attainment of any of the objects or purposes herein described or any part thereof, not contrary to law, and to carry on any other business in connection with any of the foregoing, and to do any or all of such things to the same extent as natural persons might or could do.

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

VII.

The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business shall be fifty shares of common stock of the par value of \$100.00 per share.

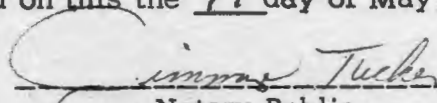
  
Incorporator

  
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, GEORGE M. GARTRELL and DOROTHEA C. GARTRELL, incorporators of the corporation known as AUTOMOTIVE PRODUCTS COMPANY OF MISSISSIPPI, 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 17<sup>th</sup> day of May, 1962.



Notary Public

My Commission Expires Sept. 3, 1962



Received at the office of the Secretary of State, this the 18<sup>th</sup> day of May

A. D., 1962, together with the sum of \$ 210<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Hodges  
SECRETARY OF STATE.

Jackson, Miss.,

May 18, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin R. McLeod  
Assistant Attorney General.



# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

GULF PARK REALTY, 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 the 22nd day of May  
A. D., 1962.*

*Attest:*

*Secretary of State.*

*Governor.*

CERTIFICATION OF RESOLUTION OF STOCKHOLDERS  
AUTHORIZING AMENDMENT TO CHARTER OF INCORPORATION

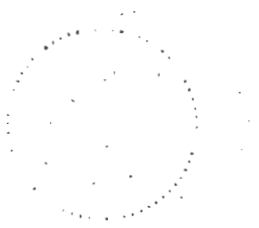
I, H. V. Watkins, Secretary and Treasurer of Gulf Park Realty, Inc., do hereby certify that the following is a true and correct copy of a resolution adopted by a unanimous vote of the stockholders of Gulf Park Realty, Inc. at a meeting held on the 4th day of May, 1962, as the same does appear in the Minute Book of said corporation, notice of such meeting having been waived by all stockholders:

"RESOLVED, that Paragraph 3 in the Charter of Incorporation of Gulf Park Realty, Inc. be amended by striking the present Paragraph 3, which reads: "The domicile is at 620 Communny Avenue, Pascagoula, Mississippi," and inserting a new Paragraph 3 to read as follows: "The domicile is at Route 2, Box 50-A, Ocean Springs, Mississippi."

Witness my signature this, the 18th day of May, 1962.

  
\_\_\_\_\_  
H. V. Watkins, Secretary  
Gulf Park Realty, Inc.

(SEAL)



AMENDMENT TO CHARTER OF INCORPORATION  
OF  
GULF PARK REALTY, INC.

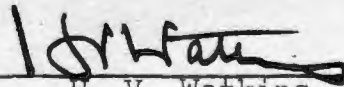
Delete Paragraph 3, which reads:

"The domicile is at 620 Communy Avenue,  
Pascagoula, Mississippi,"

and insert a new Paragraph 3 to read as follows:

"The domicile is at Route 2, Box 50-A, Ocean  
Springs, Mississippi."

Witness the signature of the Secretary of the Corpora-  
tion this, the 21 day of May, 1962.

  
\_\_\_\_\_  
H. V. Watkins, Secretary  
Gulf Park Realty, Inc.

STATE OF MISSISSIPPI  
COUNTY OF HINDS

This day personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named H. V. Watkins, Secretary of Gulf Park Realty, Inc., a Mississippi corporation, who acknowledged to me that he is Secretary of Gulf Park Realty, Inc., and that acting in such capacity, he executed the above and foregoing Amendment to the Charter of Incorporation of Gulf Park Realty, Inc., having first been authorized so to do.

Given under my hand and official seal this, the 21 day  
of May, 1962.

  
\_\_\_\_\_  
Notary Public

My commission expires:  
June 4, 1962

Received at the office of the Secretary of State, this the 21<sup>st</sup> day of May

A. D., 1962, together with the sum of \$10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John L. Hodges  
SECRETARY OF STATE.

Jackson, Miss.,

May 22, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin A. McLeod  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

GULF PARK INVESTMENTS, 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 the 22nd day of  
May, A. D., 1962.

*Ross Barnett*

Governor.

Attest:

*Hubert L. Adams*

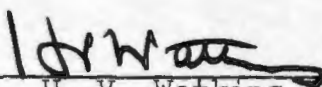
Secretary of State.

CERTIFICATION OF RESOLUTION OF STOCKHOLDERS  
AUTHORIZING AMENDMENT TO CHARTER OF INCORPORATION

I, H. V. Watkins, Secretary and Treasurer of Gulf Park Investments, Inc., do hereby certify that the following is a true and correct copy of a resolution adopted by a unanimous vote of the stockholders of Gulf Park Investments, Inc. at a meeting held on the 4th day of May, 1962, as the same does appear in the Minute Book of said corporation, notice of such meeting having been waived by all stockholders:

"RESOLVED, that Paragraph 3 in the Charter of Incorporation of Gulf Park Investments, Inc. be amended by striking the present Paragraph 3, which reads: "The domicile is at 620 Communy Avenue, Pascagoula, Mississippi," and inserting a new Paragraph 3 to read as follows: "The domicile is at Route 2, Box 50-A, Ocean Springs, Mississippi."

Witness my signature this, the 18th day of May, 1962.

  
\_\_\_\_\_  
H. V. Watkins, Secretary  
Gulf Park Investments, Inc.

(SEAL)



AMENDMENT TO CHARTER OF INCORPORATION  
OF  
GULF PARK INVESTMENTS, INC.

Delete Paragraph 3, which reads:

"The domicile is at 620 Communy Avenue,  
Pascagoula, Mississippi,"

and insert a new Paragraph 3 to read as follows:

"The domicile is at Route 2, Box 50-A,  
Ocean Springs, Mississippi."

Witness the signature of the Secretary of the Corporation

this, the 21 day of May, 1962.



*H. V. Watkins*

H. V. Watkins, Secretary  
Gulf Park Investments, Inc.

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named H. V. Watkins, Secretary of Gulf Park Investments, Inc., a Mississippi corporation, who acknowledged to me that he is Secretary of Gulf Park Investments, Inc., and that acting in such capacity, he executed the above and foregoing Amendment to the Charter of Incorporation of Gulf Park Investments, Inc., having first been authorized so to do.

Given under my hand and official seal this, the 21 day of May, 1962.



*Laura James*  
Notary Public

My commission expires:

June 4, 1962

Received at the office of the Secretary of State, this the 21<sup>st</sup> day of May

A. D., 1962, together with the sum of \$ 10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Lodum  
SECRETARY OF STATE.

Jackson, Miss.,

May 22, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin R. McLeod  
Assistant Attorney General.



# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

THE CITY OF YAZOO CITY, 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 the 23rd day of  
May, A. D., 1962.*

*Attest:*

*Hubert L. Gordon*

*Secretary of State.*

*Ross Barnett*

*Governor.*

STATE OF MISSISSIPPI  
Department of Justice



JOE T. PATTERSON  
ATTORNEY GENERAL  
MATTHEW HARPER, JR.  
DUGAS SHANDS  
J. R. GRIFFIN  
ASSISTANT ATTORNEYS GENERAL

JACKSON 5

May 22, 1962

MARTIN R. MCLENDON  
WADE H. CREEKMORE  
G. GARLAND LYELL, JR.  
EDWARD L. CATES  
DELOS H. BURKS  
ASSISTANT ATTORNEYS GENERAL

9  
Honorable Ross R. Barnett  
Governor  
New Capitol Building  
Jackson, Mississippi

Dear Governor Barnett:

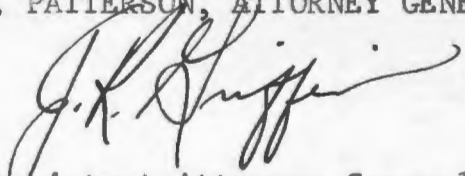
RE: Amendment to the charter of the  
City of Yazoo City, Ordinance of  
April 23, 1962.

I am in receipt of the above amendment to the charter of the City of Yazoo City, Mississippi from your office on this date and am of the opinion that the proposed amendment is consistent with the Constitution and Laws of the United States and the Constitution of this state and, therefore, subject to your approval.

Very truly yours,

JOE T. PATTERSON, ATTORNEY GENERAL

By

  
Assistant Attorney General

JRG:ef

AN ORDINANCE TO AMEND THE CHARTER OF  
YAZOO CITY, MISSISSIPPI, SO AS TO FIX  
THE MAXIMUM ANNUAL SCHOOL TAX AT  
NINETEEN AND ONE-HALF MILLS.

BE IT ORDAINED BY THE BOARD OF MAYOR AND ALDERMEN OF YAZOO CITY, MISSISSIPPI, IN COUNCIL CONVENED AS FOLLOWS:

SECTION 1. That Section 61 of Chapter 9 of the Charter of Yazoo City, Mississippi, as amended by an ordinance entitled, "An Act to Amend Chapter 9 of an Act Entitled, 'An Act to Incorporate Yazoo City in Yazoo County'", approved March 3rd, 1888, and as further amended by an ordinance entitled, "An Ordinance to Amend the Charter of Yazoo City, Mississippi, so as to Fix the Maximum Annual School Tax at Six Mills", ordained the 30th day of March, 1921, and as further amended by an Ordinance entitled, "An Ordinance to Amend the Charter of Yazoo City, Mississippi, so as to Fix the Maximum School Tax at Seven Mills", ordained the 12th day of May, A.D., 1939, and as further amended by an ordinance entitled, "An Ordinance to Amend the Charter of Yazoo City, Mississippi, so as to Fix the Maximum Annual School Tax at Seven and a Half Mills", ordained the 11th day of November, 1940, and as further amended by an ordinance entitled, "An Ordinance to Amend the Charter of Yazoo City, Mississippi, so as to Fix the Maximum Annual School Tax at Nine Mills", ordained the 27th day of March, A.D., 1944, and as further amended by an ordinance entitled, "An Ordinance to Amend the Charter of Yazoo City, Mississippi, so as to Fix the Maximum Annual School Tax at Eleven Mills", ordained the 8th day of April, A.D., 1946, and as further amended by an ordinance entitled "An Ordinance to Amend the Charter of Yazoo City, Mississippi, so as to Fix the Maximum Annual School Taxes at 13 Mills", ordained the 10th day of March, 1947, and as further amended by an Ordinance entitled "An Ordinance to Amend the Charter of Yazoo City, Mississippi, so as to Fix the Maximum Annual School Tax at Sixteen Mills", ordained the 23rd day of August, 1954, and as further amended by an ordinance entitled, "An Ordinance to Amend the Charter of Yazoo City, Mississippi, so as to Fix the Maximum Annual School Tax at Seventeen and One-half Mills", ordained the 22nd day of June, 1959, be, and the same is, hereby further amended so as to read as follows:

"Section 61. Be it further enacted that said Board of Trustees shall on the second Monday of September of each year, or as soon thereafter as possible, make an estimate of the amount of money required to be raised by direct tax, in addition to funds derived from other sources, to support said schools, for a term not less than nine months of the current scholastic year, and shall certify such estimate to the City Council, which shall thereupon make a tax levy on the taxable property in said City equal to the amount required by such estimate, and shall direct the City Tax Collector to collect such tax in the same manner and at the same time prescribed for the collection of annual City taxes, and to pay the same into the City Depository to the credit of the Public School Fund of said City; provided such annual school tax shall not in any scholastic year exceed nineteen and one-half mills on the dollar of the value of the taxable property in said City."

SECTION 2. That this ordinance shall take effect and be in force from and after its passage.

ORDAINED this, the 23rd day of April, 1962.

APPROVED:

/SD/ HARRY APPLEBAUM  
Mayor

CERTIFIED:

/SD/ P. E. MAXWELL  
City Clerk

# Proof of Publication

The Yazoo City Herald is a newspaper as defined and described at Senate Bill No. 293 enacted at the regular session of the Mississippi Legislature of 1948, amending Section 1858, of the Mississippi Code of 1942.

Yazoo City, Miss., April 26, 1962

**LEGALS**

**NOTICE**

The following ordinance, adopted by the Board of Mayor and Aldermen of Yazoo City, Mississippi, at its regular meeting held on the 23rd day of April, 1962, is being published for three weeks as notice of a proposed amendment to the Charter of Yazoo City, Mississippi, and if after publication made one-tenth of the qualified electors of said City shall protest against the same, then before being submitted to the Governor for approval the same must be submitted and ratified by a majority of the electors of said City voting in an election for such purpose.

**AN ORDINANCE TO AMEND THE CHARTER OF YAZOO CITY, MISSISSIPPI SO AS TO FIX THE MAXIMUM ANNUAL SCHOOL TAX AT NINETEEN AND ONE-HALF MILLS.**  
 BE IT ORDAINED BY THE BOARD OF MAYOR AND ALDERMEN OF YAZOO CITY, MISSISSIPPI IN COUNCIL CONVENED AS FOLLOWS:

Section 1. That Section 61 of Chapter 9 of the Charter of Yazoo City, Mississippi as amended by an ordinance entitled, "An Act to Amend Chapter 9 of an Act Entitled, 'An Act to Incorporate Yazoo City in Yazoo County'", approved March 3rd, 1888, and as further amended by an ordinance entitled, "An ordinance to amend the Charter of Yazoo City, Mississippi, so as to fix the maximum annual school tax at six mills", ordained the 30th day of March, 1921, and as further amended by an ordinance entitled, "An Ordinance to Amend the Charter of Yazoo City, Mississippi, so as to fix the maximum school tax at 7 mills", ordained the 12th day of May, A. D. 1939, and as further amended by an ordinance entitled, "An Ordinance to amend the Charter of Yazoo City, Mississippi, so as to fix the maximum annual school tax at 7 1/2 mills", ordained the 11th day of November, 1940, and as further amended by an ordinance entitled, "An ordinance to amend the Charter of Yazoo City, Mississippi, so as to fix the maximum annual school tax at nine mills", ordained the 27th day of March, A. D., 1944, and as further amended by an ordinance entitled, "An Ordinance to Amend the Charter of Yazoo City, Mississippi, so as to fix the maximum annual school tax at eleven mills", ordained the 8th day of April, A. D., 1946, and as further amended by an ordinance entitled "An Ordinance to amend the Charter of Yazoo City, Mississippi, so as to fix the maximum annual school taxes at 13 mills", ordained the 10th day of March, 1947, and as further amended by an Ordinance entitled "An Ordinance to amend the Charter of Yazoo City, Mississippi, so as to fix the maximum annual school tax at sixteen mills", ordained the 23rd day of August, 1954, and as further amended by an ordinance entitled "An Ordinance to Amend the Charter of Yazoo City, Mississippi, so as to fix the maximum annual school tax at seventeen and one-half mills", ordained the 22nd day of June, 1959, be, and the same is, hereby further amended so as to read as follows:

"Section 61. Be it further enacted that said Board of Trustees shall on the second Monday of September of each year, or as soon thereafter as possible, make an estimate of the amount of money required to be raised by direct tax, in addition to funds derived from other sources, to support said schools, for a term or not less than nine months of the current scholastic year, and shall certify such estimate to the City Council, which shall thereupon make a tax levy on the taxable property in said City equal to the amount required by such estimate, and shall direct the City Tax Collector to collect such tax in the same manner and at the same time prescribed for the collection of annual City taxes, and to pay the same into the Public Depository to the credit of the Public School Fund of said City, provided such annual school tax shall not in any scholastic year exceed nineteen and one-half mills on the dollar of the value of the taxable property in said City."

Section 2 That this ordinance shall take effect and be in force from and after its passage.

ORDAINED this, the 23rd day of April, 1962

APPROVED  
 HARRY APFLEBAUM,  
 Mayor

CERTIFIED  
 P. E. MAXWELL,  
 City Clerk

4:26 5:3-10

THE STATE OF MISSISSIPPI,

County of Yazoo.

Personally appeared before me, the undersigned Notary in and for the County and State aforesaid

Harry Applebaum  
 who being by me first duly sworn, states on oath, that he is Proprietor of The Yazoo City Herald, a newspaper published in the City of Yazoo City, State and County aforesaid, and that the publication of the notice, a copy of which is hereto attached, has been made in said paper 3 times as follows:

VOL. No. <u>85</u>	Number <u>49</u>	Dated <u>4:26</u>	19 <u>62</u>
VOL. No. <u>75</u>	Number <u>50</u>	Dated <u>5:7</u>	19 <u>62</u>
VOL. No. <u>88</u>	Number <u>27</u>	Dated <u>3:11</u>	19 <u>62</u>
VOL. No. _____	Number _____	Dated _____	19 _____

Affiant further states that said newspaper has been established for at least twelve months next prior to the first publication of said notice.

(Signed) \_\_\_\_\_

Sworn to and subscribed before me, this 11 day of May, 1962

Notary Public or Justice of the Peace

678 words 3 times \$ 54.24

Proof of Publication - - - - 62

TOTAL - - - - - \$ 58.24

MY COMMISSION EXPIRES MAR 21, 1962

RESOLUTION REGARDING ORDINANCE AMENDING CHARTER

WHEREAS, an Ordinance entitled "AN ORDINANCE TO AMEND THE CHARTER OF YAZOO CITY, MISSISSIPPI SO AS TO FIX THE MAXIMUM ANNUAL SCHOOL TAX AT NINETEEN AND ONE-HALF MILLS", was adopted by the Board of Mayor and Aldermen of Yazoo City, Mississippi, at its regular meeting held on April 23, 1962, and,

WHEREAS, said Ordinance was duly published as required by law and as shown by Proof of Publication thereof heretofore duly filed with this Board showing the same to have been published for three consecutive weeks in the Yazoo City Herald, a Newspaper duly published in Yazoo City, Yazoo County, Mississippi, which ordinance was published in the issues of said Newspaper appearing on April 26th, May 3rd and May 10th, 1962, and,

WHEREAS, the Clerk of this Board has reported and does now report to this Board that no protests against said amendment to the Charter of said City as proposed by said Ordinance has been made or filed by any qualified elector or qualified electors of said City, and this Board does now so find and adjudge that no such protests have been made or filed;

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF MAYOR AND ALDERMEN OF YAZOO CITY, MISSISSIPPI IN COUNCIL CONVENED, that said amendment to the Charter of Yazoo City, Mississippi, as proposed by the aforesaid Ordinance has been made, and that the same be immediately submitted to the Governor of the State of Mississippi for approval as required by law.

ADOPTED in regular meeting assembled on this, the 14th day of May, 1962.

/SD/ P. E. MAXWELL  
P. E. Maxwell, City Clerk

APPROVED:

/SD/ HARRY APPLEBAUM  
Harry Applebaum, Mayor

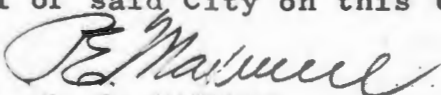
.....

CERTIFICATE

STATE OF MISSISSIPPI  
COUNTY OF YAZOO  
CITY OF YAZOO CITY

I, the undersigned City Clerk of Yazoo City, Mississippi, do hereby certify that the foregoing is a true and correct copy of a Resolution adopted by the Board of Mayor and Aldermen of Yazoo City, Mississippi at its regular meeting assembled on the 14th day of May, 1962.

16<sup>th</sup> Given under my hand and the seal of said City on this the day of May, 1962.

  
/SD/ P. E. MAXWELL  
P. E. Maxwell, City Clerk

(SEAL)

CERTIFICATE OF CITY CLERK


STATE OF MISSISSIPPI  
COUNTY OF YAZOO  
CITY OF YAZOO CITY

I, P. E. Maxwell, City Clerk in and for the City of Yazoo City, Mississippi, do hereby certify that the foregoing and attached Ordinance entitled, "AN ORDINANCE TO AMEND THE CHARTER OF YAZOO CITY, MISSISSIPPI SO AS TO FIX THE MAXIMUM ANNUAL SCHOOL TAX AT NINETEEN AND ONE-HALF MILLS", was lawfully adopted and ordained by the Board of Mayor and Aldermen of Yazoo City, Mississippi in regular meeting assembled on the 23rd day of April, 1962, and that the same was published as required by law for three consecutive weeks in the Yazoo City Herald, a Newspaper duly and legally published in the City of Yazoo City, Yazoo County, Mississippi, in the issues of said Newspaper appearing on April 26th, May 3rd and May 10th, 1962, as appears from Proof of Publication duly filed with said Board, a true and correct copy of which is hereto attached.

I do further certify that no protests from any qualified elector or qualified electors of said City against the amendment to the Charter of Yazoo City, Mississippi as proposed by said Ordinance has been received, made, or filed, and I attach hereto a true, correct, and certified copy of the Resolution adopted by said Board of Mayor and Aldermen at its regular meeting held on May 14, 1962, finding and adjudging that no such protests have been made or filed and directing that the amendment to said City Charter as proposed by said Ordinance be submitted to the Governor of the State of Mississippi as required by law for approval.

I do further certify that the City of Yazoo City, Mississippi operates under a special Charter and the General Statutes of Mississippi applicable thereto.

Given under my hand and the official seal of said City on this the 16<sup>th</sup> day of May, 1962.

  
\_\_\_\_\_  
P. E. Maxwell, City Clerk

(SEAL)

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BILOXI RESTAURANTS, 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 May 24, 1962.



*Ross R. Barnett*

Governor

By the Governor

*John L. Godwin*

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 for profit.

# THE CHARTER OF INCORPORATION OF

BILOXI RESTAURANTS, INC.

1. The corporate title of said company is:

BILOXI RESTAURANTS, INC.

2. The names of the incorporators are:

Name	Street & No.	City	State
JAMES B. LITTLE	32 Heather Way,	Greenville,	South Carolina
BILL R. WILSON	4412 Congress Drive,	New Orleans 26,	Louisiana

3. The domicile is at W. Beach Drive at Azalea Street Biloxi, Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

\$5,000.00 authorized capital stock of \$100.00 par value a share.  
 (all stock being common stock.)

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

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

ninety-nine years.



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

To own and operate a restaurant or restaurants, motel or motels and related activities, and in connection therewith, to buy, purchase, lease or acquire lands or any interest therein in connection with the operation of the aforesaid businesses; to develop, lease, or sell and dispose of the businesses so developed.

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

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

In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Mississippi upon corporations formed under the act hereinafter referred to, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

To enter into, make and perform contracts and franchises of every kind and description with any person, firm, association, corporation, municipality, county or state body.

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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: (Minimum sum of \$500.00 must be paid in.)

10 shares of \$100.00 par value common stock.

Signatures: James B. Little, Bill R. Wilson  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

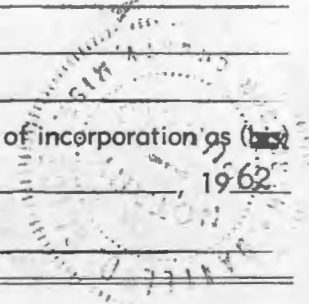
ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of HARRISON }

This day personally appeared before me, the undersigned authority JAMES B. LITTLE and BILL R. WILSON,

incorporators of the corporation known as the BILOXI RESTAURANTS, INC. who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 23rd day of May, 1962

My Comm. Expires: Sept 5, 1962 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 24th day of May, A. D., 1962, together with the sum of \$20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Stuber Lodner  
Secretary of State

Jackson, Miss., May 24, 1962  
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

Joe T. Patterson  
Attorney General  
By Martin A. McLeod  
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*

CENTRAL ELECTRIC AND MACHINERY 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 the 24th day of May,*

A. D., 1962.

*Ross Barnett*

Governor.

*Attest:*

*Arthur L. Adams*

Secretary of State.

RESOLUTION OF THE STOCKHOLDERS OF  
CENTRAL ELECTRIC AND MACHINERY COMPANY

Be it resolved that the Charter of Incorporation of Central Electric and Machinery Company as originally issued and as previously amended, be amended to read as follows:

That Article 4 be amended to read as follows:

4. Amount of capital stock and particulars as to class or classes thereof: \$100,000.00 Common Stock, this amount being based upon the present sale price of said stock.

That Article 5 be amended to read as follows:


5. Number of shares for each class and par value thereof: 5,000 shares Common Stock of no par value to be sold presently at \$20.00 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.

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 be authorized to execute the amendment to the Charter of Incorporation.

I, Gray Megginson, 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 minutes of the Corporation of which I am the official custodian.

Witness my signature and the seal of the Corporation this the 11th day of May, 1962.

  
SECRETARY

AMENDMENT TO THE CHARTER OF INCORPORATION OF  
CENTRAL ELECTRIC AND MACHINERY COMPANY

That the Charter of Incorporation of Central Electric and Machinery Company be amended to read as follows:

That Article 4 be amended to read as follows:

4. Amount of capital stock and particulars as to class or classes thereof: \$100,000.00 Common Stock, this amount being based upon the present sale price of said stock.

That Article 5 be amended to read as follows:

5. Number of shares for each class and par value thereof: 5,000 shares Common Stock of no par value to be sold presently at \$20.00 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.

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 11th day of May, 1962.

CENTRAL ELECTRIC AND MACHINERY COMPANY

BY: *C. Blomquist*

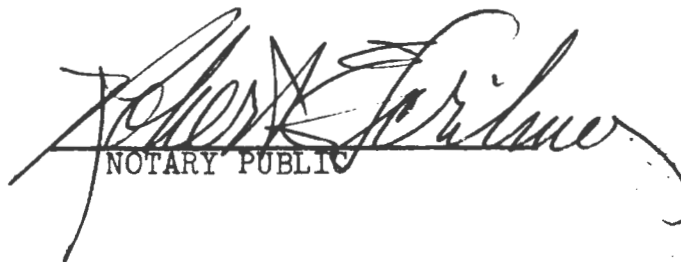
PRESIDENT



STATE OF MISSISSIPPI  
COUNTY OF LEE

Personally came and appeared before me, the undersigned authority in and for the County and State aforesaid, C. E. Lomenick and Gray Megginson, who acknowledged that they are the President and Secretary, respectively of Central Electric and Machinery Company, 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 Central Electric and Machinery Company as the act and deed of said Corporation after having been duly authorized to so do.

Given under my hand and seal of office, this the 11th day of May, 1962.

  
NOTARY PUBLIC

My commission expires:

Received at the office of the Secretary of State, this the 22<sup>nd</sup> day of May

A. D., 1962, together with the sum of \$ 150<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John L. Linder  
SECRETARY OF STATE.

Jackson, Miss.,

May 23, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL

By Merton R. McLeod  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LAUREL SPORTS 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 May 24, A. D., 1962.



*Ross Barnett*  
Governor

By the Governor

*Hubert L. Gordon*  
Secretary of State



"On motion made by Dr. Robert Holifield, seconded by Carson Biglane, it was unanimously resolved that Dr. Henry Bucklew, Dr. Robert Holifield and Carson Biglane be authorized and directed to apply for a charter of incorporation for this organization to be applied for in the name of Laurel Sports Club, Inc. and to execute any and all instruments necessary for the obtaining of such charter for this non-profit civic improvement organization in accordance with the terms of House Bill No. 912 Laws of 1958."

Henry Bucklew  
President  
x Carson Biglane  
Secretary

STATE OF MISSISSIPPI

COUNTY OF JONES

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named Carson Biglane, who being by me first duly sworn states upon his oath that he is Secretary of the Laurel Sports Club and that the above and foregoing is a true and correct copy of the minutes of the meeting of said Association held on the 11th day of May, 1962, as the same appears of record in Minute Book 1, page \_\_\_\_\_

x Carson Biglane  
Carson Biglane

SWORN TO AND SUBSCRIBED BEFORE ME, this the 16 day of May, A.D. 1958.



Dane Shawen  
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. **Non-profit.**

THE CHARTER OF INCORPORATION OF

LAUREL SPORTS CLUB

1. The corporate title of said company is: Laurel Sports Club, Inc.

2. The names of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Dr. Henry Bucklew, Pres.	753 - 8th Ave.	Laurel,	Miss.
Dr. Robert Holifield, Vice Pr.	1215 Jefferson St.	Laurel,	Miss.
Mr. Carson Biglane, Sec. Tres.	1818 Julian St.	Laurel, M	Miss.

(All the above incorporators are adult resident citizens of Mississippi)

3. The domicile is at 753 - 8th Avenue, Laurel, Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This is a non-profit civic improvement association and no shares of stock are to be issued.

This corporation shall issue no shares of stock and shall divide no dividends or profits among its members. Expulsion is the only remedy for non payment of dues. Each member, upon payment of annual dues, shall be vested with the right to one vote in the election of all officers and loss of membership, by death or otherwise, shall terminate all interest of such member in the corporation 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. Period of existence shall be perpetual.

6. The purpose for which it is created.

To promote among the members of this non-profit civic improvement organization a better understanding of good and acceptable conservation practices in forest management, minerals, wild life, and other natural resources; to provide recreational facilities for its members and the public; to own, lease, build, construct, occupy, and manage buildings of every kind and character for the promotion of the purposes herein expressed; to build and erect lakes, ponds, and dams for the promotion and conservation of wild life and fish; to borrow money to accomplish the purposes herein set forth; to accept gifts, grants, and bequeaths of money and material to carry out the purposes of this organization as well as its maintenance and perpetuation; to conduct such fund raising projects as are necessary to raise funds for the accomplishment of the purposes herein set forth; to educate and encourage the youth of the State of Mississippi to become interested in good, acceptable conservation practice in the field of wild life, fish, and other natural resources.

7. 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 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.

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

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Henry Bucklew  
Carson Biglane  
Dr. Robert Holifield

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority Dr. Henry Bucklew  
Dr. Robert Holifield, Mr. Carson Biglane  
incorporators of the corporation known as the Laurel Sports 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 16 day of May, 1962  
My Commission Expires March 26, 1966 Dore F. Lawler

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 21 day of May, 1962, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. Huber L. Linder  
Secretary of State

Jackson, Miss., May 21, 1962

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.  
Joe T. Patterson  
Attorney General  
By Martin G. McLendon  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

UNION CHAMBER OF COMMERCE

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this May 24, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*Huber L. Linder*

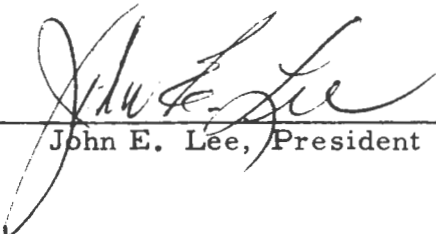
Secretary of State

RESOLUTION AUTHORIZING MARCUS GORDON,  
W. G. LUKE AND ALVIS SMITH TO APPLY FOR  
A CHARTER OF INCORPORATION OF UNION  
CHAMBER OF COMMERCE

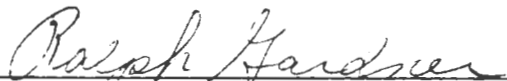
BE IT RESOLVED BY THE UNION CHAMBER OF COMMERCE, OF UNION,  
MISSISSIPPI:

1. That the said Union Chamber of Commerce, now a voluntary association of Union, Mississippi, an organization to promote and foster the social, economic, commercial and industrial welfare of the citizens of the Town of Union, Mississippi, and its trade territories, shall apply for and obtain a Charter of Incorporation in the State of Mississippi, as provided for by Section 5310.1, Chapter 4, Title 21, of the Mississippi Code of 1942, recompiled.

2. That Marcus Gordon, W.G. Luke and Alvis Smith be and they are hereby authorized to make application for the said Charter of Incorporation.


  
\_\_\_\_\_  
John E. Lee, President

Attest:

  
\_\_\_\_\_  
Ralph Gardner, Sec-Treas.

I, Ralph Gardner, Secretary-Treasurer of Union Chamber of Commerce, of Union, Mississippi, do hereby certify that the above and foregoing is a true and correct copy of the resolution passed by the Union Chamber of Commerce, Union, Mississippi, during its regular meeting on the 14 day of MAY, 1962.

This, the 16 day of May, 1962.

  
\_\_\_\_\_  
Ralph Gardner, Sec-Treas.

CHARTER OF INCORPORATION

OF

UNION CHAMBER OF COMMERCE

ARTICLE I.

The Corporate title of said corporation is Union Chamber of Commerce.

ARTICLE II.

The names and post office addresses of the incorporators, all adult resident citizens of Newton County, Mississippi, are:

Marcus Gordon	- East Jackson Road, Union, Mississippi
W. G. Luke	- 107 5th Street, Union, Mississippi
Alvis Smith	- Magnolia Street, Union, Mississippi

ARTICLE III.

The domicile of said corporation is Union, Mississippi, and its street address is Bank Street, Union, Mississippi.

ARTICLE IV.

Amount of capital stock and in particular as to class or classes thereof:

None non-profit, not for pecuniary profits, directly or indirectly. The 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 vest in each member the right to one vote in the election of all officers, shall make expulsion the only remedy for non-payment of dues, shall make the loss of membership, by death or otherwise, the termination of all interest of such member in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

ARTICLE V.

Period of existence of this corporation shall be perpetual.

ARTICLE VI.

Number of shares for each class and par value thereof: None.

ARTICLE VII.

The purpose for which this corporation is created is to promote and foster the social, economic, commercial and industrial welfare of the citizens of the

Town of Union, Mississippi, and its trade territory, and for corporate purposes only the corporation shall have power to take by gift or devise and to purchase, sell, transfer, mortgage, lease, rent or otherwise acquire, transfer, convey, encumber or dispose of all kinds of property, real, personal and mixed, and to do all things necessary and incidental thereto.

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

ARTICLE VIII.

Witness the signatures of the Incorporators, this the 16 day of May, 1962.

*Marcus Gordon*  
 Marcus Gordon

*W. G. Luke*  
 W. G. Luke

*Alvis Smith*  
 Alvis Smith

STATE OF MISSISSIPPI  
 COUNTY OF NEWTON

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Marcus Gordon, W.G. Luke and Alvis Smith, incorporators of the corporation known as the Union Chamber of Commerce, who acknowledged that they signed and executed the above and foregoing Articles of Incorporation as their act and deed.

Witness my signature and official seal, this the 16 day of May, 1962.

*W. M. Johnson, Jr.*  
 Notary Public  
 W. M. JOHNSON, JR., Notary Public  
 Newton County, Mississippi  
 My Commission Expires July 29, 1963



Received at the office of the Secretary of State, this the 17<sup>th</sup> day of May

A. D., 1962, together with the sum of \$20<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert Godwin  
SECRETARY OF STATE.

Jackson, Miss.,

May 21, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL

By Martin A. McLeod  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

FREEDOM BOOK 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 May 24, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*John L. Gunn*

Secretary of State

ORGANIZATION RESOLUTION AUTHORIZING INCORPORATION  
FREEDOM BOOK STORE, JACKSON, MISSISSIPPI

RESOLVED, that Mrs. Fred L. Beard, Mrs. Ney Williams, and Mrs. William Miller Peterson being officers of this organization, are hereby authorized to make application for a grant of Charter of Incorporation from the State of Mississippi.

It is certified that the above and foregoing is a true and correct copy of a resolution adopted by the members of the Freedom Book Store Organization at a meeting duly called and held on the 12 day of April, 1962, at which a quorum was present and voting.

IN TESTIMONY WHEREOF, witness my signature this the 3 day of MAY, 1962.

Thos. Fred L. Beard  
President

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

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. **Non-profit.**

## THE CHARTER OF INCORPORATION OF

### FREEDOM BOOK STORE

1. The corporate title of said company is: Freedom Book Store

2. The names of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Mrs. Fred L. Beard, an adult resident citizen of the State of Mississippi	1825 Peachtree Street	Jackson, Mississippi	
Mrs. Ney Williams, an adult resident citizen of the State of Mississippi	3930 Rhymes Street	Jackson, Mississippi	
Mrs. William Miller Peterson, an adult resident citizen of the State of Mississippi	2006 Douglas Drive	Jackson, Mississippi	

3. The domicile is at 715 South Jefferson Jackson Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This corporation is to be non-profit, and no shares of stock shall be issued. The organization is composed of members with duly elected officers, who have established and now maintain a patriotic book store.

5. Period of existence shall be perpetual.

6. The purpose for which it is created.

WHEREAS, we a group of patriotic citizens, knowing that the National Sovereignty and the United States Constitution are in danger from forces inside and outside the Continental United States, and

WHEREAS, there are definite indications that personal rights, liberties, and privileges are slowly but surely being lost to the "Welfare State" theory, and

WHEREAS, the threats to our National Sovereignty by the International Conspirators present a grave danger to our National Freedoms, and

WHEREAS, we feel it imperative that the general public be alerted to this danger and urged to assume individual responsibility for correcting the Socialist movement in the United States, and the Internationalist and Communist threats to our National Freedom.

RESOLVED: That this patriotic group of citizens, with the cooperation of any patriotic group, with like purposes, will combine efforts to maintain a non-profit, Patriotic Book Store for the purpose of educating and informing American citizens of the conditions facing our Country and the eminent danger to our survival as a Nation and as individuals.

7. 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 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.

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

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Mrs. Fred L. Beard  
Mrs. William Miller Peterson  
Mrs. M. Ney Williams  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of Hinds

This day personally appeared before me, the undersigned authority Mrs. Fred L. Beard  
Mrs. Ney Williams, Mrs. William Miller Peterson,  
incorporators of the corporation known as the "Freedom Book 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 11<sup>th</sup> day of May, 1962  
Gretchen S. Nicholson  
My Commission Expires March 11, 1966

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 21<sup>st</sup> day of May  
A.D., 1962, together with the sum of \$20.00 deposited to cover the recording fee, and referred to the  
Attorney General for his opinion.  
John L. Hudson  
Secretary of State

Jackson, Miss., May 21, 1962

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of  
the Constitution and laws of the State, or of the United States.  
Joe T. Patterson  
Attorney General  
By Martin A. McLeod  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

STARKVILLE GUN CLUB, INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this      May 24, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*John Godwin*

Secretary of State

RESOLUTION

BE IT REMEMBERED that the members of the Starkville Gun Club met at the City Hall in the City of Starkville, Mississippi at 7:00 o'clock P. M. on the 19th day of April, 1962 there being present, the undersigned, constituting a majority of the membership and a quorum sufficient for the transaction of business, the following resolution was presented on motion of Kenneth Smith, seconded by William Portlock and unaminously adopted as follows, to-wit:

"THAT WHEREAS the Starkville Gun Club, an unincorporated association is operated as a non-profit organization to foster and promote marksmanship, sportsmanship and game conservation among its members, and particularly to promote the education and training of the <sup>Youth</sup> ~~use~~ in the vicinity, in marksmanship, sportsmanship and conservation;

AND WHEREAS, the association has established shooting and instruction ranges which it owns and operates for the purposes set forth above and for the improvement of the physical, mental and moral condition of the people in and near Oktibbeha County, Mississippi;

AND WHEREAS, it will be to the best interest of the association that application be made to the State of Mississippi for a charter of incorporation under Section 5310, Mississippi Code, 1942 annotated, as amended;

BE IT THEREFORE RESOLVED that A. B. Hicks, George Thompson, and W. Dal Clark be and are hereby authorized and empowered to make application to the Secretary of State of the State of Mississippi for a non-profit charter of incorporation under which charter this association would be incorporated and authorized and empowered to engage generally in the undertakings and purposes set forth above; that such corporation shall issue no shares of stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members of corporate debts, but the entire corporate property shall be liable for the claims and credits."

A. B. Hicks

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William H. Smith  
Eugene J. Casden  
James B. Hartness  
M. J. Lowers  
Thompson  
Douglas Jackson  
William H. Smith  
Russ Lewis  
William H. Smith  
George T. Thompson  
William Portlock  
Dr. D. D. D. D.  
Eugene M. Hansen  
Bob Golden  
Bob Gulley

W. W. Montgomery  
Arvin Van Senter  
D. C. Strange  
Glim Curry

I, William H. Smith, President and William Portlock, Secretary respectively of Starkville Gun Club, do hereby certify that the above and foregoing is a true and correct copy of a resolution duly and legally adopted by the said Starkville Gun Club and appearing on the permanent minutes of said organization.

Witness the signature and seal of said Starkville Gun Club this 28th day of April, 1962.

ATTEST:  
William Portlock  
 Secretary

William H. Smith  
 President

CHARTER OF INCORPORATION

- of -

STARKVILLE GUN CLUB, INCORPORATED

1. The corporate title of said company is Starkville Gun Club, Incorporated.
2. The names of the incorporators and their addresses are:  
A. B. Hicks                    28 Lindberg Boulevard, Starkville, Mississippi  
George Thompson            205 North Nash Street, Starkville, Mississippi  
W. Dal Clark                204 Montgomery Road Extended,  
   Starkville, Mississippi  
**All adult resident citizens of the State of Mississippi.**
3. The domicile of said corporation is 106 Main Street, Starkville, Mississippi.
4. The amount of capital stock and class or classes thereof:  
No capital stock, non-profit society. Charter is applied for by the above named incorporators under authority of a resolution adopted by the Starkville Gun Club, an association, appearing on the minutes of the organization, a signed copy of such resolution executed by a majority of the members being attached hereto. Such corporation shall issue no shares of stock, shall divide no dividends or profits among their members, shall make exclusion 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: No shares of stock.
6. The period of existence: Perpetual.

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

To acquire, maintain and operate one or more marksmanship shooting and skeet ranges for the promotion, instruction and education in firearms safety, firearms proficiency, and conservation among its members; to promote education and training among its members and the general public, and particularly to provide for and conduct the training of young people in firearms safety, firearms proficiency, conservation and sportsmanship among persons residing in and near Oktibbeha County, Mississippi, and to serve said area as an educational and training center for the improvement of the physical, mental and moral condition of the people in and near said area. To sue and be sued in the name of the corporation; to purchase, own, sell and encumber property, both real and personal; to borrow money and give security therefor; to do and perform all other acts and things necessary or useful in carrying out the foregoing purposes, and to exercise all powers given to such corporations by the laws of the State of Mississippi in addition thereto.

## 8. Number of shares of each Class to be subscribed and paid for before the corporation may begin business: No shares to be subscribed.

W. D. Clark  
A. B. Hicks  
James T. Simpson  
 Incorporators

STATE OF MISSISSIPPI  
COUNTY OF OKTIBBEHA

This day personally appeared before me, the undersigned authority in and for said county and state, A. B. Hicks, George Thompson and W. Dal Clark, who each acknowledged that they executed and delivered the foregoing instrument on the day and date therein mentioned and for the purposes therein expressed, as their voluntary act and deed.

Witness my hand and Official Seal this 28<sup>th</sup> day of April, 1962.

My Commission Expires March 3, 1965

Kathryn S. Lee  
Notary Public

Received at the office of the Secretary of State this 18<sup>th</sup> day of May, 1962, together with the sum of \$20.00 deposited to cover the recording fee, and transferred to the Attorney General for his opinion.

Hubert L. Linder  
SECRETARY OF STATE

Jackson, Mississippi

May 21, 1962

I have examined the 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.

Joe T. Patterson  
ATTORNEY GENERAL

BY Martin R. McLeod  
ASSISTANT ATTORNEY GENERAL

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

GUNTOWN SLACKS, 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      May 24, A. D., 1962.



*Ross Barnett*  
Governor

By the Governor

*John L. Hodges*  
Secretary of State

CHARTER OF INCORPORATION

THE CHARTER OF INCORPORATION OF GUNTOWN SLACKS, INCORPORATED.

1. (CORPORATE TITLE) The Corporate title of said company is " GUNTOWN SLACKS, INC."

2. (NAMES OF INCORPORATORS) The names and addresses of the incorporators are:

Coy F. Glenn	Post Office	1042 Highway No. 278 East, Amory, Mississippi
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Mrs. Dorothy Baker	Post Office	1042 Highway No. 278 East, Amory, Mississippi
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3. (CAPITAL STOCK) The amount of authorized capital stock is One Hundred Thousand Dollars (\$100,000.00), all of which is hereby classified as and is common stock. The number of shares thereof shall be One thousand (1000), 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.

4. 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.

5. (DOMICILE) The domicile of the company is Main Street (no number), Guntown, Mississippi.

6. (PERIOD OF EXISTENCE) The period of existence is ninety-nine years.

7. (PURPOSES FOR WHICH CREATED) The purposes for which the

corporation is created are:

(a) To manufacture, buy and sell, and generally deal in slacks, trousers, and wearing apparel of all kinds for men, women and **children**, as principal or agent.

(b) To purchase, sell, lease, manufacture, deal in and deal with every kind of goods, wares and merchandise, and every kind of personal property, including patents and patent rights, chattels, easements, privileges and franchises, which may lawfully be purchased, sold, produced or dealt in by corporations formed under the laws of the State of Mississippi.

(c) To purchase, acquire, hold, improve, convey, sell, assign, release, encumber, lease, hire and deal in real property of every kind and description, and in stocks and securities of other corporations; to loan money and take securities for the payment of all sums of money due the corporation, and to sell, assign and release such securities.

(d) 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 rights or powers hereunder, as and when necessary or desirable in the corporation, business or conduct of the corporation, except as and when otherwise required by the laws of the State of Mississippi or the United States.

(e) 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 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. (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 fifty shares, and the corporation shall commence business when as much as Five Thousand Dollars (\$5000.00) in cash or in property shall have been paid in for shares of stock subscribed for and sold.

WITNESS our signatures this the 22nd day of May, 1962.

INCORPORATORS

*Cooy F. Glenn*  
\_\_\_\_\_  
COY F. GLENN

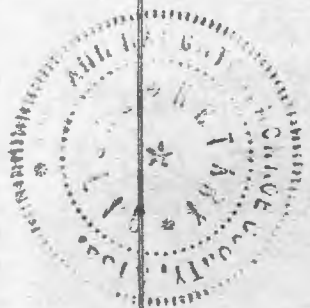
*Mrs. Dorothy Baker*  
\_\_\_\_\_  
MRS. DOROTHY BAKER



STATE OF MISSISSIPPI

COUNTY OF MONROE

Personally appeared before me the undersigned authority of law in and for said State and County, Coy F. Glenn and Mrs. Dorothy Baker, who acknowledged that they signed and executed the above and foregoing ARTICLES OF INCORPORATION as their act and deed on this the 22<sup>nd</sup> day of May, 1962.



*Ann Haughton*

NOTARY PUBLIC

My Commission expires:

9/24/64

Received at the office of the Secretary of State, this the 23<sup>rd</sup> day of May

A. D., 1962, together with the sum of \$210<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Gordon  
SECRETARY OF STATE.

Jackson, Miss.,

May 23, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin A. Milendon  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BIG CHIEF MACHINE AND TOOL 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 - May 24, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*John L. Godwin*

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 for profit.

**THE CHARTER OF INCORPORATION OF  
BIG CHIEF MACHINE AND TOOL WORKS, INC.**

1. The corporate title of said company is: **Big Chief Machine and Tool Works, Inc.**

2. The names of the incorporators are:

Name	Street & No.	City	State
John W. Pattillo, Jr.	2411 North 5th Avenue	Laurel,	Mississippi
T. O. Crain	1504 Lee Street, Box 2513	Laurel,	Mississippi
Granville V. Elkins, Jr.	241 Dutton Avenue, Box 2513	Laurel,	Mississippi

3. The domicile is at Airbase, Laurel, Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

The amount of capital stock is \$5,000.00, composed of one (1) class of capital stock, to-wit: Common Stock, 5,000 shares with a par value of \$1.00 per share.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

One (1) class of stock, to-wit: Common Stock of 5,000 shares with a par value of \$1.00 per share.

6. Period of existence (not to exceed ninety-nine years) is: **Ninety-nine (99) years.**

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

The purpose of this corporation shall be to acquire, construct, maintain and engage in a general business of, either wholesale or retail, owning, operating, leasing, manufacturing, repairing, servicing, buying, selling, machines and tools and to own, operate, lease, store, machinery, tools and equipment, and to own, operate, lease, shops, plants and supplies.

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

In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the Laws of Mississippi upon a corporation formed under the Act hereinafter referred to and to do any and all of the things hereinabove set forth to the same extent as a natural person might or could 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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in.)

Five Hundred (500) shares of Common Stock.

Signatures:

*John W. Pattillo, Jr.*  
*Granville V. Elkins, Jr.*  
*T. O. Crain*

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of JONES

This day personally appeared before me, the undersigned authority *John W. Pattillo, Jr.*

*T. O. Crain*, and *Granville V. Elkins, Jr.*  
*T. O. Crain*, *Granville V. Elkins, Jr.*

incorporators of the corporation known as the **BIG CHIEF MACHINE AND TOOL 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 21 day of May, 1962.

My Commission expires:  
March 7, 1964

*Harold W. Malvern*  
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 23<sup>rd</sup> day of May  
A. D., 1962, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

*Hubert L. Linder*  
Secretary of State

Jackson, Miss., May 23, 1962

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

*Joe T. Patterson*  
Attorney General

By *Martini A. McLondon*  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BALDWIN & MOES, 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      May 24, A. D., 1962.



*Ross Barnett*  
Governor

By the Governor

*John Loden*  
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 for profit.

## THE CHARTER OF INCORPORATION OF

BALDWIN & MOES, INC.

1. The corporate title of said company is:

Baldwin & Moes, Inc.

2. The names of the incorporators are:

Name	Street & No.	City	State
O. W. Baldwin	<del>745 Poplar Blvd.</del> <i>732 Manship St</i>	Jackson	Mississippi
Dave Moes	819 Post Road	Clinton	Mississippi

3. The domicile is at 732 Manship Street Jackson Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

Five hundred (500) shares common stock, par value one hundred (\$100.00) per share

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

One hundred dollars (\$100.00) per share

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

Ninety-nine (99) years.



To engage in the business of purchasing, acquiring, owning, leasing, selling, transferring, encumbering, generally dealing in, repairing, renovating, and servicing all types of new and used ambulances, hearses, automobiles, trucks and other motor vehicles and any parts or accessories used in connection therewith; and the purchasing, acquiring, owning, selling, and generally dealing in all types of supplies used by all types of motor vehicles;

To manufacture, acquire, buy, sell, lease, mortgage, pledge, hold, generally deal in goods, wares, merchandise, real and personal property, contracts, commodities and services of any and of every class and description, and all articles used or useful in connection therewith;

To do all and everything necessary, suitable, and proper for the accomplishment of any of the powers and purposes, or the attainment of any of the objects, or the furtherances 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 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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

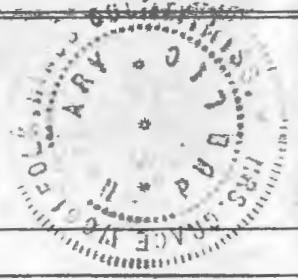
Five (5) shares.

Signatures: Ow. Baldwin  
Dave Moe  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of Linds



This day personally appeared before me, the undersigned authority  
Ow. Baldwin and  
Dave Moe  
incorporators of the corporation known as the Baldwin + Moe 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 14 day of May, 1962  
Hrs. Grace Poolback  
My Commission Expires July 26, 1962

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 23<sup>rd</sup> day of May  
A. D., 1962, together with the sum of \$ 110.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.  
Heber Lodner  
Secretary of State

Jackson, Miss., May 23, 1962

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitu-  
tion and laws of the State, or of the United States.  
Joe T. Patterson  
Attorney General  
By Martini A. Milendon  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LEON'S VENETIAN BLIND AND JANITORIAL 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 May 24, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Gordon*

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 for profit.

### THE CHARTER OF INCORPORATION OF

LEON'S VENETIAN BLIND AND JANITORIAL SERVICE, INC.

1. The corporate title of said company is: **Leon's Venetian Blind and Janitorial Service, Inc.**

2. The names of the incorporators are: **Leon E. Croenne**

Name	Street & No.	City	State
Leon E. Croenne	1804 33rd Ave.	Gulfport	Mississippi
Richard L. Yarbrough	1414 25th Ave.	Gulfport	Mississippi

3. The domicile is at 1414 25th Ave. Gulfport Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

50 Shares of common stock, having a par value of \$100.00 per share.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

\$100.00 per share

6. Period of existence (not to exceed ninety-nine years) is: **ninety-nine years**

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

1. To engage in business generally as a commission merchant, manufacturer's agent, selling agent, jobber, broker, and factor, and to engage in business in any one or more of said capacities, in manufacturing, buying, selling, trading, exchanging, installing, and otherwise disposing of, owning, renting, leasing, and otherwise dealing in and with, any and all kind of goods, wares and merchandise, and any and all kinds of personal property of every class and description, not contrary to law.

2. 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.

3. 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.

4. 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.

5. 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.

6. 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.

7. 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 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 this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

5 shares of \$100.00 each

Signatures: Leon E. Croenne  
Richard L. Yarbrough

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Harrison

This day personally appeared before me, the undersigned authority Leon E. Croenne  
Richard L. Yarbrough,

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 9th day of May, 1962

My Commission Expires Oct. 7, 1965

Thomas D. Berry  
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 21st day of May  
A. D., 1962, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

Huber Luden  
Secretary of State

Jackson, Miss., May 24, 1962

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

Joe T. Patterson  
Attorney General

By Martin R. McLendon  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

RANCHER PRODUCED MINK FOODS, 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 May 24, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*John L. Hodges*

Secretary of State

STATE OF MISSISSIPPI

COUNTY OF JACKSON

CHARTER OF INCORPORATION OF RANCHER PRODUCED MINK  
FOODS, INC.

1. The corporate title of said corporation is Rancher Produced Mink Foods, Inc.
2. The names and post office addresses of the incorporators are: Jeffie P. Stapleton, Route 4, Box 663, Pascagoula, Mississippi and Shirley Fleming, 725 North Roosevelt Street, Pascagoula, Mississippi.
3. The domicile of the corporation in this state is 1515 Father Ryan, Biloxi, Mississippi.
4. The amount of authorized capital is \$10,000.00 of common stock having a par value of \$50.00 per share.
5. The sale price per share shall be fixed by the Board of Directors for any amount not less than par.
6. The period of existence is ninety-nine years.
7. The purposes for which this corporation is created are:  
To engage in the general business of marine sales and services and to carry on and conduct all types of business incidental thereto, including the selling, at wholesale or retail, any and all types and kinds of marine supplies, marine equipment, petroleum products, and any and all other goods, wares, merchandise and materials of every kind and description incidental thereto, whether now known or hereafter to be discovered or invented.



To acquire by purchase, gift, charter, lease, or otherwise, pleasure boats, and all types of commercial boats, vessels, marine equipment, or watercraft, and any and all other equipment for any of same, and to own, operate, charter, lease, sell, or otherwise dispose of any or all of same; to enter into contracts for the performance of work with its equipment and to perform any and all of such contracts; to operate any and all of its equipment for transportation of passengers or freight, and to contract therefor. To carry on, in any of or all of its branches, the business of wharfage and berthing of ships, boats and every other kind of watercraft, and in connection therewith, to own, lease, build, or otherwise acquire, operate and control wharves, docks, piers, slips, bulkheads, jetties or other wharf property, including warehouses, sheds, or other structures, and in general to do the business of a wharfinger, dock or terminal company, and any and all acts that may be necessary, convenient, or appurtenant to any other of the above mentioned objects. To engage in the servicing of boats and ships of any and all description, including painting, sand blasting, scaling and cleaning, and in operation of machine shops for the repair, reconversion and reactivation of same.

To own, operate, run and manage the business of procuring any and all types and kinds of fish and other marine life, meats and agricultural product, and to obtain the same, either by direct ownership and operation of fishing boats and barges, or purchasing the same on the open market, and to process and preserve the same or any parts thereof by any and all means and methods now used in the industries, whether such methods or means shall be by quick freezing, canning, packing or any other

preservative method or means, and to do such other things as are incidental to the business of fishing and the procuring and preserving thereof, including the owning, conducting and maintaining a general ice and cold storage business, including quick freezing, storing, selling and shipping all types and kinds of fish, meats, fruits and vegetables, both for the corporations account and for the general public.

To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, incumber, lease, hire and deal in real and personal property of every kind and description necessary or convenient for the carrying on and operation of any and all of its enterprises, including stocks and securities of other corporations and to loan money and take securities for the payment of all sums due to the corporation and to sell, assign and release such securities and to act as agent, factor, broker, procurer or otherwise for and on behalf of another, when necessary and convenient for the carrying on and operation of any and all of its enterprises. 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 of stock to be subscribed and paid for before the corporation may begin business shall be ten shares of common stock.

  
JEFFRIE P. STAPLETON

  
SHIRLEY FLEMING

STATE OF MISSISSIPPI

COUNTY OF JACKSON

This day personally came and appeared before me, the undersigned authority in and for the state and county aforesaid, JEFFIE P. STAPLETON and SHIRLEY FLEMING, incorporators of the corporation known as RANCHER PRODUCED MINK FOODS, INC., who duly acknowledged that they executed the above and foregoing Articles of Incorporation as their act and deed, on this the 17<sup>th</sup> day of May, 1962.



*Robert H. Dawald*  
NOTARY PUBLIC

My Commission Expires Feb. 12, 1963

JACKSON, MISSISSIPPI

Received at the Office of the Secretary of State, this  
the 24<sup>th</sup> day of May, 1962, together with the sum of \$30.00  
deposited to cover the recording fee, and referred to the Attorney  
General for his opinion.

  
\_\_\_\_\_  
SECRETARY OF STATE

JACKSON, MISSISSIPPI

*May 24,* 1962

I have examined 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.

  
\_\_\_\_\_  
ATTORNEY GENERAL

BY:   
\_\_\_\_\_  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

TRANS-STATE OIL COMPANY

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this            May 24, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Adams*

Secretary of State

THE CHARTER OF INCORPORATION  
OF  
TRANS-STATE OIL COMPANY

\* \* \* \* \*

1. The corporate title of said corporation is:

TRANS-STATE OIL COMPANY.

2. The names of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Fulton Thompson	118 North Congress Street, Jackson 5, Mississippi
R. H. Thompson	118 North Congress Street, Jackson 5, Mississippi

3. The domicile is at 118 North Congress Street,  
Jackson 5, Mississippi.

4. The total number of shares authorized is one  
hundred (100), all of which shall be common stock without  
par value.

5. The sale price per share of the common stock  
without par value shall be Five Dollars (\$5.00).

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

7. The purpose for which it is created:

To buy, sell, produce, refine, store and market petroleum and chemical products.

To have one or more offices, to carry on all or any of its operations and business and to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the States, Districts, Territories or Colonies of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory, Colony or Country.

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 to be subscribed and paid before the corporation may begin business is one hundred (100).

Julius 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 TRANS-STATE OIL COMPANY who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 23rd day of May, 1962.

My Commission Expires 26, 1963

*Joe C. Brown*  
NOTARY PUBLIC, HINDS COUNTY  
MISSISSIPPI

Received at the office of the Secretary of State this the 24<sup>th</sup> day of May A. D., 1962, together with the sum of \$20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*Helen Lydner*  
Secretary of State

Jackson, Mississippi  
May 24, 1962

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

*Joe T. Patterson*  
Attorney General

By *Martin R. McLeod*  
Assistant Attorney General



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CREDIT UNDERWRITERS, 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      May 24, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*John L. Godwin*

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 for profit.

## THE CHARTER OF INCORPORATION OF

*(Faint, illegible text)*

1. The corporate title of said company is: **Credit Underwriters, Inc.**

2. The names of the incorporators are:

Name	Street & No.	City	State
J. H. Feemster	703 Oakridge Drive	Tupelo	Mississippi
L. E. Nelson	1421 Lynwood Drive	Jackson	Mississippi

3. The domicile is at 800 Oakwood Street Jackson Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

5,000 shares of no-par value common stock

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

5,000 shares of no-par value common stock to be sold at one dollar per share, with the right of the directors of the company in their discretion to change from time to time the sale price thereof.

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

Ninety-nine years

7. The purpose for which it is created:

(a) To own, operate, carry on and do a general insurance agency business, acting not as an insurer but as an agent for others in any and all matters concerning insurance and surety contracts of every kind and character.

(b) To act as agent or representative of any individual, firm, corporation, syndicate, or association in and about the carrying on of any financial operations and any general business enterprise.

(c) To guarantee loans, contracts, evidences of debt and any and all agreements undertakings and obligations for the payment of money in a sum certain or calculatable. But, not to act as an insurance or surety company.

(d) To collect payment itself or through others, for itself or others, on any loan, contract, evidence of debt, undertaking or obligation for the payment of money, to hold such collections or to make distribution thereof in accordance with any contract, agreement, or duty pertaining thereto and to hold, handle and distribute sinking funds or other funds or payments, for itself or others.

(e) To act as agent for the borrower or the lender in negotiation, collection, settlement or renewal of loans, but not contrary to House Bill 41 and House Bill 42 of the 1958 Regular Session laws of Mississippi.

(f) To lend and 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 same by mortgage, pledge, or otherwise, and generally to make and perform agreements and contracts of every kind and character.

(g) To exercise all rights, powers and privileges of ownership of any stocks, bonds, or securities of any kind, held by it, including any and all voting powers thereon.

(h) To purchase, retire, hold, transfer or reissue any of its own stock, common or preferred.

(i) 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 herein before set forth, either alone or in association with other 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 of the State of Mississippi or of the United States.

(j) To buy, lend money upon, sell, transfer, assign, discount, borrow money upon and pledge as collateral, and otherwise deal as principal, agent or broker in bills of lading, warehouse receipts, evidences of deposit and storage of personal property, bonds, stock, promissory notes, debentures, commercial paper, accounts, invoices, choses in action, interest in estates, contracts, mortgages on real or personal property, pledges of personal property and other evidences of indebtedness of persons, firms or corporations, and to own, hold, rent, lease, manage or convey real estate; to purchase, acquire and hold shares or interest in other corporations, domestic and foreign, and to do all things necessary and incidental thereto; to do a general brokerage business; to buy, sell and deal in all kinds of listed and unlisted stocks and bonds on commission; to act as agent or factor for any person, firm or corporation, but not with the right to receive deposits.

(k) To charge for any service rendered, or duty performed, or act done, in or concerning any of the powers of authority which may be lawfully exercised hereunder, and to settle for such charges in money, property 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.

NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.

(1) To establish and maintain its business by branch office and otherwise at any place in the State of Mississippi, and elsewhere in any state, country, province, district, territory, colony, union, or nation.

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: (Minimum sum of \$500.00 must be paid in.)

BOOK 132 PAGE 404

When 500 shares of the common stock of the corporation has been subscribed and paid for, the corporation may begin business.

Signatures:

*J. E. Nelson*  
*J. H. Feenster*

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Lewis

This day personally appeared before me, the undersigned authority J. H. Feenster

L. E. Nelson

incorporators of the corporation known as the Credit Underwriters, 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 May

My Commission expires June 22 1962

*Robert Scribner*



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 22<sup>nd</sup> day of May A. D., 1962, together with the sum of \$20 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*Huber Loden*

Secretary of State

Jackson, Miss., May 23, 1962

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

*Joe T. Patterson*

Attorney General

By Martin R. McLendon  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

WELLS FURNITURE CO., INC.

is hereby approved.

In testimony whereof, I have herewith set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this . . . May 25, 1962.



*Ross Barnett*

Governor

By the Governor

*John L. Gadsden*

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 for profit.

## THE CHARTER OF INCORPORATION OF

WELLS FURNITURE CO., INC.

1. The corporate title of said company is: WELLS FURNITURE CO., INC.

2. The names of the incorporators are:

Name	Street & No.	City	State
HOUSTON WELLS	409 N. Farish St.	Jackson	Miss.
JEAN F. WELLS	409 N. Farish St.	Jackson	Miss.

3. The domicile is at 409 N. Farish Street Jackson Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

\$50,000 no par common stock  
 \$1.00 (One) Dollar stated value

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

\$1.00 per share. Board of directors has the authority to fix or change the sale price at any time.

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

99 years

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

To manufacture, buy, own, lease, sell rent, mortgage, import, export and generally deal in furniture, carpets, rugs, household and kindred furnishing, to carry on the business of interior decorating and furnishings of every kind and description, both wholesale and retail; to manufacture, buy, sell, rent, mortgage, import, export and generally deal in goods, wares, merchandise and personal property of every kind and description including operation of wholesale and retail establishment; to buy, sell, lease, rent, install, manufacture, import, export and generally deal in chain link fence and all other types of fence; to borrow money in its own name secured or unsecured; to buy, sell, rent, lease and generally deal in real estate; to buy sell, lease, rent real property; to own, buy, sell, hypothecate, and otherwise deal in retention of title contracts, notes, deeds of trust and all other forms of choses in action on real or personal property; to own, sell, buy or otherwise deal in its own stock or stock of other corporations. To do any and all things necessary or indicdntal to any and all kinds of businesses 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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: (Minimum sum of \$500.00 must be paid in.)

\$500.00

Signatures: Houston Wells  
Jean E. Wells  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of Hinds }

This day personally appeared before me, the undersigned authority Houston Wells, Jean E. Wells,  
\_\_\_\_\_, \_\_\_\_\_,  
incorporators of the corporation known as the Wells Furniture 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 25th day of May, 1962.

My Commission Expires 5-15-65

[Signature]  
Notary Public

STATE OF MISSISSIPPI }  
County of \_\_\_\_\_ }

This day personally appeared before me, the undersigned authority \_\_\_\_\_,  
\_\_\_\_\_, \_\_\_\_\_,  
incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Received at the office of the Secretary of State this the 25<sup>th</sup> day of May,  
A. D., 1962, together with the sum of \$ 110.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

[Signature]  
Secretary of State

Jackson, Miss., May 25, 1962  
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitu-  
tion and laws of the State, or of the United States.

Jae T. Patterson  
Attorney General  
By E. Garland Lyell, Jr.  
Assistant Attorney General

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



# 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*

**GREATER MISSISSIPPI BENEFIT ASSOCIATION**

**TITLE 22,**  
*was, pursuant to the provisions of ~~XXXXX~~, Code of Mississippi of 1942, Recorded in the Records of Incorporations in this office, in*

**PHOTOSTAT BOOK, NUMBER ONE-HUNDRED THIRTY-TWO,  
PAGES 409-410.**



*Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this  
TWENTY-EIGHTH day of MAY, 1962.*

*Heber Ladner*

Secretary of State

(a) The proposed corporate name of the Company is Greater Mississippi Benefit Association.

(b) The purpose for which the corporation is formed is the operation of a general burial association in the State of Mississippi as authorized by Sections 5593 and 5594 of the Mississippi Code of 1942, Recompiled, and the business plan or principle of the operation of its business is to contract with the public generally for the issuance of burial insurance policies under the supervision and regulation of the Insurance Commissioner of the State of Mississippi. Such contracts to provide that for the payment of a stipulated premium, the Association will furnish, in the event of the death of the insured, burial services of a value of not more than \$150.00 and to the extent specifically set out in a policy contract. The Association may at its option, provide such burial services through its own facilities or contract with others for performances of such burial services.

(c) The names, residences and official titles of all the officers who are to have and exercise the general control and management of the affairs and the funds of the corporation are:

J. Cliff Watts, President and Director  
3402 Grandview Avenue, Meridian, Mississippi

William R. Moore, Vice President and Director  
Bounds Road, Meridian, Mississippi

Charles D. Agnes, Secretary-Treasurer and Director  
3601 - 24th Street, Meridian, Mississippi

APPROVED  
Walter Dell Davis  
Commissioner of Insurance

By Ch Banker

Date May 17, 1962

(d) The domicile of the proposed corporation is Meridian, Mississippi.

(e) The amount of capital stock is \$5,000.00, evidenced by 5,000 shares of par value of \$1.00, each, all to be paid in before the corporation begins business.

Signed: J Cliff Watts, President and Director  
William R. Moore, Vice President and Director  
Charles D. Agnes, Secretary-Treasurer and Director

STATE OF MISSISSIPPI  
COUNTY OF LAUDERDALE

WITNESS MY HAND AND SEAL, this the 14 day of May, 1962.

My commission expires:

Martha Leona Williams  
NOTARY PUBLIC

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

GILCHRIST TRACTOR COMPANY, INC.

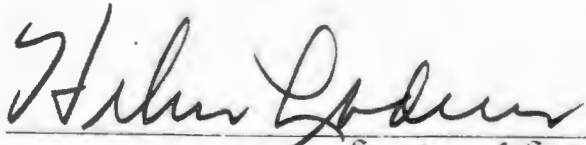
is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 29th day of May, 1962.



  
Governor

By the Governor

  
Secretary of State

THE CHARTER OF INCORPORATION  
OF  
GILCHRIST TRACTOR COMPANY, INC.

1. The corporate title of said company is:

GILCHRIST TRACTOR COMPANY, INC.

2. The names of the incorporators are:

William G. Gilchrist, Jr.,        3263 Highway 80W  
   Jackson, Mississippi

William G. Gilchrist, III,        3263 Highway 80W  
   Jackson, Mississippi

Ben Puckett,                        3263 Highway 80W  
   Jackson, Mississippi

Robert A. Gilchrist                3263 Highway 80W  
   Jackson, Mississippi

3. The domicile of the corporation is:

3263 Highway 80W, Jackson, Mississippi

4. The amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value, is as follows:

One Hundred Thousand (100,000) shares of common stock with a par value of Ten Dollars (\$10.00) per share, all being of the same class.

5. All authorized capital stock shall have a par value of Ten Dollars (\$10.00) per share.

6. The period of existence is ninety-nine years.

7. The purposes for which the corporation is created are as follows:

To buy, sell, deal in, dispose of and repair all kinds of tractors, engines, motor vehicles, machinery, equipment and farming implements and parts and supplies, lubricants, oils and greases, and generally to carry on and conduct a machinery,

implement and equipment business, and to handle and deal in all allied lines and other articles of merchandise which it may see fit to handle and deal in, either at wholesale or retail, or both, or as agent or otherwise, and to do any and all acts and things incident to the proper conduct of such business. To conduct such business as a wholesaler, retailer, importer or exporter, to act as a commission agent, representative and/or broker for others; to buy, own, hold, sell, lease, rent and otherwise acquire and dispose of real and personal property of every kind and description. To hold, own, use, mortgage, pledge, distribute, assign, lease, rent, transfer, or otherwise dispose of, and to invest, trade, deal in and deal with, at wholesale and/or at retail, goods, wares and/or general merchandise and/or personal property and real property of every class and description and of whatsoever kind or nature, whether tangible or intangible, and to do all things incident to the operation of a general manufacturing, distributing and sales business.

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

or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.


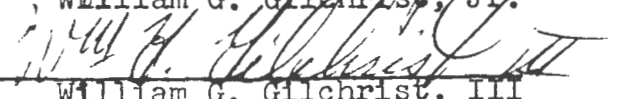
To engage in the transportation of all kinds of personal property by motor vehicle, or otherwise, over, upon and along highways, streets, alleys, avenues and other places; to transport by motor vehicle or otherwise personal property or produce manufactured or owned by said corporation, or to so transport personal property for hire or compensation, or for any other reason or purpose and to apply for, acquire, hold, own and use dealerships, franchises, or other rights granted by private or public bodies.

To have one or more offices to carry on all or any of its operations and business; and to do any and all of the powers granted by this Charter in any of the states, districts, territories or colonies of the United States and in any and all foreign countries, subject to the laws of such state, district, territory or country.

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:

One Thousand (1000) shares of common stock of the par value of Ten Dollars (\$10.00) per share, making Ten Thousand Dollars (\$10,000.00) paid in capital.

  
\_\_\_\_\_  
William G. Gilchrist, Jr.  
  
\_\_\_\_\_  
William G. Gilchrist, III

Ben Puckett  
Ben Puckett  
Robert A. Gilchrist  
Robert A. Gilchrist  
INCORPORATORS

STATE OF MISSISSIPPI  
COUNTY OF HINDS.....

This day personally appeared before me, the undersigned authority, WILLIAM G. GILCHRIST, JR., one of the incorporators of the corporation known as the Gilchrist Tractor Company, Inc., who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 26<sup>th</sup> day of May, 1962.

R. B. Pearce  
Notary Public  
My commission expires:  
My Commission Expires Mar. 5, 1966

STATE OF MISSISSIPPI  
COUNTY OF HINDS.....

This day personally appeared before me, the undersigned authority, WILLIAM G. GILCHRIST, III, one of the incorporators of the corporation known as the Gilchrist Tractor Company, Inc., who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 26<sup>th</sup> day of May, 1962.

R. B. Pearce  
Notary Public  
My commission expires:  
My Commission Expires Mar. 5, 1966

STATE OF MISSISSIPPI  
COUNTY OF HINDS.....

This day personally appeared before me, the undersigned authority, BEN PUCKETT, one of the incorporators of the corporation known as the Gilchrist Tractor Company, Inc., who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 26<sup>th</sup> day of May, 1962.

R. B. Pearce  
Notary Public  
My commission expires:  
My Commission Expires Mar. 5, 1966

STATE OF Alabama  
COUNTY OF Morgan

This day personally appeared before me, the undersigned authority ROBERT A. GILCHRIST, one of the incorporators of the corporation known as the Gilchrist Tractor Company, Inc., who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 26<sup>th</sup> day of May, 1962.

Will H. Gilchrist, Jr.

Notary Public

My commission expires: Nov. 28, 1964



Received at the office of the Secretary of State this the 29<sup>th</sup> day of May A. D., 1962, together with the sum of \$ 500.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Lodner  
Secretary of State

Jackson, Miss., May 29<sup>th</sup>, 1962

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

Joe T. Patterson  
Attorney General

By Pauline Harper  
Assistant Attorney General



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

WALTER DEAN MOTORS, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 28th day of May, 1962.



*Ross Barnett*

Governor

By the Governor

*Walter Loden*

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 for profit.

## THE CHARTER OF INCORPORATION OF

WALTER DEAN MOTORS, INC.

1. The corporate title of said company is: Walter Dean Motors, Inc.

2. The names of the incorporators are:

Name	Street & No.	City	State
Walter Dean	4220 Pass Road	Biloxi	Mississippi
Hazel Dean	4220 Pass Road	Biloxi	Mississippi

3. The domicile is at 4220 Pass Road Biloxi Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights) One Thousand(1000)shares of common stock at a par value of Twenty-five(\$25.00)Dollars per share.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired. The sale price per share shall be not less than par value thereof payable in cash or other things of value, and the Board of Directors shall be the sole judge of the value of the property or other things of value offered for the purchase of stock.

6. Period of existence (not to exceed ninety-nine years) is: Ninety(99)years

7. The purpose for which it is created: To engage in the business of buying, selling, trading, bartering and repairing new and used automobiles, truck and other automotive vehicles; to sell oil, gas, tires, batteries, automobile and truck parts, and any other articles of personal property necessary to and incidental to the automotive business, including the operation of a service station; to finance the purchase of new and used automobiles, trucks and automotive equipment; to buy, sell and deal in all manner of automotive equipment; to buy, sell, lease, mortgage, encumber and deal in all types of real and personal property; to own and operate a restaurant business for the sale of food, beverages and other soft drinks to the general public and to purchase all necessary equipment incidental thereto; to own, hold and improve all manner and types of real and personal property; to buy, sell, lease and encumber all manner of real and personal property, including its own stock and stock in other corporations; to borrow and lend money and to secure or receive security for same by pledge, the issuance of notes and bonds and the giving of mortgages and deeds of trust as security therefor; to sue and to be sued; and to contract and be contracted with within the limits of its corporate powers.

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

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: (Minimum sum of \$500.00 must be paid in.) Twenty (20) shares of common stock at the par value of Twenty-five (\$25.00) Dollars per share, making Five Hundred and No-100 Dollars (\$500.00) paid in capital.

Signatures: Walter Dean  
Hazel Dean  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of HARRISON

This day personally appeared before me, the undersigned authority Walter Dean and Hazel Dean,  
\_\_\_\_\_  
\_\_\_\_\_  
incorporators of the corporation known as the Walter Dean Motors, 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 \_\_\_\_\_ day of \_\_\_\_\_ 1962



Mrs. Clara DePaul Harvick  
NOTARY PUBLIC \* My Commission Expires: 07/11/64

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 on the 28<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$ 60 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

Hubert L. Adams  
Secretary of State

Jackson, Miss. May 28<sup>th</sup>, 1962

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

Joe. Patterson Attorney General  
By Walter Dean Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BLUE RIBBON POULTRY 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 28th day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*John L. G. L. L.*  
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 for profit.

## THE CHARTER OF INCORPORATION OF

BLUE RIBBON POULTRY COMPANY, INC.

1. The corporate title of said company is: BLUE-RIBBON POULTRY COMPANY, INC.

2. The names of the incorporators are:

Name	Street & No.	City	State
H. L. Franklin	1618 - 22nd Avenue	Gulfport, Mississippi	
S. R. Cruthirds	4908 Kendall Drive	Gulfport, Mississippi	
F. R. Cruthirds	2111 Rose Court	Handsboro, Mississippi	

3. The domicile is at Central Avenue, Petal, Forrest County, Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

300 shares of common stock of the par value of \$100.00                      \$30,000.00

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

300 shares of common stock of the par value of \$100.00                      \$30,000.00

6. Period of existence (not to exceed ninety-nine years) is: Ninety-nine years (99).

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

To engage in the purchase, processing, and distribution of poultry and eggs; dairy products, and livestock of all kinds.

To buy, sell, and deal in all classes and description of livestock; to pack, cure, render, and refine, and to deal in meats and meat by-products, and to manufacture, produce, and generally deal in hides, oil, glue, animal fertilizers, and all other articles made from the carcasses of animals; and also in connection therewith to establish, buy, lease, or otherwise acquire, own, maintain, operate, and dispose of real property, stockyards, slaughterhouses, packing houses, rendering, refining or curing plants and necessary buildings therefor, and all other facilities and structures necessary or expedient for such purposes.

To pack and market beef, pork, poultry, and other meat, dairy, and poultry products and by-products.

To carry on the business of slaughtering cattle, calves, pigs, sheep, lambs, and other livestock and poultry, and of producing, purchasing, selling, and dealing in meats, poultry, eggs, dairy products, provisions, hotel and restaurant supplies, and hides, leather, oil, fat, tallow, lard, grease, stearine, offal, horn, glue, soap, fertilizer, and all other kinds of products and by-products arising out of the slaughtering of livestock and poultry or in connection therewith, and all implements, materials, and things incidental to or useful in connection with the business of the corporation; and generally to manufacture and to buy, sell, exchange, and deal in livestock, eggs, dairy products, and in all or any of the above specified products and by-products and in all materials used in the production thereof; and to carry on any other business which may be conveniently conducted in conjunction with any of the businesses aforesaid.

To engage in the business of buying, owning, manufacturing, selling at wholesale and retail, and distributing meats, poultry, meat products, dairy products, fresh and staple foods, seasonings, soaps, food of all types, food specialties and other merchandise.

To engage in a general merchantile business.

To engage in the business of buying, owning, selling, construction, manufacturing, installing, operating and servicing all types of restaurant equipment for the preparation and serving of food.

To engage in the business of preparing, processing and manufacturing food products and to package and re-process same.

To own, operate, mortgage and sell real estate and personal property necessary or incident to the performance of the aforesaid powers; to borrow money and to buy, sell, pledge and hypothecate money bills of exchange, notes or choses in action and to do and perform any and all acts necessary or incidental to the exercise of any of the foregoing 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.

NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: (Minimum sum of \$500.00 must be paid in.)

6 shares of common stock of the par value of \$100.00 each \$600.00

Signatures: H. L. Franklin, S. R. Cruthirds, F. R. Cruthirds. Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of Harrison

This day personally appeared before me, the undersigned authority: H. L. Franklin, S. R. Cruthirds, F. R. Cruthirds

incorporators of the corporation known as the BLUE RIBBON POULTRY 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 26th day of May

EVERETT E. COOK, NOTARY PUBLIC
GULFPORT, HARRISON COUNTY, MISSISSIPPI
MY COMMISSION EXPIRES MAY 22, 1968

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 May A. D., 1962, together with the sum of \$70.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Adams 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 the State, or of the United States.

Joe I. Patton Attorney General
By Assistant Attorney General

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



# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

PEOPLES GIN 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 the 28th day of May, 1962.*

*Ross V. Barnett*

Governor.

Attest:

*Hubert L. Spivey*

Secretary of State.

CERTIFIED COPY OF RESOLUTIONS ADOPTED BY  
PEOPLES GIN COMPANY, INC.  
AMENDING THE CHARTER OF INCORPORATION

WHEREAS, Peoples Gin Company, Inc. is a corporation acting under a charter issued by the state of Mississippi on the 27th day of July, 1933, and amended on 21st day of January 1935, the 4th day of August, 1949, and the 28th day of May, 1951, which charter and amendments thereto are recorded in the office of the Secretary of State of Mississippi; and

WHEREAS, it is desired by a majority of the stockholders of said Peoples Gin Company, Inc. that paragraphs IV and V be amended;

NOW, THEREFORE, be it resolved that paragraph IV of the Charter of Incorporation of Peoples Gin Company, Inc. be amended to read as follows:

- "(a) The amount of authorized capital stock is \$100,000.00 divided into 100,000 shares of common stock of par value of \$1.00 each.
- (b) The stock of this corporation shall only be issued to, transferred to, or held by producers of agricultural products; and the term "Producers" as used herein shall include individuals, partnerships, corporations, or associations who are producers of agricultural products either directly or as landlords supervising said production or receiving as rent a part of the agricultural products produced on the leased premises.

Whenever a holder of stock ceases to be eligible to hold such stock or fails to patronize the corporation for a period of two consecutive years, the board of directors of the corporation shall call such stock for retirement at par and shall pay therefor by issuing to the holder a certificate of indebtedness or certificates of indebtedness, retirable at the time such stock would normally have been retired as hereinafter provided in this charter and in the bylaws, provided that the corporation shall have the right to retire such certificates earlier at the discretion of the board of directors, said certificates to bear interest at a rate determined by the board of directors, but to be the same as the dividend paid on stock and not to exceed 6% per annum, payable annually, and to be transferable only upon approval of said board of directors.

The stock of the corporation, or any part thereof, may be redeemed or retired upon call of the board of directors from time to time, provided said stock is called and retired in the same order as originally issued. All such stock so retired shall be paid for at the par value thereof, plus any dividend declared thereon and unpaid. No stock called for retirement under any of the conditions set out above shall bear dividends or carry any voting rights after the date fixed in the call for its retirement, and upon failure of the holder to deliver the certificate or certificates evidencing such stock, the corporation may cancel same on its books by providing for the payment thereof as set forth.

- (c) A non-cumulative dividend not to exceed 6% per annum may be paid if earned and declared by the board of directors.
- (d) No stockholder shall be entitled to hold more than 25% of the stock issued and outstanding at any time."

AND BE IT FURTHER RESOLVED that paragraph V of said charter be amended to read as follows:

"The price per share at which said stock shall be sold is \$1.00 per share."

AND BE IT RESOLVED that R. E. Chapman, President, and E. H. Anderson, Secretary-Treasurer of Peoples Gin Company, Inc., be and they hereby are authorized and directed to do and perform any and all acts or things necessary to give effect to these resolutions.

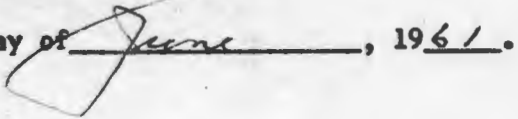
\* \* \* \* \*

I, E. H. Anderson, Secretary of Peoples Gin Company, Inc., hereby certify that the foregoing is a true and correct copy of resolutions adopted at a special stockholders meeting of said Peoples Gin Company, Inc. held at 10:00 AM on JUNE 29 1961, and that the call for said meeting was properly given, the stockholders being advised as to the purpose of said meeting, which purposes included the consideration of charter amendments as set forth in the foregoing resolution.

I further certify that at said special meeting a majority of the stock of Peoples Gin Company, Inc. was represented, and that the vote on all amendments to the charter set forth in the foregoing resolution was unanimous with all persons present in person and by proxy voting therefor.

This is to certify that the resolutions above set forth have neither been rescinded, altered nor remanded in any way since their adoption.

Witness my signature on this the 29 day of June, 1961.

  
 \_\_\_\_\_  
 E. H. Anderson, Secretary  
 Peoples Gin Company, Inc.

AMENDMENT TO CHARTER OF INCORPORATION  
OF  
PEOPLES GIN COMPANY, ~~INC.~~

Paragraphs IV and V of the charter of incorporation of Peoples Gin Company, ~~inc.~~ are hereby amended to read as follows:

- IV. "(a) The amount of authorized capital stock is \$100,000.00 divided into 100,000 shares of common stock of par value of \$1.00 each.
- (b) The stock of this corporation shall only be issued to, transferred to, or held by producers of agricultural products; and the term "Producers" as used herein shall include individuals, partnerships, corporations, or associations who are producers of agricultural products either directly or as landlords supervising said production or receiving as rent a part of the agricultural products produced on the leased premises.

Whenever a holder of stock ceases to be eligible to hold such stock or fails to patronize the corporation for a period of two consecutive years, the board of directors of the corporation shall call such stock for retirement at par and shall pay therefor by issuing to the holder a certificate of indebtedness or certificates of indebtedness, retirable at the time such stock would normally have been retired as hereinafter provided in this charter and in the bylaws, provided that the corporation shall have the right to retire such certificates earlier at the discretion of the board of directors, said certificates to bear interest at a rate determined by the board of directors, but to be the same as the dividend paid on stock and not to exceed 6% per annum, payable annually, and to be transferable only upon approval of said board of directors.

The stock of the corporation, or any part thereof, may be redeemed or retired upon call of the board of directors from time to time, provided said stock is called and retired in the same order as originally issued. All such stock so retired shall be paid for at the par value thereof, plus any dividend declared thereon and unpaid. No stock called for retirement under any of the conditions set out above shall bear dividends or carry any voting rights after the date fixed in the call for its retirement, and upon failure of the holder to deliver the certificate or certificates evidencing such stock, the corporation may cancel same on its books by providing for the payment thereof as set forth.

- (c) A non-cumulative dividend not to exceed 6% per annum may be paid if earned and declared by the board of directors.
- (d) No stockholder shall be entitled to hold more than 25% of the stock issued and outstanding at any time."
- V. "The price per share at which said stock shall be sold is \$1.00 per share."

Witness the signature and seal of the corporation on this the 1 day of March, 1962.

PEOPLES GIN COMPANY, ~~INC.~~

By H. E. Chapman  
President

Attest:

H. Henderson  
Secretary

CERTIFICATE

STATE OF MISSISSIPPI  
COUNTY OF QUITMAN

Personally came and appeared before me, the undersigned authority in and for the above state and county, and while within my official jurisdiction, the within named R. E. Chapman and E. H. Anderson, who acknowledged that they are the President and Secretary, respectively, of Peoples Gin Company, Inc., a corporation, and as such officers, for and on behalf of said corporation, executed the above and foregoing amendment to the charter of incorporation of Peoples Gin Company, 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 1 day of March 1962

*My Commission Expires*  
*March 16 1962*  
*Notary Public*

*James Samuel S. Coley*  
*Notary Public*

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

A. D., 1962, together with the sum of \$10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hilary Lindsey  
SECRETARY OF STATE.

Jackson, Miss.,

May 25, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin R. McLeod  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

PERSONAL FINANCE COMPANY, INC. OF JACKSON

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 28th day of May, 1962.*

*Ross Barnett*

Governor.

Attest:

*John Godwin*

Secretary of State.

R E S O L U T I O N

WHEREAS, on May 30, 1959, Charter of Incorporation was granted Personal Finance Company, Inc. of Jackson, domiciled at Jackson, Hinds County, Mississippi; and

WHEREAS, it is the desire of the stockholders of the Personal Finance Company, Inc. of Jackson to amend Article 4 of its Charter to increase the amount of capital stock of the corporation to Fifty Thousand Dollars (\$50,000) and increase the number of shares of common stock to Five Thousand Shares, having a par value of \$10.00 per share;

NOW, THEREFORE, BE IT RESOLVED by the stockholders of Personal Finance Company, Inc. of Jackson in a special meeting at Jackson, Mississippi on this the 25th day of May, 1962, that Article 4 of the Charter of Incorporation be amended in the following respects, to-wit:

"Article 4. The amount of capital stock of the corporation shall be \$50,000, consisting of a common stock only, being five thousand shares of common stock having a par value of \$10.00 per share."

BE IT FURTHER RESOLVED, that the proper officer or officers of this corporation be and they are hereby authorized and directed to apply for and secure the foregoing amendment



to the Charter of Incorporation of Personal Finance Company, Inc. of Jackson; and

BE IT FURTHER RESOLVED, that said officers be and they are hereby authorized and directed to execute any and all instruments necessary to effect the foregoing.

On motion duly made by Thomas E. Dunham and second by Mrs. Floy E. Dunham, the foregoing Resolution was adopted by unanimous vote of all of the stockholders.

Floy E. Dunham  
Secretary

I, Mrs. Floy E. Dunham, the duly elected and qualified acting Secretary of Personal Finance Company, Inc. of Jackson, do hereby Certify that the above and foregoing is a true, full and correct copy of the Resolution adopted at the special business meeting of the Stockholders held on the 25th day of May, 1962, at Jackson, Mississippi, as a part of business transaction on said date, the original of said resolution being on file and of record in the minutes of said corporation.

WITNESS my signature and seal of office this the 25<sup>th</sup> day of May, 1962.

Floy E. Dunham  
Secretary

AMENDMENT TO THE CHARTER OF INCORPORATION  
OF  
PERSONAL FINANCE COMPANY, INC. OF JACKSON

Pursuant to resolution of the stockholders of Personal Finance Company, Inc. of Jackson, a certified copy being attached hereto, Article 4 of the Charter of Incorporation of Personal Finance Company, Inc. of Jackson is hereby amended to read as follows:

" 4. The amount of capital stock of the corporation shall be \$50,000, consisting of a common stock only, being five thousand shares of common stock having a par value of \$10.00 per share."

In all other respects, the said Charter of Incorporation shall remain the same.

PERSONAL FINANCE COMPANY, INC.  
OF JACKSON

BY Thomas E. Dunham  
President



STATE OF MISSISSIPPI  
COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for the state and county aforesaid, Thomas E. Dunham, personally known to me to be the President of Personal Finance Company, Inc. of Jackson, who acknowledged that as such officer and in his official capacity as such, he executed the foregoing amendment to the Charter of Incorporation of Personal Finance Company, Inc. of Jackson as the act and deed of said corporation, he having been thereunto first duly authorized so to do.

GIVEN UNDER MY HAND and seal of office on this 25<sup>th</sup> day of May, A. D., 1962.

Kathleen Patterson  
Notary Public

My Commission Expires:

Nov. 26, 1962



Received at the office of the Secretary of State, this the 28<sup>th</sup> day of May

A. D., 1962, together with the sum of \$ 80<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert Godwin  
SECRETARY OF STATE.

Jackson, Miss.,

May 28th, 1962

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.

Joe T. Patton  
ATTORNEY GENERAL  
By Raymond D. Dargatzis  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

STALLWORTH FURNITURE 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 28th day of May, 1962.



*Ross Barnett*

Governor

By the Governor

*John L. Eder*

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 for profit.

# THE CHARTER OF INCORPORATION OF

## STALLWORTH FURNITURE COMPANY, INC.

1. The corporate title of said company is: **Stallworth Furniture Company, Inc.**

2. The names of the incorporators are:

Name	Street & No.	City	State
Dorothy Rigg Stallworth	834 East Washington Avenue Pascagoula, Mississippi		
Groves T. Stallworth	834 East Washington Avenue Pascagoula, Mississippi		

3. The domicile is at **420 South Market St., Pascagoula, Mississippi**  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

75,000 shares of common capital stock,  
 par value \$1.00 per share

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

None.

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

Ninety-nine years.

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

To engage in the retail furniture business.

To buy, sell, lease, let, acquire, and develop real estate, both residential and commercial.

To purchase, take, own, hold, deal in, mortgage or otherwise lien and to lease, sell, exchange, convey, transfer or in any manner whatever dispose of real property, within or without the State of Mississippi.

To manufacture, purchase or otherwise acquire and to hold, own, mortgage or otherwise lien, pledge, lease, sell, assign, exchange, transfer or in any manner dispose of, and to invest, deal and trade in and with goods, wares, merchandise and personal property of any and every class and description, within or without the State of Mississippi.

To acquire the good will, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock of this company, bonds or otherwise; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

To guarantee, purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of indebtedness created by other corporations and while the holder of such stock to exercise all the rights and privileges of ownership, including the right to vote thereon, to the same extent as a natural person might or could do.

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, trademarks, trade names, rights and licenses secured under letters patent, copyrights or otherwise.

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.

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.

To purchase, hold, sell and transfer the shares of its capital stock.

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.

To carry on any other business in connection therewith.

To do any or all of the things herein set forth as principal, agent, contractor, trustee or otherwise, alone or in company with others.

The objects and purposes specified herein shall be regarded as independent objects and purposes and except where otherwise expressed, shall in no way be limited nor restricted by reference to or inference from the terms of any other clause or paragraph of this certificate of incorporation.

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

500 shares of common capital stock of \$1.00 par value per share.

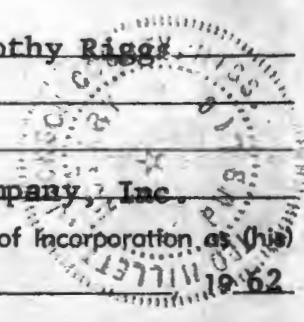
Signatures: Dorothy Rigg Stallworth  
Mrs. Dorothy Rigg Stallworth  
Groves T. Stallworth  
Groves T. Stallworth  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of Jackson

This day personally appeared before me, the undersigned authority Mrs. Dorothy Rigg Stallworth and Groves T. Stallworth

incorporators of the corporation known as the Stallworth Furniture 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 15 day of July 1962



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 on the 28<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$ 160 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Loden  
Secretary of State

Jackson, Miss. May 28<sup>th</sup>, 1962

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

Joe T. Patterson Attorney General  
By Walter Dyer Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

FRED'S DOLLAR STORE OF FULTON, 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 28th day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*Hubert L. Lyden*  
Secretary of State



CHARTER OF INCORPORATION

OF

FRED'S DOLLAR STORE, OF FULTON, INC.

1. The corporate title of said company is Fred's Dollar Store of Fulton, Inc.
2. The names of the incorporators are: Herbert Glazer, Harry Schneider and Ila L. Williams, all of Commerce Title Building, Memphis, Tennessee.
3. The domicile of said company is at 233 Main Street, Fulton, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The total number of shares of all classes of stock which this corporation shall be authorized to issue is as follows:
  - A. 100 shares of common stock, each share having a par value of \$100.00. Each share of common stock shall have one vote.
  - B. 200 shares of preferred stock, each share of preferred stock having a par value of \$100.00.

The rights of the holders of common stock and preferred stock of the Corporation shall be the same in every respect, including, without limitation, rights upon liquidation, except that the holders of preferred stock shall have no voting rights except as otherwise required by the Constitution and laws of the State of Mississippi.

5. The period of existence of the Corporation is 99 years.

6. The purposes for which the Corporation is created are:

Section A: To manufacture, buy, sell, export, import and generally deal in, at retail or wholesale, as owners, jobbers, factors or consignees, or in any other capacity, dry goods, clothing, wearing apparel, textile fabrics, hats, caps, millinery, footwear of any and every kind and all articles and merchandise of like general character and description and, without limitation, any other line, item, product, supply or merchandise incidental or allied therewith.

Section B: To establish and conduct stores and shops for the transaction of any and every kind of merchandise business.

Section C: To manufacture, buy, sell, export, import and generally deal in, at retail or wholesale, as owners, jobbers, factors or consignees, or in any other capacity, all merchandise and supplies of every kind and character.

Section D: To buy, sell, exchange, mortgage, improve, lease and sublet real estate, improved and unimproved.

Section E: To conduct business in the State of Mississippi or other states, the District of Columbia, the territories and colonies of the United States and in foreign countries and to have one or more offices both out of and within the State of Mississippi.

In any state or country or political division thereof in which the Corporation may have qualified to do business it shall have all the objects and powers herein set forth but only to such extent as may be permitted by the laws of such state or country or political division thereof to any business or commercial corporation.

Section F: To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or any amendments thereof or necessary or incidental to the protection and benefit of this Corporation; and in general, to carry on any lawful business necessary or incidental to the attainment of the objects of this Corporation whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation or any amendment thereof.

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of specific objects or powers shall not be held to limit or restrict in any manner either the objects or powers of the Corporation and that the Corporation shall possess such incidental powers as are reasonably necessary or convenient for the accomplishment of any of the objects or powers hereinbefore enumerated either alone or in association with any government, state, municipality, corporation, association, partnership, person, organization, or entity whatsoever, as principals, agents, contractors or otherwise.

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

7. The number of shares of the capital stock of this Corporation which are to be subscribed and paid for prior to the Corporation's beginning business is ten (10) shares of common stock.

We, the undersigned, apply to the State of Mississippi, by virtue of the laws of the land, for a charter of incorporation for the purposes and with the powers, etc. declared in the foregoing instrument.

WITNESS our hands this the 25<sup>th</sup> day of May, 1962.

Herbert Glazer  
Herbert Glazer

Harry Schneider  
Harry Schneider

Ila L. Williams  
Ila L. Williams

STATE OF TENNESSEE,  
COUNTY OF SHELBY.

This day, personally appeared before me, the undersigned authority, Herbert Glazer, Harry Schneider, and Ila L. Williams, incorporators of the corporation known as Fred's Dollar Store of Fulton, Inc., who acknowledged that they signed and executed the above and foregoing Articles of Incorporation as their act and deed on this 25<sup>th</sup> day of May, 1962.

Merwin L. Shand  
Notary Public



My commission expires:  
Nov. 10, 1963

28<sup>th</sup> Received at the office of the Secretary of State, this, the day of May, 1962, together with the sum of \$70.00 deposited to cover this recording fee, and referred to the Attorney General for his opinion.

Hubert Lodner  
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 the State or of the United States.

Joe T. Patterson  
Attorney General

By William H. Haynes Jr.  
Asst. Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

STAFFORD COOPER, 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 28th day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*Arthur L. Johnson*  
Secretary of State

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

# THE CHARTER OF INCORPORATION OF

**STAFFORD COOPER, INC.**

1. The corporate title of said company is Stafford Cooper, Inc.

2. The names of the incorporators are:

STAFFORD A. COOPER Postoffice 2424 Clay Street, Vicksburg, Mississippi

ELMER H. COOPER Postoffice 2424 Clay Street, Vicksburg, Mississippi

STAFFORD S. COOPER Postoffice 2424 Clay Street, Vicksburg, Mississippi

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

3. The domicile is at 2424 Clay Street, Vicksburg, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof: \$50,000 of common stock  
(Only preferred stock may be issued without voting rights)

5. Number of shares for each class and par value thereof: 500 shares of said common stock of the par value of \$100 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 and sell at retail, at auction or at wholesale, to lease, hire, mortgage, deal in and with, and to store and repair automobiles, trucks, motor vehicles, airplanes, boats, electric and home appliances of every nature, and all parts, supplies and accessories which appertain thereunto; to buy and sell gasoline, lubricating oil, grease, tires, tubes, supplies, tools, equipment and accessories of every nature which are customarily dealt with, used or consumed in connection with the operation of motor vehicle service stations or repair shops; to solicit, issue, write, execute and deliver, for insurance companies qualified to do business in the State of Mississippi, policies of insurance, which cover loss or damage to, or caused by, motor propelled vehicles of every description; to sell, buy, lease and deal in and with property of every kind, real, personal or mixed, for cash or on terms; to make loans secured by motor vehicles and parts, appurtenances, supplies and accessories, and to deal in such securities; and generally to own, lease, manage, operate and conduct an automobile agency, or agencies, automobile garage, or garages, and service stations for automobiles or trucks, and generally to do any and all things pertinent to, necessary for, incidental to, connected with or complimentary to the accomplishments of the above objects. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

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. (Minimum sum of \$500.00 must be paid in.)

25 shares of said capital stock.

*Stafford A. Cooper*  
*James H. Cooper*  
*Stafford H. Cooper*

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of WARREN

This day personally appeared before me, the undersigned authority STAFFORD A. COOPER

incorporator of the corporation known as ~~the~~ STAFFORD COOPER, 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 17 day of May, 1962

Mrs. Jo Ann Fuller  
Notary Public  
My commission expires July 7, 1965

STATE OF MISSISSIPPI

County of WARREN

This day personally appeared before me, the undersigned authority ELOISE H. COOPER,

incorporator of the corporation known as ~~the~~ STAFFORD COOPER, INC.

who acknowledged that ~~she~~ (they) signed and executed the above and foregoing articles of incorporation as her (their) act and deed on this the 17 day of May, 1962

Mrs. Jo Ann Fuller  
Notary Public  
My commission expires July 7, 1965

STATE OF MISSISSIPPI

County of WARREN

This day personally appeared before me, the undersigned authority STAFFORD S. COOPER,

incorporator of the corporation known as ~~the~~ STAFFORD COOPER, 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 17 day of May, 1962

Mrs. Jo Ann Fuller  
Notary Public  
My commission expires July 7, 1965

Received at the office of the Secretary of State this the 25th day of May, 1962, together with the sum of \$110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John L. Gordon  
Secretary of State.

Jackson, Miss., May 25, 1962

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

Joe T. Patterson  
Attorney General.  
By Martin A. McLondon  
Assistant Attorney General.

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LOWIN 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 28th day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*John Lyden*  
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 for profit.

**THE CHARTER OF INCORPORATION OF****LOWIN CORPORATION**1. The corporate title of said company is: **Lowin Corporation**

2. The names of the incorporators are:

Name	Street & No.	City	State
Marvin A. Cohen	1347 Deposit Guaranty Bank Building	Jackson, Mississippi	
Robert G. Gillespie, Jr.	1347 Deposit Guaranty Bank Building	Jackson, Mississippi	

3. The domicile of said company is: **500 Woodrow Wilson Jackson Mississippi**4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions; and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

Fifty Thousand Dollars (\$50,000.00) composed of one class of common capital stock of the par value of \$100.00 per share.

The sale or transfer of any share or shares of the stock of this corporation, regardless of the manner of acquisition or the ownership thereof, is and shall at all times be subject to the terms and conditions provided for in the stockholders agreement made and entered into by and between the original stockholders at the time of the organization of this corporation, which said agreement is on file in the office of the corporation and requires that any stock to be sold or transferred shall first be offered to the corporation and next to the stockholders as required in said stockholders agreement.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

500 shares of common capital stock of par value of One Hundred Dollars (\$100.00) per share.

6. Period of existence (not to exceed ninety-nine years) is: **Ninety-nine years.**

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

To contract for and acquire by purchase, exchange, or lease, or otherwise, lands and interests in lands and to own, hold, improve, develop, manage, subdivide, plat and/or sell any real estate so acquired and to erect or cause to be erected on any lands owned, held or occupied by the corporation or on any lands owned, held or occupied by any other person, or partnership, or corporation, by contract or agreement, buildings or other structures with their appurtenances; to contract for and acquire by purchase, exchange, lease, or otherwise, buildings, structures and other improvements to real property either with or without the real property whereon same are located; and to rebuild, enlarge, equip, alter or improve any building or other structures now or hereafter erected on any lands so owned, held or occupied, and to mortgage, sell, lease, encumber or otherwise dispose of any lands or interests in lands in buildings, improvements, or other structures, and any stores, shops, suites, rooms or parts of any buildings or other structures at any time owned or held by the corporation, together with any or all equipment or furnishings therein located, and generally to improve, develop and manage any real property and to erect or cause to be erected, altered or improved for any person buildings, improvements or other structures with their appurtenances by contract or agreement.

To acquire, buy, own, sell, improve, rent, lease, make contracts with respect to, mortgage or pledge any and all kinds and classes of real or personal property; to negotiate loans, lend money, accept, endorse, discount, buy, own, hold, sell and deal in stocks, bonds, notes, debentures, negotiable instruments or other evidences of indebtedness and to invest the funds of the corporation therein.

To acquire, buy, own, hold, sell and invest in, stock and securities of any corporation, private or public, the Government of the United States or any municipality, county, district, state or public agency.

To acquire, by purchase, lease, manufacture, or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development, or management of any property, real or personal, at any time owned, held, or occupied by the corporation, or being constructed, remodeled, or improved for another, and to invest, trade, and deal in any personal property deemed beneficial to the corporation, and to encumber or dispose of any personal property at any time owned or held by the corporation.

To do each and every thing necessary, desirable, incidental or suitable to such business or for the accomplishment of any of the purposes enumerated or which shall at any time appear conducive to or expedient for the protection or benefit of the corporation consistent with law.



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MID-CONTINENT 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 28th day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*John L. G. L. L.*

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 for profit.

## THE CHARTER OF INCORPORATION OF

MID-CONTINENT CONTRACTORS, INCORPORATED

1. The corporate title of said company is:

MID-CONTINENT CONTRACTORS, INC.

2. The names of the incorporators are:

Name	Street & No.	City	State
Chester W. Hall, Sr.	Duck Pond Road	Washington, Adams Co.,	Miss.
John T. Green	407 South Commerce Street	Natchez,	Miss.

3. The domicile is at 5018 N. State Street; Jackson, Mississippi  
(Street and No.) (City) (State)4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

Two Hundred (200) shares of common stock of the par value of Twenty-Five Dollars (\$25.00) per share.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

All common stock at Twenty-Five Dollars (\$25.00) per share.

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

Ninety-nine (99) years.

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

To engage in a general construction business and to perform all types and kinds of construction work under contract with others or otherwise; to engage in the business of construction of buildings of all types, kinds and descriptions; to engage in the business of construction of stringing and laying of electric power lines above and below ground and pipe lines of all types and descriptions above and below ground, all under contract with other persons, firms or corporations or otherwise; to engage in the business of digging, hauling, moving, excavating, replacement and shaping of all earthen materials under contract or otherwise.

To purchase, lease, manufacture or acquire and to sell, lease or otherwise dispose of the same at retail or wholesale, in any manner, automotive vehicles, automobiles, trucks, tractors, derricks, bulldozers, drag lines, road graders, engines and all types and kinds of dirt-moving equipment and machinery of whatever type of propulsion or power and to sell, lease, convey or otherwise dispose of same; to purchase, lease, manufacture or acquire in any manner any and all kinds of devices, machinery, tools and equipment used in the repair, assembly, construction or manufacture of all kinds of machinery and equipment, and to sell, lease, convey or otherwise dispose of the same.

To purchase, lease or otherwise acquire, hold and own real estate and to sell, lease, alienate, mortgage or otherwise dispose of the same; to purchase, lease or otherwise acquire, own and hold personal property of every kind and nature, including stocks, bonds, promissory notes, choses in action, evidences of debt and negotiable instruments of all kinds; to borrow money and to make, issue, execute and delivery any and all bills and notes, mortgages, pledges, and hypothecations of real and personal property, to evidence and secure such loans of money; to lend money or credit and to accept bills and notes, mortgages, pledges or other hypothecations of real or personal property to secure such loans.

To purchase, acquire, hold, own, issue, grant, sell or otherwise dispose of or alienate, pledge or hypothecate stocks, bonds, choses in action, non-negotiable bills and notes and negotiable instruments.

To own, lease, and operate sand and gravel pits and beds and any and all types of rock and mineral quarries and to use, sell and otherwise dispose of the materials taken therefrom.

To enter into contracts and sub-contracts for the performance of any of the above authorized activities and to engage at any time in any business or businesses incidental to or connected with the above authorized activities and to do and perform any and all acts necessary and incident to the exercise of the powers herein granted.

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

Twenty-Five shares of common stock.

Signatures: Chester W. Hall, Jr.  
John T. Green

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Adams

This day personally appeared before me, the undersigned authority, Chester W. Hall, Jr.  
and John T. Green

incorporators of the corporation known as the Mid-Continent Contractors, Incorporated  
who acknowledged that ~~the~~ (they) signed and executed the above and foregoing articles of incorporation as ~~the~~  
(their) act and deed on this the 25<sup>th</sup> day of May, 1962

My Com. Exp. 9/21/63 Marie Bennett - 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 28<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

John L. Linder  
Secretary of State

Jackson, Miss. May 28<sup>th</sup>, 1962

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

Joe T. Patterson Attorney General  
By Stanton D. Jackson Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

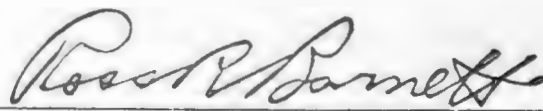
The within and foregoing Charter of Incorporation of

QUITMAN COCA-COLA BOTTLING CO.

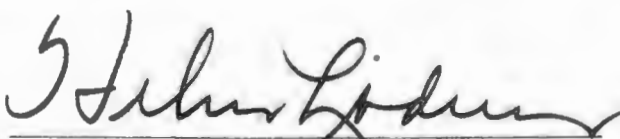
is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 28th day of May, 1962.



  
Governor

By the Governor

  
Secretary of State



THE CHARTER OF INCORPORATION OF QUITMAN COCA-COLA BOTTLING CO.

I

The corporate title of said company is Quitman Coca-Cola Bottling Co.

II

The names and post office addresses of the incorporators are:

Mrs. Adeline Dabbs, 200 South Archusa Avenue, Quitman, Mississippi

Hal N. Dabbs, Jr., 200 South Archusa Avenue, Quitman, Mississippi

III

The domicile of the corporation is at Quitman, Mississippi.

IV

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

Fifty Thousand (\$50,000.00) Dollars, all being Common Stock, there being no preferred stock and no classes of Common Stock; each share of stock having equal preferences, rights and privileges, without any restrictions or qualifications upon the voting powers of any of such stock.

V

Number of shares for each class and par value thereof:

Five Hundred (500) shares of Common Stock of the par value of One Hundred (\$100.00) Dollars per share.

VI

The period of existence is Ninety-Nine (99) years.

VII

The purpose for which it is created:

To manufacture, buy, sell, and deal in, generally, soda water, and other non-alcoholic carbonated beverages, syrups of all kinds, flavoring extracts and all articles and commodities in any manner used in connection with the operation of the non-alcoholic beverage business; to build, purchase, lease, or otherwise acquire, equip and maintain all buildings, warehouses, storehouses and all other such structures as may be necessary for the furtherance of such business; to manufacture, buy, sell, import and export and generally to use machinery for the manufacture, sale, distribution and bottling of non-alcoholic beverages of all kinds; to engage in a general business of manufacturing, selling, distributing and bottling non-alcoholic beverages of all classes, characters and descriptions and under such brands and trade names as may be adopted or used by the corporation; to acquire, sell, lease or otherwise use any and all appliances necessary for the storage or sale of non-alcoholic beverages; to acquire, own, hold, sell, exchange and encumber any and all vehicles, trucks and other conveyances and other personal property necessary, convenient or expedient for such operations; to endorse or guarantee the payment of the obligations of others in furtherance of any of the purposes of any business in which the corporation may be engaged or with which it may be affiliated; to buy, own, hold, sell, lease or pledge, encumber and contract for and deal in real estate; to acquire, buy or sell, rent, lease and mortgage by contract or otherwise any business or businesses as permitted by law, including the purchase and sale of stocks and securities of other corporations as permitted by law; to do whatever is necessary, essential, convenient, or expedient to carry out any or all of said purposes.

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

VIII

Number of shares of each class to be subscribed and paid for before the corporation may commence its business:

Three Hundred Seventy (370) shares of Common Stock.

Mrs Adeline Dabbs  
MRS. ADELINE DABBS

Hal N. Dabbs, Jr.  
HAL N. DABBS, JR.  
INCORPORATORS

STATE OF MISSISSIPPI

COUNTY OF CLARKE

This day personally appeared before me, the undersigned authority in and for said county and state, the within named Mrs. Adeline Dabbs and Hal N. Dabbs, Jr., Incorporators of the Quitman Coca-Cola Bottling Co., who acknowledged that they signed and executed the above and foregoing Articles of Incorporation as their act and deed on this the 25<sup>TH</sup> day of May, 1962.

My Commission Expires Feb. 15, 1963

Jacques D. Riddle  
NOTARY PUBLIC



Received at the office of the Secretary of State, this the 26<sup>th</sup> day of May

A. D., 1962, together with the sum of \$ 110<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

G. Huber Luden  
SECRETARY OF STATE.

Jackson, Miss.,

May 29 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.  
By G. Garland Lyell, Jr.  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

"WEBB REALTY CO., INC."

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 28th day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*John Loden*  
Secretary of State

CHARTER OF INCORPORATION

OF

"WEBB REALTY CO., INC."

I

The corporate title of this corporation shall be:

"WEBB REALTY CO., INC."

II

The names and post office addresses of the incorporators are:

Taylor Webb  
407 East Third Street  
Leland, Mississippi

John C. Webb  
407 East Third Street  
Leland, Mississippi

III

The domicile of the corporation shall be in the City of Leland, Washington County, Mississippi with the street and post office address being 311 Broad Street, Leland, Mississippi.

IV

The amount of authorized capital stock of the corporation shall be \$25,000.00, all common stock of the same class, consisting of 250 shares and having a par value of \$100.00 per share, and having such privileges and restrictions as provided by law.

V

The period of existence of this corporation shall be ninety-nine years.

VI

The purposes for which this corporation is created and the rights, powers and privileges conferred upon it are as follows:

(1) To purchase, own, lease or otherwise acquire and hold hotels and restaurants, or either, and other kinds of commercial, residential and farm property, and sell or otherwise dispose of same; and to operate and manage any and all kinds of

said property and businesses, or, to lease out said property and businesses or any part thereof on a rental basis or otherwise; and to engage in any and all kinds of related activities and matters incident thereto or in anywise connected therewith.

(2) To purchase, lease, hire, own, hold, maintain, repair, improve, alter, sell, convey, mortgage or otherwise encumber, exchange, or otherwise acquire, hold and dispose of all kinds of property, including commercial, residential, and farm real property, personal property and mixed property; and to do and perform all things useful and incidental for the development and improvement of property for residence, trade or business, either alone or in association with other corporations, firms or individuals; to make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, and execute, issue and deliver its promissory notes, bonds and other obligations and secure any of its obligations by mortgages, deeds of trust or pledges of all or any of its property, franchises and income; 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 provided the same be not inconsistent with the laws under which this corporation is organized.

(3) To operate and 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 purposes, rights or powers hereunder, as and when necessary or incidental to the operation of the business of the corporation, and to do all things usually employed in the business to be conducted and do all things incident to the purposes herein conferred and not contrary to law.

#### VII

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 21, Mississippi Code of 1942 and amendments thereof.

VIII

This corporation shall commence business when five shares of the capital stock shall be subscribed and paid for. The first meeting of persons in interest for the purpose of organizing the corporation may be called upon two days notice in written signed by any of the incorporators.

Witness our signatures this 25<sup>th</sup> day of May, 1962.

Taylor Webb  
TAYLOR WEBB  
John C. Webb  
JOHN C. WEBB

State of Mississippi  
County of Washington

Personally appeared before me the undersigned authority in and for the County and State aforesaid, the within named Taylor Webb and John C. Webb, the incorporators of the corporation known as Webb Realty Co., Inc., who acknowledged that they signed and executed the above and foregoing instrument, the Charter of Incorporation, on the day and year therein mentioned.

Given under my hand and seal of office this 25<sup>th</sup> day of May, 1962.

Ray Lee Dunner  
NOTARY PUBLIC



My Commission expires:  
Feb. 25, 1963



Received at the office of the Secretary of State, this the 28<sup>th</sup> day of May

A. D., 1962, together with the sum of \$ 60<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Linder  
SECRETARY OF STATE.

Jackson, Miss.,

May 28th, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL

By Raymond D. Sawyer, Jr.  
Assistant Attorney General.

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# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MORTON INDUSTRIAL DEVELOPMENT FOUNDATION

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 28th day of May, 1962.



*Ross Barnett*  
Governor

By the Governor

*Julien Gordon*  
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 for profit.

## THE CHARTER OF INCORPORATION OF

### MORTON INDUSTRIAL DEVELOPMENT FOUNDATION

1. The corporate title of said company is: Morton Industrial Development Foundation

2. The names of the incorporators are:

	Street & No.	City	State
Jack N. Stuart		Morton, Mississippi	
D. R. Ott		Morton, Mississippi	
J. L. Ott		Morton, Mississippi	
A. B. Farris		Morton, Mississippi	
John M. Rogers		Morton, Mississippi	
William H. Cooper		Morton, Mississippi	
Billy T. Armstrong		Morton, Mississippi	
J. C. Lyle		Morton, Mississippi	
Ralph Simmons		Morton, Mississippi	

None of the incorporators has a street number; but all receive their mail addressed to Morton, Mississippi.

3. The domicile is at Bank of Morton Building, Morton, Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

The amount of capital stock of the corporation shall be One Hundred Thousand Dollars (\$100,000.00), all of which shall be common stock of a par value as hereinafter set out. Each share of stock shall entitle the owner thereof to one vote.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

The authorized stock of the corporation shall consist of Ten Thousand (10,000) shares of stock, all common stock, at the par value of Ten Dollars (\$10.00) per share.

The sales price per share of said stock shall not be less than Ten Dollars (\$10.00) per share and such other amount in excess thereof as the Board of Directors by resolution may prescribe; said corporation may sell said stock for par value and an additional amount to be paid into the corporation as "paid in surplus".

6. Period of existence (not to exceed ninety-nine years) is: Ninety-Nine Years

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

- (a) To assist the growth and development of business generally in Morton, Mississippi and in Beats Three and Four in Scott County, Mississippi, to establish, maintain and carry on any manufacturing, custom processing, and/or merchandising business conducive to the industrialization of said county; to subscribe and pay for, sell or otherwise deal in stock in any corporation establishing a manufacturing, custom processing and/or merchandising business in said county; to buy, own, lease, sell, or otherwise deal in real estate, including the erection or construction of buildings and other improvements; to lend the capital funds of the corporation to any legal entity engaged in said county in any business of manufacturing, custom processing and/or merchandising.
- (b) To borrow or raise money for any purpose of this corporation and to evidence any of its loans by the issuance of promissory notes, bills of exchange or other negotiable or transferable instruments; to make, accept, endorse, execute or issue debentures or other obligations from time to time for the purchase of property or for any other purpose in or about the business of the corporation, and to secure the payment of any such obligations by encumbrances upon the property of the corporation and by loan, pledge, deed of trust or otherwise.
- (c) 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 obligations herein enumerated, or which at any time shall appear conducive to or expedient to, the protection and benefit of the corporation, and in general, to carry on any lawful business necessary to the attainment for the purposes of this corporation, within the other powers herein granted, whether such business is similar in nature to the objects and powers herein above set forth 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.

NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: (Minimum sum of \$500.00 must be paid in.)

The corporation shall be authorized to begin business when one hundred (100) shares of the common stock of the corporation shall have been subscribed and paid for in cash or in property.

Signatures: Jack N. Stuart, J. L. Ott, A. B. Farris, John M. Rogers, William H. Cooper, Billy T. Armstrong, J. C. Lyle, Ralph E. Simmons, D. R. Ott

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of SCOTT

This day personally appeared before me, the undersigned authority, Jack N. Stuart, J. L. Ott, John M. Rogers

incorporators of the corporation known as the Morton Industrial Development Foundation 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 May

My Commission Expires 7/14/65 Charles O. Walter Notary Public

STATE OF MISSISSIPPI
County of SCOTT

This day personally appeared before me, the undersigned authority, A. B. Farris, William H. Cooper, Billy T. Armstrong, J. C. Lyle, Ralph Simmons

incorporators of the corporation known as the Morton Industrial Development Foundation 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 May

My Commission Expires 7/14/65 Charles O. Walter Notary Public

Received at the office of the Secretary of State this the 25th day of May, 1962, together with the sum of \$210.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert Godwin Secretary of State

Jackson, Miss., May 25, 1962

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

Joe T. Patterson Attorney General
By Martin R. Mcendon Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE FOUNDERS 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 30th day of May, 1962.



*Ross Barnett*

Governor

By the Governor

*Richard L. Hodder*

Secretary of State

CHARTER OF INCORPORATION

- (1) The corporate title of said company is:

THE FOUNDERS COMPANY

- (2) The names and post office addresses of the incorporators are:

Buddy Gene Gregg  
809 Fairview Street  
Jackson, Mississippi

Thomas Kennis Gregg  
3918 Del Rosa Drive  
Jackson, Mississippi

- (3) The domicile of the Corporation in this state is: 1121 Deposit Guaranty Bank and Trust Company Building, Jackson, Mississippi.

- (4) The amount of the authorized capital stock is sixty-thousand dollars (\$60,000) divided into sixty-thousand (60,000) shares of common capital stock of one dollar (\$1.00) par value per share.

- (5) The sale price of the capital stock is one dollar (\$1.00) per share and authority is hereby granted to the Board of Directors to increase said sales price.

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

- (7) The purposes for which the corporation is created are:

(a) To engage in the business of development of new enterprises and the expansion of existing enterprises by means of promoting, finding, locating, arranging, and negotiating for the necessary capital through loans and other financing plans.

(b) To provide expert consulting services for businesses of all kinds pertaining to their growth and development, capital and fiscal requirements, and other problems relating to founding and expanding businesses and enterprises.

(c) To engage in business generally as a commission merchant, manufacturer's agent, selling agent, jobber, broker, and factor, and to engage in business in any one or more of said capacities, in manufacturing, buying, selling, trading, exchanging, installing, and otherwise disposing of, owning, renting, leasing, and otherwise dealing in and with, 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.

(d) 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.

(e) To engage in the business of general contractors; to construct, establish, equip, install, improve, maintain, repair, and to work upon, any and all kinds of buildings, houses, bridges, structures, projects, roads, highways, and any and all other ways, or any part thereof, and water systems, drainage systems, sewerage systems, and any and all other systems, or any part thereof.

(f) To quarry, mine, excavate, cut, saw, finish, prepare for market, manufacture, buy, sell, trade, exchange, own, rent, lease, and otherwise deal in and with, gravel, sand, stone, clays, and any and all other natural deposits, including any and all minerals and mineral substances of every kind and character.

(g) 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.

(h) 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, evidence 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.

(i) 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.

(j) 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.

(k) To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage, or otherwise dispose of letters of patent of the United States, or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trade-marks and trade names, relating to or useful in connection with any business of the corporation.

- (l) 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, state or states, or any governmental subdivision or subdivisions, district or districts, or any part or parts thereof, or any government or governments.
- (m) To own, acquire, purchase, rent, lease, construct, establish, operate, and maintain any and all offices, office buildings, buildings, warehouses, 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.
- (n) 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.
- (o) 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 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.
- (p) The rights and powers that may be exercised by the corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Mississippi Code of 1942 as amended and recompiled, and by all other laws of the State of Mississippi.
- (8) The number of shares of stock to be subscribed and paid for before the corporation shall commence business is five hundred (500) shares of its common capital stock of one dollar (\$1.00) par value per share.
- (9) The 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.
- (10) We, the undersigned, for the purpose of forming this corporation under the laws of the State of Mississippi, do make, file and record this Charter of Incorporation, and do certify that the facts herein stated are true, and we accordingly have set out respective hands and seals.

Dated at Jackson, Mississippi, on this the 15th day of  
May, 1962.

Buddy Gene Gregg  
Buddy Gene Gregg

Thomas Kennis Gregg  
Thomas Kennis Gregg

INCORPORATORS.

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority, Buddy Gene Gregg and Thomas Kennis Gregg, incorporators of the corporation known as The Founders Company, who acknowledged that they signed and executed the above and foregoing Charter of Incorporation as their act and deed on this the 15th day of May, 1962.

Clara L. Gierlinghouse  
Notary Public

My Commission expires on: My Commission Expires June 9, 1965

24th Received at the office of the Secretary of State on the day of May, 1962, together with the sum of \$130.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Godwin  
Secretary of State

Jackson, Mississippi

May 30, 1962.

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

JOE T. PATTERSON,  
Attorney General

By: Martin R. McLeod  
Assistant Attorney General

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# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

ALLIED CONSULTANTS, 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 the 1st day of June, 1962.



*Ross Barnett*

Governor

By the Governor

*John L. Gudger*

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 for profit.

## THE CHARTER OF INCORPORATION OF

### ALLIED CONSULTANTS, INC.

1. The corporate title of said company is: Allied Consultants, Inc.

2. The names of the incorporators are:

Name	Street & No.	City	State
Roy C. Kuyrkendall, Jr.	795 Northwood Drive	Laurel	Mississippi
Dorothy T. Kuyrkendall,	795 Northwood Drive	Laurel	Mississippi

3. The domicile is at 109 Electric Building, Jackson, Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

Ten Thousand (\$10,000.00) Dollars authorized capital stock, all common voting stock having a par value of \$1.00 per share

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

All common stock at par value.

6. Period of existence (not to exceed ninety-nine years) is: Ninety-nine (99) years.

7. The purpose for which it is created: To conduct and carry on the business of engineers, designers, constructors and developers for the purpose of designing, constructing, manufacturing, fabricating, building, erecting, altering, repairing, or any other work relating to the accomplishment of these purposes, in connection with any and all classes of buildings, structures, electrical systems, mechanical systems, sewage collection and treatment systems, water systems, dams, locks, waterways, bridges, power plants, docks and related works both public and private; to design, develop, patent, manufacture, buy, sell, trade and deal in all and every kind of material, equipment, supplies, and products, manufactured or unmanufactured, relating to the foregoing, including, but not limited to, iron, steel, wood, brick, cement, granite, stone and insulation products; to buy, sell, hold, use, mortgage, convey, lease or otherwise dispose of patent rights, letters patent, processes, devices, inventions, trade marks, formulas, goodwill and other rights.

To engage in buying, selling, financing, leasing, renting and improving lands, buildings and personal property; the lending of money for itself and as agent for others upon mortgages or other securities and in connection with the purchasing, leasing, renting and selling of lands; and of money obligations secured upon real or personal property; and the buying, working, selling, and dealing in minerals of any and all kinds, including oil and gas, and the lands therein situated; and the mining, quarrying and production of stone or other natural resources, metallic or non-metallic.

To acquire by purchase or otherwise, and to invest in, stocks, bonds, securities or other obligations of any other corporation, domestic or foreign, and to hold or dispose of the same; to borrow money, to issue bonds, debentures or other obligations of the corporation from time to time for monies borrowed or in payment for property purchased or for any of the other objects or purposes of the corporation; to secure the same by mortgage or mortgages, or deeds of trust upon, or pledge of any or all of the property, rights, privileges, or franchises of the corporation, wheresoever situated; and no approval of the stockholders shall be requisite in respect of the execution of any purchase money mortgage or any other purchase money lien, or in respect of any pledge of assets in the ordinary course and conduct of the business of the corporation.

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

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

500 shares of the par value of \$1.00 per share.

Signatures: Roy C. Kuyrkendall, Jr.  
Dorothy T. Kuyrkendall  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

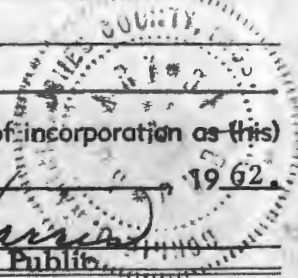
ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of JONES }

This day personally appeared before me, the undersigned authority ~~in and for the jurisdiction~~  
~~aforsaid~~, Roy C. Kuyrkendall, Jr., and  
Dorothy T. Kuyrkendall

incorporators of the corporation known as the Allied Consultants, 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 30<sup>th</sup> day of May, 1962.

My commission expires: March 30, 1964. Bonnie J. Harris 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 31<sup>st</sup> day of May  
A. D., 1962, together with the sum of \$ 30.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

Huber Loder  
Secretary of State

Jackson, Miss., May 31, 1962

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

Joe T. Patterson  
Attorney General  
By Martin A. McLondon  
Assistant Attorney General

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



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

FONTAINEBLEAU CARBON  
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 the 1st day of June, 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Adams*

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 for profit.

## THE CHARTER OF INCORPORATION OF

FONTAINEBLEAU CARBON COMPANY, INC.

1. The corporate title of said company is: **Fontainebleau Carbon Company, Inc.**

2. The names of the incorporators are:

Name	Street & No.	City	State
Thomas B. Fairleigh	731 Beach Boulevard	Pascagoula,	Mississippi
Lester C. Franklin, Jr.	614 Glendale Road	Pascagoula,	Mississippi

3. The domicile is at 941 East Ingalls Avenue, Pascagoula, Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

\$25,000.00

\$500.00 to be paid in before starting business.

2,500 shares of common stock at \$10.00 par value, per share.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

Not applicable.

This is common stock with a par value of \$10.00 per share, as stated in paragraph "4" above.

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

99 years.

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

To make, manufacture, process, buy, sell and deal in in any manner whatever charcoal, whether in bulk, bag, in bricquette form or in any other form or by any other process or means of manufacture, whether now or hereafter known and developed. To buy, sell, rent or deal in in any manner whatever, all building materials and supplies, machinery and equipment, new or used, and to buy, sell, lease, encumber and deal in in any manner whatever personalty, mixed property, real estate, interests in land, oil, gas and other mineral leases, royalty and deeds or in sand, dirt, gravel, salt, sulphur, or in any other kind of minerals, without limitation, whether connected with the petroleum industry or not, wheresoever located. To buy, sell, rent or operate a private spur or spurs of railroad on its own land or right-of-way, for the individual use of this corporation and to operate any and all kinds of railraod equipment thereon. To own, lease, buy, sell and operate barges, tugs, or any other equipment for water transportation of its products, subject to the requirements and regulations of federal law. To build, buy, lease, maintain and use any building or buildings, equipment, machinery, retorts or any other machinery or equipment needed, useful or desirable or any other devices which this corporation may find useful or convenient in the processing or manufacture of charcoal or its allied products, which may include chemicals derived therefrom on its plant site or plant sites in Mississippi or elsewhere; and to do all things, without limitation, necessary or desirable or considered convenient by said corporation in the furtherance of the above powers.

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

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

50 shares of common stock of \$10.00 par value per share or \$500.00 must be paid in before the corporation may begin doing business.

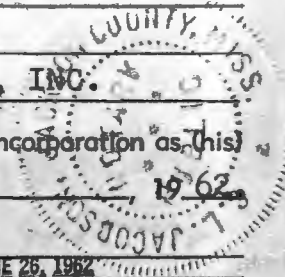
Signatures: Thomas B. Fairleigh  
Lester C. Franklin, Jr.  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of JACKSON

This day personally appeared before me, the undersigned authority THOMAS B. FAIRLEIGH  
and LESTER C. FRANKLIN, Jr.,

incorporators of the corporation known as the FONTAINEBLEAU CARBON 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 30<sup>th</sup> day of May



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 31<sup>st</sup> day of May  
A. D., 1962, together with the sum of \$60 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

Hubert L. Godwin  
Secretary of State

Jackson, Miss., May 31, 1962

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

Joe T. Patterson  
Attorney General  
By Martin A. McLondon  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

JOBS, 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 the 1st day of June, 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Jordan*

Secretary of State

THE CHARTER OF INCORPORATION OF  
JOBS INC.

1. The corporate title of said company is: Jobs Inc.
2. The names and Post Office addresses of the incorporators are:
  - A. B. Case, 709 Iris, Mobile, Alabama
  - Willkella S. Case, 709 Iris, Mobile, Alabama
3. The domicile of the corporation is: 100 Petroleum Building, Jackson, Mississippi.
4. The amount of authorized capital stock and particulars as to class or classes thereof: Five Thousand Dollars (\$5,000.00) capital stock, consisting of Five Hundred (500) shares of common stock with a par value of Ten Dollars (\$10.00) each.
5. The number of shares and the sale price per share: The sale price of the common stock is Ten Dollars (\$10.00) per share, the par value thereof, but the price per share may be changed from time to time by the Board of Directors of the corporation but in no event shall the stock be sold by the corporation for less than the par value of Ten Dollars (\$10.00) per share.
6. The period of existence (not to exceed Ninety-nine years) is Ninety-nine (99) years.
7. The purposes for which the corporation is created: To conduct, operate and carry on a general employment and personnel agency; to act for persons, firms, associations,

and corporations in procurement of employees and to act for and consult with persons in obtaining employment; to obtain listings of jobs open for employment and to refer persons to prospective employers; to investigate, and collect information relative to employment and report such information to prospective employers and employees; to contract with employers, including the State, United States or any political subdivision thereof, and also employees in connection with employment; to employ and furnish employees to persons, firms, associations, and corporations on a temporary or permanent basis;

To construct, own, purchase, maintain, operate, sell, mortgage, lease and dispose of personal and real property, not limited to but including oil, gas and other minerals of every kind and character.

To draw, endorse, discount, buy, sell, and deliver bills of exchange, promissory notes, bonds, debentures, and other negotiable instruments and securities; to give any guarantee or security for the payment of money or the performance of any obligation or undertaking;

To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes set out herein above in any of the United States, acting alone and with persons, firms, associations, or corporations and to do all things incidental to the aforesaid purposes.

The rights and powers that may be exercised by





am of the opinion that it does not violate the Constitution  
or the laws of this State or of the United States.

JOE T. PATTERSON  
ATTORNEY GENERAL

BY: Martin R. McLeod  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

FOUR C 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 1st day of June, 1962.



*Ross Barnett*

Governor

By the Governor

*John L. Hodges*

Secretary of State

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

# THE CHARTER OF INCORPORATION OF

FOUR C LAND COMPANY, INC.

1. The corporate title of said company is: Four C Land Company, Inc.

2. The names of the incorporators are:

Name	Street & No.	City	State
Denville F. Crowe	325 Foster Park	Booneville	Mississippi
Erma J. Crowe	325 Foster Park	Booneville	Mississippi

3. The domicile is at R.F.D. Arcola Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

1,000 shares of common stock with a par value of \$100.00 per share. Said common stock to have full voting rights and all other rights and privileges usually incident to common stock.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

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

99 (Ninety-nine) years

7. The purpose for which it is created:

To purchase, own, improve, equip, operate and manage farms and engage in any agricultural pursuit or undertaking, including the business of farming, dairying, truck and market gardening, and of producing, merchandising, manufacturing and preserving all kinds of farm, garden, vegetable and agricultural products. To engage in other allied lines of business and to buy, own, sell or lease and deal in and with real and personal property of every kind and nature incidental to the aforesaid businesses and to do all other things incidental to the carrying on of said businesses.

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in.)

250 shares of common stock.

Signatures: Denville F. Crowe  
James J. Crowe  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

**ACKNOWLEDGMENT**

STATE OF MISSISSIPPI

County of Franklin

This day personally appeared before me, the undersigned authority Denville F. Crowe and James J. Crowe

incorporators of the corporation known as the Four C Land Company, 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 29th day of May, 1962

Eula G. Ballard  
Notary Public

My Com. Expires: May 8, 1964

STATE OF MISSISSIPPI

County of \_\_\_\_\_

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

incorporators of the corporation known as the \_\_\_\_\_

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 30<sup>th</sup> day of May, A. D., 1962, together with the sum of \$210 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Idalus Godwin  
Secretary of State

Jackson, Miss., May 30, 1962

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

Joe T. Patterson  
Attorney General

By Martin A. McLendon  
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*

"ATWOOD CHEVROLET COMPANY, INC." changing  
name to "ATWOOD CHEVROLET-OLDS, 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 the 1st day of June, 1962.*

*Ross Barnett*

Governor

*Attest:*

*John L. Hodges*

*Secretary of State*

RESOLUTION OF STOCKHOLDERS  
AMENDING CHARTER OF  
ATWOOD CHEVROLET COMPANY OF VICKSBURG, INC.

-oOo-

WHEREAS on the 6th day of November, 1948 the Charter of Incorporation of Early Chevrolet Company of Vicksburg, Inc. was approved by the Governor of the State of Mississippi, which Charter is recorded in Records of Incorporation in the Office of the Secretary of State of the State of Mississippi, Office Photostat Book Number Fourteen, Pages 150-153; and

WHEREAS on the 19th day of August, 1959 an Amendment to the Charter of said Corporation was approved changing the name of said Corporation to Atwood Chevrolet Company of Vicksburg, Inc., which Amendment is recorded in the Records of Incorporation in the Office of the Secretary of State of the State of Mississippi, Office Photostat Book Number Ninety-four, pages 537-541; and

WHEREAS it is deemed to be to the best interest of this Corporation and its stockholders that the name of said Corporation be amended and that the approval of said amendment to the Charter of Incorporation be obtained from the Secretary of State and Governor of the State of Mississippi;

NOW, THEREFORE, BE IT RESOLVED that the Charter of Incorporation of Atwood Chevrolet Company of Vicksburg, Inc., be amended in accordance with the Law in the following particulars:

1. The Corporate Title of said Company be changed to "Atwood Chevrolet-Olds, Inc."

That all other provisions of said Charter shall not be amended or changed.

BE IT FURTHER RESOLVED that Emmett R. Atwood as President, and Levie Taylor as Secretary of the Corporation, be and they are hereby authorized, empowered and directed to make application to the appropriate officers of the State of Mississippi for approval of the foregoing amendment to the Charter of Incorporation of Atwood Chevrolet Company of Vicksburg, Inc. and are further authorized, empowered and directed to execute all necessary applications, certificates and documents and do all things required to secure approval thereof.

APPROVED:

Emmett R. Atwood  
EMMETT R. ATWOOD, PRESIDENT AND  
CHAIRMAN OF STOCKHOLDERS MEETING

ATTEST:

Levie Taylor  
SECRETARY OF CORPORATION AND  
STOCKHOLDERS MEETING



STATE OF MISSISSIPPI

COUNTY OF WARREN

I, the undersigned Levie Taylor  
Secretary of Atwood Chevrolet Company of Vicksburg, Inc.,  
do hereby certify that the above and foregoing is a  
true and correct complete copy of a Resolution unanimously



- 3 -

adopted by the stockholders of Atwood Chevrolet Company of Vicksburg, Inc. at a special meeting of said stockholders duly and legally held in accordance with the By-Laws of said Corporation on the 29 day of May, 1962, at which meeting there were present and voting in person or by proxy all of the outstanding stock of all classes of said corporation.

WITNESS my signature this 29 day of May, 1962.

Swain Taylor  
 SECRETARY OF ATWOOD CHEVROLET  
 COMPANY OF VICKSBURG, INC.

SWORN to AND SUBSCRIBED before me this 29<sup>th</sup> day  
 of May, 1962.

Zuea Roland  
 NOTARY PUBLIC  
 MY COMMISSION EXPIRES My Commission Expires July 21, 1962

AMENDMENT TO THE CHARTER OF INCORPORATION  
OF  
ATWOOD CHEVROLET COMPANY OF VICKSBURG, INC.

-oOo-

The undersigned Atwood Chevrolet Company of Vicksburg, Inc. does hereby present to the Secretary of State of the State of Mississippi the following Amendment to the Charter of Incorporation of Atwood Chevrolet Company of Vicksburg, Inc., which Charter is duly recorded in the Records of Incorporation in the Office of the Secretary of State of the State of Mississippi, in Office Photostat Book Number Fourteen, Pages 150-153, being the Charter of Incorporation of its predecessor corporation, Early Chevrolet Company of Vicksburg, Inc., the name of which was changed to Atwood Chevrolet Company of Vicksburg, Inc. pursuant to proper resolution and orders, said Amendment being entered August 19, 1959 in the Records of Incorporation in the Office of the Secretary of State of the State of Mississippi, Office Photostat Book Number Ninety-four, pages 537-541.

The Amendment to the Charter of Incorporation of the said Atwood Chevrolet Company of Vicksburg, Inc. being as follows:

1. The Corporate Title of said Company is amended to be "Atwood Chevrolet-Olds, Inc."

All other provisions of said Charter shall remain in full force and effect.

WITNESS the signature of Atwood Chevrolet Company of Vicksburg, Inc. this 29 day of May, 1962.

ATWOOD CHEVROLET COMPANY OF VICKSBURG, INC.  
BY: Emmett R. Atwood  
EMMETT R. ATWOOD, PRESIDENT

ATTEST:

Alice Taylor  
SECRETARY

STATE OF MISSISSIPPI  
COUNTY OF WARREN

THIS DAY PERSONALLY APPEARED before me the undersigned authority, Emmett R. Atwood, President and *Lucia Caland*, Secretary of the Corporation known as Atwood Chevrolet Company of Vicksburg, Inc., who acknowledged that they signed and executed the above and foregoing Amendment to the Charter of said Corporation as their act and deed on this the 29 day of May, 1962.

*Lucia Caland*  
NOTARY PUBLIC



MY COMMISSION EXPIRES My Commission Expires July 21, 1962

Received at the office of the Secretary of State, this the 30<sup>th</sup> day of May

A. D., 1962, together with the sum of \$10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Linder  
SECRETARY OF STATE.

Jackson, Miss.,

May 30, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin R. McLeod  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

MANNA 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 the 1st day of June 1962.*

*Attest:*  
*Hubert L. Adams*

*Secretary of State.*

*Ross Barnett*

*Governor.*

The undersigned Secretary of Manna Investment Company, a Mississippi corporation does hereby certify that the following is a true and correct copy of a Resolution duly adopted by said corporation at a meeting of the stockholders held this day in accordance with the bylaws of said corporation:

RESOLVED, That the Charter of Incorporation of Manna Investment Company be amended as follows:

Article 3 thereof shall be amended to read "The domicile is at Petroleum Building, Jackson, Mississippi."

Article 4 thereof shall be amended to read as follows: "Amount of capital stock and particulars as to class or classes thereof: 50,000 shares of common stock of One Dollar (\$1.00) par value per share."

BE IT FURTHER RESOLVED, That the President, Vice President and Secretary of this corporation, or any of them, are hereby authorized and empowered to do all things necessary to effectuate the amendments of the Charter of this Corporation.

Witness my hand and seal of Manna Investment Company this the 9th day of April, 1962.

*Mrs. Helen E Wade*  
SECRETARY



AMENDMENT TO THE CHARTER OF MANNA INVESTMENT COMPANY

The Charter of Incorporation of Manna Investment Company be amended as follows:

Article 3 thereof be amended to read "The domicile is at Petroleum Building, Jackson, Mississippi."

Article 4 thereof be amended to read as follows: "Amount of capital stock and particulars as to class or classes thereof: 50,000 shares of common stock of One (\$1.00) Dollar par value per share."

The other articles shall be and remain as originally granted including any and all amendments thereto.

WITNESS the signature and seal of the corporation this the 9th day of April, 1962.

MANNA INVESTMENT COMPANY

By Victor P. Smith  
EXECUTIVE VICE-PRESIDENT

Miss Helen E. Wade  
SECRETARY



STATE OF MISSISSIPPI ||  
COUNTY OF HINDS ||

Personally appeared before me, the undersigned authority in and for said county and state, the within named VICTOR P. SMITH and HELEN E. WADE, Executive Vice-President and Secretary, respectively of MANNA INVESTMENT COMPANY, a Mississippi corporation, who acknowledged that they signed and delivered the within and foregoing instrument for and on behalf of and as the act and deed of said corporation, having been duly authorized so to do.

GIVEN under my hand and official seal of office this the 9<sup>th</sup> day of April, 1962.

Suzelle Harris  
NOTARY PUBLIC

My commission expires: My Commission Expires Dec. 21, 1964



Received at the office of the Secretary of State, this the 30<sup>th</sup> day of May  
A. D., 1962, together with the sum of \$90<sup>00</sup> deposited to cover the recording fee, and  
referred to the Attorney General for his opinion.

Hubert L. Linder  
SECRETARY OF STATE.

Jackson, Miss.,

May 30, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL

By Martin R. McLeod  
Assistant Attorney General.



# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

COOPER KING &amp; COOPER, INC.

changing name to T. J. SEGREST SONS,

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 the 1st day of June, 1962.*

Attest:

*Huber Lodner*

Secretary of State.

*Ross Barnett*

Governor.

RESOLUTION OF STOCKHOLDERS OF COOPER, KING &  
COOPER, INC. FOR AMENDMENT TO CHARTER OF IN-  
CORPORATION

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WHEREAS, the charter of incorporation of Cooper, King & Cooper, Inc., has heretofore been issued under date of April 7, 1943; and

WHEREAS, for various reasons, it is deemed advisable and to the best interests of the corporation, that the name of the corporation be changed at this time to T. J. Segrest Sons, Inc.;

NOW, THEREFORE, BE IT RESOLVED by the stockholders of Cooper, King & Cooper, Inc., a Mississippi corporation, that the charter of incorporation of said Cooper, King & Cooper, Inc., as originally issued, shall be amended to read as follows:

That Article 1 be amended to read as follows:

1. The corporate title of the said company is T.J. Segrest Sons, Inc.

That there shall be no other changes in any of the other articles of the original charter, and they shall be and remain as originally granted.

AND BE IT FURTHER RESOLVED that the President and Secretary of this corporation be and are hereby authorized, empowered and directed to present and make formal request for the above amendment to the charter of incorporation, and are expressly authorized empowered and directed to execute the necessary amendments, papers, requests or other documents necessary for securing the above mentioned amendment to the articles of incorporation.

On motion, duly seconded and passed, the above resolution was unanimously adopted on this the 18th day of May, 1962.

\* \* \* \* \*

I, John C. Segrest, Secretary of Cooper, King & Cooper, Inc., a corporation, do hereby certify that the above and foregoing is a full, true and correct copy of a resolution duly passed and adopted by the stockholders of said corporation at a special meeting of the stockholders held on the 18th day of May, 1962, pursuant to call, as the same appears of record in the Minute Book of the corporation at page 80 ; at which special stockholders

meeting, all of the stock was represented in person.

Witness my signature and seal of the corporation on this

the 30 day of May, 1962.



John C. Sequest

AMENDMENT TO THE CHARTER OF INCORPORATION  
OF COOPER, KING & COOPER, INC.

The Charter of Incorporation of Cooper, King & Cooper, Inc.,  
be amended to read as follows:

That Article 1 be amended to read as follows:

1. The corporate title of said company is T. J. Segrest  
Sons, Inc.

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

Witness the signature and seal of the corporation this the  
18th day of May, 1962.

COOPER, KING & COOPER, INC.

BY *T. J. Segrest*  
President

*John C. Segrest*  
Secretary

STATE OF MISSISSIPPI

COUNTY OF CLAIBORNE

Personally appeared before the undersigned authority in and  
for said county and state, the within named T. J. SEGREST and JOHN  
C. SEGREST, President and Secretary, respectively, of Cooper,  
King & Cooper, Inc., who acknowledged that they signed and de-  
livered the foregoing instrument on the day and year therein men-  
tioned, and in the capacities and for the purposes therein set  
out.

Given under my hand and official seal this the 30 day of  
May, 1962.

*Lee Ann Dorcas Carney*  
Notary Public

My commission expires:

My Commission Expires Jan 25 1965

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

A. D., 1962, together with the sum of \$10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Lydner  
SECRETARY OF STATE.

Jackson, Miss.,

May 31, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin R. McLeod  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PORT GIBSON FERRY 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 the 1st day of June, 1962.



*Ross Barnett*

Governor

By the Governor

*John L. Godwin*

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 for profit.

## THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is: PORT GIBSON FERRY CORPORATION

2. The names of the incorporators are:

Name	Street & No.	City	State
J. T. Drake, Jr.	710 Main Street	Port Gibson	Miss.
Ellen D. McCarley	710 Main Street	Port Gibson	Miss.

3. The domicile is at 710 Main Street Port Gibson Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

The amount of authorized capital stock shall be Five Thousand Dollars (\$5,000.00), to consist of one (1) class which shall be common capital stock, having a par value of One Dollar (\$1.00) per share.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

The stock is par value stock.

6. Period of existence (not to exceed ninety-nine years) is:  
 Ninety-nine (99) years.

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

To own and/or operate boats, barges, dredges, and other marine and/or water-borne vessels, equipment and/or machinery of any nature of kind; to engage in the business of operating a ferry or ferries, tow or tug boats and/or barges or other kinds of boats or water-borne vessels of any nature or kind; to receive, hold and own franchises for any of said types of operations above mentioned; to engage in the business of dredging and/or salvaging and/or driving of piling; to own and/or operate docking facilities and/or loading and/or unloading facilities for any type of water-borne transportation or commerce; to buy, sell and/or deal in boats, barges or other vessels of any nature or kind; to deal in marine supplies and equipment of any and all kinds; to act as broker in the buying and/or selling of boats, barges or other vessels and/or marine equipment and/or supplies, and/or ferrying, towing or transportation contracts of every nature or kind; to own, hold, buy, and/or sell the capital stock of other corporations; to obligate itself for the liabilities of another, whether a natural person or a corporation; to borrow money, and to give liens or encumbrances of any nature or kind on any of its assets for any purpose; to hypothecate any franchises, owned by it.



8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: (Minimum sum of \$500.00 must be paid in.)

2,000 shares of the \$1.00 par value stock shall be subscribed and paid before the corporation may begin business.

Signatures:

*J. T. Drake, Jr.*  
*Ellen D. McCarley*

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Claiborne

This day personally appeared before me, the undersigned authority J. T. Drake, Jr.  
Ellen D. McCarley,

incorporators of the corporation known as the Port Gibson Ferry 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 29th day of May, 1962

*M. M. May, Jr.*  
NOTARY PUBLIC My Commission Expires February 1, 1963

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 May  
A. D., 1962, together with the sum of \$20.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

*Hubert L. Hudson*  
Secretary of State

Jackson, Miss., May 30, 1962

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

*Joe T. Patterson*  
Attorney General

By *Martin R. McLondon*  
Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE MUSIC CENTER, 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 the 1st day of June, 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Godwin*

Secretary of State

THE  
CHARTER OF INCORPORATION  
OF  
THE MUSIC CENTER, INC.

I.

The corporate title of said corporation is: THE MUSIC CENTER, INC.

II.

The names and Post Office Addresses of the Incorporators are:

F. Van Partridge, 1806 - 36th Street, Meridian, Miss.

Wallace G. Hester, 2321 - 35th Avenue, Meridian, Miss.

III.

The domicile of the corporation in this state is Pigford Building,  
Meridian, Lauderdale County, Mississippi.

IV.

The amount of authorized capital stock, with full particulars as to  
the class or classes thereof, including all their privileges and restrictions:

There shall be one class of stock, common.

The amount of the authorized common capital stock of the corporation  
is \$50,000.00 divided into 500 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.

V.

The period of existence of the corporation is 99 years.

VI.

The purpose for which it is created:

To own and operate one or more music stores and to conduct all types of business ordinarily carried on by such stores; to deal generally in music machines and other types of machines and devices; to handle appliances of all kinds; to purchase, acquire, own, exchange, rent, lease, mortgage, sell and otherwise deal in real and personal property of every kind and character; to borrow or raise moneys for any of the purposes of the corporation and to execute and issue all types of evidences of indebtedness and to secure the payment thereof by mortgage upon or pledge, conveyance or assignment in trust of all or any part of the property of the corporation; to buy, sell and deal generally in the stocks, bonds and other securities of other corporations or of governmental entities; to enter into, make and perform any and all kinds of lawful contracts, agreements and obligations with any other person, firm, association, corporation, municipality, county, state, school district, body politics, or other governmental entities and functions; and to do and perform any and all acts or things necessary, desirable, convenient or incidental to the exercise or attainment of any of the objects or purposes herein described or any part thereof, not contrary to law, and to carry on any other business in connection with any of the foregoing, and to do any or all of such things to the same extent as natural persons might or could do.

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

VII.

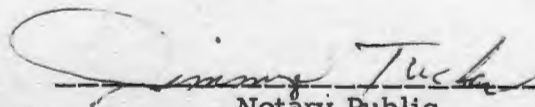
The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business shall be fifty shares of common stock of the par value of \$100.00 per share.

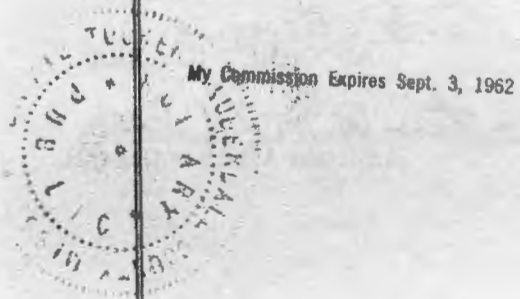
*F. Van Partridge*  
Incorporator  
*Wallace E. Hester*  
Incorporator

STATE OF MISSISSIPPI

COUNTY OF LAUDERDALE

This day personally appeared before me, the undersigned authority in and for the above-named County and State, F. VAN PARTRIDGE and WALLACE G. HESTER, incorporators of the corporation known as THE MUSIC CENTER, 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 29th day of May, 1962.

  
-----  
Notary Public



Received at the office of the Secretary of State, this the 30<sup>th</sup> day of May

A. D., 1962, together with the sum of \$ 110<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Huber Lodner  
SECRETARY OF STATE.

Jackson, Miss.,

May 30, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL

By Martin R. McLeod  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BEST 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 the 1st day of June, 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Godwin*

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 for profit.

## THE CHARTER OF INCORPORATION OF

### BEST CONTRACTORS, INC.

1. The corporate title of said company is: **BEST CONTRACTORS, INC.**

2. The names of the incorporators are:

Name	Street & No.	City	State
<b>W. G. Pickering</b>	<b>742 Broad St.</b>	<b>Jackson</b>	<b>Miss.</b>
<b>Elise Pickering</b>	<b>742 Broad St.</b>	<b>Jackson</b>	<b>Miss.</b>

3. The domicile is at **742 Broad St.** **Jackson** **Miss.**  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

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

5. The sole price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

**5,000 shares of common capital stock of the par value of \$1.00 per share.**

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

**ninety-nine years**



7. The purpose for which it is created:

To engage in a general construction and contracting and building business, including the designing, building, repairing and remodeling of homes, buildings, streets, roads, sidewalks, and any other type of construction and improvements; to engage in the business of developing subdivisions for residences and commercial purpose and the doing of any and all lawful things incidental to the planning, development and completion of said 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 other 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 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 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 along 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.

NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in.)

500 shares of common capital stock of the par value of \$1.00 per share

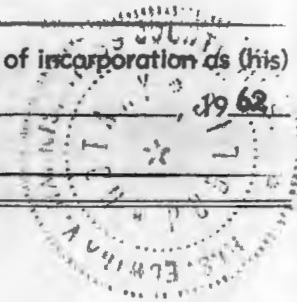
Signatures: W. G. Pickering  
Elise Pickering  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of HINDS

This day personally appeared before me, the undersigned authority \_\_\_\_\_  
W. G. Pickering, Elise Pickering, \_\_\_\_\_  
\_\_\_\_\_

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 28th day of May, 1962.  
Miss Edwina J. Hallin



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 May  
A. D., 1962, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.  
Helen Godwin  
Secretary of State

Jackson, Miss., May 29th, 1962  
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitu-  
tion and laws of the State, or of the United States.  
JOSE T. Patterson Attorney General  
By Raymond W. ... Assistant Attorney General

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

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

COMO 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 affixed  
this 1st day of June, 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Jordan*

Secretary of State

CHARTER OF INCORPORATION  
OF  
COMO MOTOR COMPANY, INCORPORATED

- (1) The corporate title of said Company is COMO MOTOR COMPANY, INCORPORATED.
- (2) The names and post office addresses of the incorporators are:
  - (a) Homer Edward Dees                      Post Office Box 308                      Sardis, Mississippi
  - (b) Rufus W. Dees                              16 Pearl Street                              Sardis, Mississippi
- (3) The domicile of the corporation is in the Town of Como, First Judicial District of Panola County, Mississippi.
- (4) The amount of authorized capital stock is FORTY THOUSAND DOLLARS (\$40,000.00), all of which is hereby classified as, and is, common stock. The number of shares thereof shall be Four Hundred (400), 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 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 Ninety-Nine (99) years.
- (7) The purposes for which the corporation is created are:
  - (a) To engage in business generally as a retail and wholesale merchant, selling agent, jobber, broker, and factor, and to engage in business in any one or more of said capacities, in manufacturing, repairing, buying, exchanging, installing, and otherwise disposing of, owning, renting, leasing, and otherwise dealing in and with, any and all kind of goods, wares, and merchandise, and any and all kinds of personal property of every class and description, not contrary to law.
  - (b) 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 or interest therein.
  - (c) 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.
  - (d) 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.

- (e) 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 21, 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 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 100 shares, and the corporation may commence business when as much as \$10,000.00 in cash shall have been paid in for shares of stock subscribed for and sold.

Homer Edward Dees  
Homer Edward Dees

Rufus W. Dees  
Rufus W. Dees

STATE OF MISSISSIPPI

COUNTY OF PANOLA

This day personally appeared before me, the undersigned authority, HOMER EDWARD DEES and RUFUS W. DEES, incorporators of the corporation known as COMO MOTOR COMPANY, INCORPORATED, who acknowledged that they each signed and executed the above and foregoing articles of incorporation as their voluntary act and deed on this the 24<sup>th</sup> day of May, 1962.

John B. French  
Notary Public

My commission expires: 12-8-63



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

A. D., 1962, together with the sum of \$ 90<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Linder  
SECRETARY OF STATE.

Jackson, Miss.,

May 30, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martini R. McLondon  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

BASS PECAN 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 the 1st day of June 1962.*

Attest:

*John L. G. L. G.*

Secretary of State.

*Ross Barnett*

Governor.

On motion duly made and seconded the following Resolution was unanimously adopted:

R E S O L U T I O N

BE IT RESOLVED That the Charter of Incorporation of BASS PECAN COMPANY, a corporation organized and existing under the Laws of the State of Mississippi and domiciled at Lumberton, Mississippi, as originally issued be amended to read as follows:

That Article 7 be amended to read as follows:

"7. The purpose for which it is created: To carry on a general nursery business, and in connection therewith, to raise, grow, improve, produce, buy, import, export, sell, process, trade and deal in all kinds of trees, nuts, fruits, shrubs, plants, sprouts, vines, seeds, bulbs, roots, cuttings, and flowers; and to plant, grow, and produce trees and timber suitable for manufacture into lumber and all kinds of wood products; and to manufacture lumber, and all kinds of wood products, paper and paper products; and to buy, sell, lease and own and operate saw mills and lumber yards. To maintain and operate any type of storage facilities.

To cultivate, improve and develop farms, gardens, dairies, apiaries, aviaries, hatcheries, and agricultural and timber lands; and to raise, breed, improve, buy, sell, export, import, and deal in all kinds of live-stock, poultry, and feeds of all kinds.

To manufacture, sell, buy, lease, and deal in implements, tools, and machinery of every kind and description, and particularly agricultural, farm, dairy, nursery, elevating and transmission machinery and vehicles.

To carry on and conduct a general merchandise and commissary business, and in connection therewith, to manufacture, buy, sell, trade, and deal in notions, toys, department store supplies, merchandise, wares and clothing of every description.

To locate, purchase, lease, and acquire oil, gas and other minerals, including gravel and sand, lands, rights and royalties, with the right to prospect, drill, mine, bore and sink wells, and shafts; to produce, convey, and transport oil, gas and other minerals, including sand and gravel; and to carry on the business of storing, and prospecting for, mining, producing, refining, manufacturing, storing, piping, transporting, buying and selling petroleum, gas and other minerals, including petroleum and oil products, by-products and water.

To loan money secured by mortgages on real and personal property, and to buy, sell, trade, own and deal in stocks, bonds, notes, conditional sale contracts, securities or investments of every kind, with full power to borrow such money as it may require for the purpose of its business.

To buy, purchase, acquire by will, devise, bequest or by gift, or in any wise acquire, any and all kinds of real and personal property; to lease, own trade and deal in land, timber, oil, gas and minerals, buildings, houses, homes, or any and all kinds of real and personal property.

To do every act and thing proper, necessary or incidental to the general purpose of this Company.

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."

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

Be it Further Resolved That the President be authorized to execute said amendment to the articles of incorporation.



I, Ray Bass, 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 at a meeting of said stockholders of said corporation held on the 21<sup>st</sup> day of May, 1962, 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 21<sup>st</sup> day of May, A. D., 1962.

Ray Bass  
Secretary



AMENDMENT TO THE CHARTER OF INCORPORATION OF  
BASS PECAN COMPANY

That the Charter of Incorporation of BASS PECAN COMPANY

be amended to read as follows:

That Article 7 be amended to read as follows:

"7. The purpose for which it is created: To carry on a general nursery business, and in connection therewith, to raise, grow, improve, produce, buy, import, export, sell, process, trade and deal in all kinds of trees, nuts, fruits, shrubs, plants, sprouts, vines, seeds, bulbs, roots, cuttings, and flowers; and to plant, grow, and produce trees and timber suitable for manufacture into lumber and all kinds of wood products; and to manufacture lumber, and all kinds of wood products, paper and paper products; and to buy, sell, lease and own and operate saw mills and lumber yards. To maintain and operate any type of storage facilities.

To cultivate, improve and develop farms, gardens, dairies, apiaries, aviaries, hatcheries, and agricultural and timber lands; and to raise, breed, improve, buy, sell, export, import, and deal in all kinds of live-stock, poultry, and feeds of all kinds.

To manufacture, sell, buy, lease, and deal in implements, tools, and machinery of every kind and description, and particularly agricultural, farm, dairy, nursery, elevating and transmission machinery and vehicles.

To carry on and conduct a general merchandise and commissary business, and in connection therewith, to manufacture, buy, sell, trade, and deal in notions, toys, department store supplies, merchandise, wares and clothing of every description.

To locate, purchase, lease, and acquire oil, gas and other minerals, including gravel and sand, lands, rights and royalties, with the right to prospect, drill, mine, bore and sink wells and shafts; to produce, convey, and transport oil, gas and other minerals, including sand and gravel; and to carry on the business of storing, and prospecting for, mining, producing, refining, manufacturing, storing, piping, transporting, buying and selling petroleum, gas and other minerals, including petroleum and oil products, by-products and water.

To loan money secured by mortgages on real and personal property, and to buy, sell, trade, own and deal in stocks, bonds, notes, conditional sale contracts, securities or investments of every kind, with full power to borrow such money as it may require for the purpose of its business.

To buy, purchase, acquire by will, devise, bequest or by gift, or in any wise acquire, any and all kinds of real and personal property; to lease, own trade and deal in land, timber, oil, gas and minerals, buildings, houses, homes, or any and all kinds of real and personal property.

To do every act and thing proper, necessary or incidental to the general purpose of this Company.

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."

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

Witness the signature and Seal of the Corporation, this, the

21<sup>st</sup> day of May, A. D., 1962.

BASS PECAN COMPANY.

By

J. H. Bass, Pres.  
 President

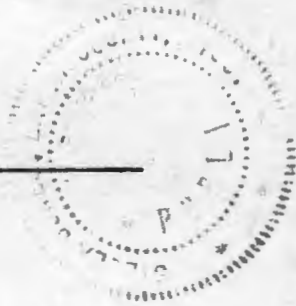
STATE OF MISSISSIPPI )  
 )  
 COUNTY OF LAMAR )

Personally came and appeared before me, the undersigned authority in and for said County and State, the within named I. H. BASS, who acknowledged that he is the President of BASS PECAN COMPANY, 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 Bass Pecan Company, as the act and deed of said corporation, after having been duly authorized so to do.

GIVEN under my hand and official seal, this 21<sup>st</sup> day of May, A. D., 1962.

*Steve Jones*  
 \_\_\_\_\_  
 NOTARY PUBLIC

My Commission Expires Aug. 13, 1963



Received at the office of the Secretary of State, this the 28<sup>th</sup> day of May

A. D., 1962, together with the sum of \$ 10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Huber Lodewig  
SECRETARY OF STATE.

Jackson, Miss.,

May 30, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin R. McLeod  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

ACKER CORPORATION changing name to  
SOUTHERN STANDARD 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 the 1st day of June, 1962.*

*Ross Barnett*

Governor.

Attest:

*Heber Lodner*

Secretary of State.

AMENDMENT TO THE CHARTER OF INCORPORATION  
OF ACKER CORPORATION

The charter of incorporation of Acker Corporation, Meridian, Mississippi, signed by the Governor of the State of Mississippi on the 8th day of December, 1954, is hereby amended in the following particular, to-wit:

The charter of incorporation of the Acker Corporation is amended to change the corporate name and so as to read as follows:

"Section 1. The corporate title of said company is Southern Standard Corporation."

WITNESS THE SIGNATURE AND CORPORATE SEAL of said corporation, on this the 30th day of May, 1962.



ACKER CORPORATION

BY G. H. Soule  
PRESIDENT

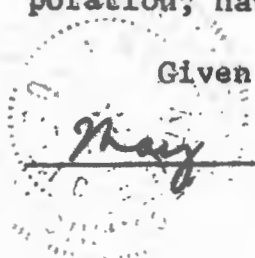
G. H. Soule  
SECRETARY

STATE OF MISSISSIPPI

COUNTY OF LAUDERDALE

This day personally appeared before me, the undersigned authority in and for said county and state, G. H. Soule, who acknowledged to me that he is the President and Secretary of Acker Corporation, and that, as such officers of said corporation, he did sign, affix thereto the corporate seal and deliver the above and foregoing amendment to the charter of incorporation of said corporation, as the act and deed of said corporation, having been duly authorized so to do.

Given under my hand and seal of office, this the 30<sup>th</sup> day of May, 1962.



Elsie Logan  
Notary Public

My Commission Expires:

May 22, 1965

I, the undersigned, G. H. Soule, Secretary of Acker Corporation, hereby certify that the following is a true, correct and complete copy of a resolution adopted by the unanimous vote of the stockholders of Acker Corporation at a meeting of said stockholders, duly and regularly held on the 20th day of February, 1962, as the same appears on the records of said corporation, of which records I am the official custodian, to-wit:

"BE IT RESOLVED by the stockholders of Acker Corporation, that Section 1 of the Charter of Incorporation of Acker Corporation approved by the Governor of the State of Mississippi on December 8, 1954, and recorded in the Book of Incorporation in the office of the Secretary of State of Mississippi and in the office of the Clerk of the Chancery Court of Lauderdale County, Mississippi, be, and it is, amended hereby to read as follows:

"Section 1. The corporate title of said company is Southern Standard Corporation."

"BE IT FURTHER RESOLVED, that the President and/or Vice President and Secretary be, and they are hereby, authorized and directed to make due application in the name of the corporation for the foregoing amendment to the Charter of Incorporation; and to execute all such applications and documents and do any and all such acts as are needful and proper effectually to so amend the charter of the company."

WITNESS MY SIGNATURE and the seal of said corporation at Meridian, Mississippi, on this the 30th day of May, 1962.



G. H. Soule  
G. H. SOULE, SECRETARY

Received at the Office of the Secretary of State, this the 31<sup>st</sup> day of May, 1962, together with the sum of \$ 10.00

deposited to cover the recording fee and referred to the Attorney General for his opinion.

Huber Goddeer  
SECRETARY OF STATE

Jackson, Mississippi

May 31, 1962

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

JOE T. PATTERSON, ATTORNEY GENERAL

BY Martin R. Milendon  
ASSISTANT ATTORNEY GENERAL

STATE OF MISSISSIPPI

EXECUTIVE OFFICE, JACKSON

The within and foregoing amendment to charter of incorporation of Acker Corporation is hereby amended.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the

\_\_\_\_\_ day of \_\_\_\_\_, 1962.

\_\_\_\_\_  
GOVERNOR



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LAKEVIEW MOTEL, 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 the 1st day of June, 1962.



*Ross Barnett*

Governor

By the Governor

*Huber Lodum*

Secretary of State

CHARTER OF INCORPORATION OF  
LAKEVIEW MOTEL, INC.

1.

The corporate title of the company is:

LAKEVIEW MOTEL, INC.

2.

The names and post office addresses of the incorporators are:

Earl Gray, 702 Station Street, Waynesboro, Mississippi.

Grace B. Gray, 702 Station Street, Waynesboro, Mississippi.

Nolan Clark, Azalea Mart, Waynesboro, Mississippi.

3.

The domicile of the corporation in this state is:

U. S. Highway 45, South, Waynesboro, Mississippi.

4.

The amount of authorized capital stock is \$100,000.00, all of which is hereby classified as, and is common stock; the number of shares thereof shall be 1,000 shares and each shall have a par value of \$100.00. The privileges and restrictions thereof are those fixed by law without the necessity of corporate action, together with such further privileges 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 capital stock is common stock, and, therefore, the sale price thereof not fixed by the board of directors.

6.

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

7.

The purposes for which the corporation is created are:

(a) To purchase land, to construct thereon such buildings and facilities as are necessary and needful to the maintenance of a motel or motels, and to construct, maintain and operate a motel or motels for the accommodation of the traveling public, including rooms, beds, eating facilities, automobile storage and servicing, newstands, ice and drink vending machines, swimming pools and other recreational facilities and

to provide for furnishing and to furnish any and all other services and accomodations which are necessary, customary and practical to the comfort and needs of the traveling public, and which are usually and customarily provided by hotels and motels for the comfort of their guests. To hire and pay employees for services rendered.

(b) 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 21, Mississippi Code of 1942, as amended, and by all other laws of the State of Mississippi.

8.

The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is 10 shares, and the corporation may commence business when as much as \$1,000.00 in cash, or equivalent, shall have been paid in for shares of stock subscribed for and sold.

Earl Gray  
Grace B. Gray  
Nolan Clark  
INCORPORATORS

STATE OF MISSISSIPPI

WAYNE COUNTY

Personally appeared before me, the undersigned Notary Public in and for the County and State aforesaid, the within named Earl Gray, Grace B. Gray and Nolan Clark, incorporators of the corporation known as LAKEVIEW MOTEL, INC., who acknowledged to me that they signed and delivered the foregoing articles of incorporation as their acts and deeds, on this 25th. day of May, 1962.

W. B. Jones  
NOTARY PUBLIC

My commission expires Dec. 7, 1964.



Received at the office of the Secretary of State,  
this 29<sup>th</sup> day of May, 1962, together with the  
sum of \$210.00 dollars deposited to cover the recording  
fee, and referred to the Attorney General for his opinion.

Isabel Hodson  
SECRETARY OF STATE

Jackson, Mississippi  
May 29<sup>th</sup> 1962

I have examined this Charter of Incorporation and  
am of the opinion that it is not violative of the Consti-  
tution and laws of the State, or the United States.

Joe T. Patterson  
ATTORNEY GENERAL  
By Robert S. Sarge, Jr.  
ASSISTANT ATTORNEY GENERAL

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

VICKSBURG STAMP AND REDEMPTION 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 June 1, A. D., 1962.



*Ross Barnett*

Governor

By the Governor

*John L. Adams*

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 for profit.

## THE CHARTER OF INCORPORATION OF

VICKSBURG STAMP AND REDEMPTION CO.

1. The corporate title of said company is: **Vicksburg Stamp and Redemption Co.**

2. The names of the incorporators are:

Name	Street & No.	City	State
<b>Marilyn F. Ehrhardt</b>	<b>1105 Short Street</b>	<b>Vicksburg,</b>	<b>Mississippi</b>
<b>Beth M. Jones</b>	<b>1112 Polk Street</b>	<b>Vicksburg,</b>	<b>Mississippi</b>

Both of the above incorporators are over the age of twenty-one.

3. The domicile is at **1703 Washington Street, Vicksburg, Mississippi**  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

**\$5,000.00 authorized capital stock consisting of 200 shares common stock only having a par value of \$25.00 per share and all stock to have full voting rights**

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

6. Period of existence (not to exceed ninety-nine years) is: **99 years**

7. The purpose for which it is created:

To acquire, assure, sell, transfer and negotiate trading stamps and to own, lease, manage and operate redemption centers for the redemption of said stamps with personal property; to purchase, acquire on consignment or hold for others personal property to be transferred to the holders of trading stamps and to do each and every act usually and customarily performed in the trading stamp 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.

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**

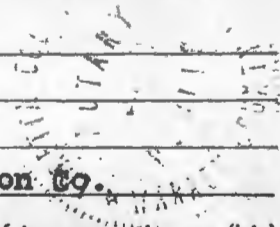
8. Number of Shares of each class to be subscribed and paid before the corporation may begin business:  
(Minimum sum of \$500.00 must be paid in)

20 shares of common stock having a par value of \$25.00 each to be subscribed and paid for before the corporation begins business.

Signatures: Marilyn F. Ehrhardt  
Beth M. Jones  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of WARREN



This day personally appeared before me, the undersigned authority, Marilyn F. Ehrhardt, and Beth M. Jones,  
\_\_\_\_\_  
\_\_\_\_\_  
incorporators of the corporation known as the Vicksburg Stamp and Redemption 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 29th day of May, 1962  
My Commission Expires 1-24-1964  
Loretta Countryman  
My Commission Expires: 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 30th day of May  
A. D., 1962, together with the sum of \$ 20 deposited to cover the recording fee, and referred to the Attorney General for his opinion.  
Hubert L. Adams  
Secretary of State

Jackson, Miss., May 30, 1962

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.  
Joe T. Patterson  
Attorney General  
By Martin A. McElendon  
Assistant Attorney General

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



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

AMERICAN LAUNDRY AND CLEANERS, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 1st day of June, 1962.



*Ross R. Barnett*

Governor

By the Governor

*Hubert L. Godwin*

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 for profit.

## THE CHARTER OF INCORPORATION OF

AMERICAN LAUNDRY AND CLEANERS, INC.

1. The corporate title of said company is: American Laundry and Cleaners, Inc.

2. The names of the incorporators are:

Name	Street & No.	City	State
Roy Edward Waddy	745 Alvarado Street	Jackson	Mississippi
Reba Hinton Waddy	745 Alvarado Street	Jackson	Mississippi

3. The domicile is at 1805 Bailey Avenue Jackson Mississippi  
(Street and No.) (City) (State)

4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value:  
(only preferred stock may be issued without voting rights)

FIVE THOUSAND (\$5,000.00) DOLLARS Class A Common Stock, voting and cumulative, issued at the price of ONE (\$1.00) DOLLAR per share with full pre-emptive rights.

5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired.

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

Ninety-nine years

7. The purpose for which it is created:

1. The operation of a laundry and dry-cleaning establishment, for profit.

2. To buy, acquire, hold, use, employ, mortgage, convey, lease, and dispose of real and personal property of any nature whatsoever or any interest or rights therein, of every name and nature whatsoever, and to loan money, make loans, and take and sell securities for the payment of all sums due upon the corporation, and to sell, assign, and release such securities, and to buy and sell, as well as hold and vote all types of securities in other corporations.

3. To lease and sub-lease land, equipment, and buildings, which may be required for the successful operation of the business of this corporation, and to contract freely with all persons, firms, incorporations to the same extent as though said incorporation were a natural person, to borrow money, and to pledge the assets of this corporation and security therefore; and to engage in any other lawful business in connection with this company's business and in furtherance of the main purposes of which this corporation is created.

4. It is expressly provided that the foregoing enumeration of specific powers shall in no way limit or restrict the general powers of this corporation that are conferred upon it by the laws of the State of Mississippi.

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

**NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.  
DO NOT ATTACH ANY PAPERS TO ANY ARTICLE.**



# State of Mississippi

EXECUTIVE



OFFICE

Jackson

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

MOORE-REEVES AND SANSING INSURANCE  
AGENCY, INC. CHANGING NAME TO MAGNOLIA  
INSURANCE AGENCY, 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 the 1st day of June, 1962.*

*Ross Barnett*

Governor.

Attest:

*Hubert Loden*

Secretary of State.

RESOLUTION OF THE STOCKHOLDERS OF  
MOORE-REEVES AND SANSING INSURANCE AGENCY, INC.

IT IS RESOLVED that the Charter of Incorporation of Moore-Reeves and Sansing Insurance Agency, Inc., as recently issued and amended, be amended to read as follows, to-wit:

1. That Article 1 be amended to read as follows:

1. The corporate title of said Company is Magnolia Insurance Agency, Inc.

2. That Article 5 be amended to read as follows:

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

One Thousand (1,000) shares of Common Stock of the par value of Ten (\$10.00) Dollars each.

3. That Article 7 be amended to read as follows:

To act as agent and to engage as broker in life insurance and general insurance business with full and complete authority to represent insurance companies and surety companies that have qualified to do business in the State of Mississippi; to write all kinds and types of life insurance, life annuities, group insurance, hospitalization insurance, sickness and accident insurance as agents or representatives of other companies; to write all types of general insurance coverage, including, but not limited to casualty or hazard, comprehensive or liability coverage or any other form of insurance, as agents or representatives of other companies; to own, buy and sell stocks, bonds and other securities;

to represent mortgage or loan companies, or other companies and individuals in lending money in Mississippi and to conduct any other brokerage business not prohibited by law; and to do every other act or acts, thing or things, incident or pertinent to, growing out of, or connected with the aforesaid object, powers or purposes, or any part or parts thereof.

To conduct a general brokerage, agency and commission business for others in the purchase, sale and management of real estate for others and the negotiation of loans thereon; the purchase and sale for others of personal property, stocks, bonds, and notes, and to negotiate loans thereon for others; to act as trustee in deeds of trust or mortgages on real or personal property or any evidence of value to secure them, and to act as agents for letting houses, lands, and the collection of rents and the payment of taxes.

To manufacture, buy, sell and generally deal in brick, stone, lumber, cement and any and all materials capable of use in the construction of any kind of building, and to generally carry on the business of dealers in new and second-hand building materials.

To acquire by purchase or lease, or otherwise, lands and interests in lands and to own, hold, improve, develop and manage any real estate so acquired and to erect or cause to be erected on any lands owned, held or occupied by the corporation or on any lands owned, held or occupied by any other person, by contract or agreement, buildings or other structures with their appurtenances, and to rebuild, enlarge, alter or improve any building or other structure now or hereafter erected on any lands so owned, held or occupied, and to mortgage, sell, lease, encumber or otherwise dispose of any lands or interests in lands in buildings or other structures, and any stores, shops suites, rooms or parts of any buildings or other structures at any time owned or held by the corporation, and generally to improve, develop and manage any real estate and to erect or cause to be erected, altered or improved for any person buildings, improvements or other structures with their appurtenances by contract or agreement.

To acquire, buy, own, sell, improve, rent, lease, make contracts with respect to, mortgage or pledge land or personal property; to negotiate loans, lend money, accept, endorse, discount, buy, sell and deal in stocks, bonds, notes, debentures, negotiable instruments or other evidences of indebtednesses and to invest the funds of the corporation therein; to acquire and to own stocks in other corporations.

To do each and everything necessary, desirable, incidental or suitable to such business or for the accomplishment of any of the purposes enumerated or which shall at any time appear conducive to or expedient for the protection or benefit of the corporation consistent with 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.

BE IT FURTHER RESOLVED that the President and Secretary be authorized to execute an Amendment to the Articles of Incorporation.



I, D. F. Lyle, Secretary of  
Moore-Reeves and Sansing Insurance Agency, Inc., do hereby  
certify that the above and foregoing is a true and correct  
copy of the Resolution passed by the Stockholders of said  
Corporation, as same appears on the Minutes of said  
Corporation, of which I am the official custodian.

WITNESS MY SIGNATURE AND SEAL OF THE CORPORATION,  
on this the 25th day of May, 1962.

  
\_\_\_\_\_  
SECRETARY

(Corporate Seal)



AMENDMENT TO CHARTER OF INCORPORATION  
OF  
MOORE-REEVES AND SANSING INSURANCE  
AGENCY, INC.

That the Charter of Moore-Reeves and Sansing Insurance Agency, Inc. be amended to read as follows:

1. That Article 1 be amended to read as follows:

1. The corporate title of said Company is Magnolia Insurance Agency, Inc.

2. That Article 5 be amended to read as follows:

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

One Thousand (1,000) shares of Common Stock of the par value of Ten (\$10.00) Dollars each.

3. That Article 7 be amended to read as follows:

7. The purpose for which it is created:

To act as agent and to engage as broker in life insurance and general insurance business with full and complete authority to represent insurance companies and surety companies that have qualified to do business in the State of Mississippi; to write all kinds and types of life insurance, life annuities, group insurance, hospitalization insurance, sickness and accident insurance as agents or representatives of other companies; to write all types of general insurance coverage, including, but not limited to casualty

or hazard, comprehensive or liability coverage or any other form of insurance, as agents or representatives of other companies; to own, buy and sell stocks, bonds and other securities; to represent mortgage or loan companies, or other companies and individuals in lending money in Mississippi and to conduct any other brokerage business not prohibited by law; and to do every other act or acts, thing or things, incident or pertinent to, growing out of, or connected with the aforesaid object, powers or purposes, or any part or parts thereof.

To conduct a general brokerage, agency and commission business for others in the purchase, sale and management of real estate for others and the negotiation of loans thereon; the purchase and sale for others of personal property, stocks, bonds, and notes, and to negotiate loans thereon for others; to act as trustee in deeds of trust or mortgages on real or personal property or any evidence of value to secure them, and to act as agents for letting houses, lands, and the collection of rents and the payment of taxes.

To manufacture, buy, sell and generally deal in brick, stone, lumber, cement and any and all materials capable of use in the construction of any kind of building, and to generally carry on the business of dealers in new and second-hand building materials.

To acquire by purchase or lease, or otherwise, lands and interests in lands and to own, hold, improve, develop and manage any real estate so acquired and to erect or cause to be erected on any lands owned, held or occupied by the corporation or on any lands owned, held or occupied by any other person, by contract or agreement, buildings or other structures with their appurtenances, and to rebuild, enlarge, alter or improve any building or other structure now or hereafter erected on any lands so owned, held or occupied, and to mortgage, sell, lease, encumber or otherwise dispose of any lands or interests in lands in buildings or other structures, and any stores, shops, suites, rooms or parts of any buildings or other structures at any time owned or held by the corporation, and generally to improve, develop and manage any real estate and

to erect or cause to be erected, altered or improved for any person buildings, improvements or other structures with their appurtenances by contract or agreement.

To acquire, buy, own, sell, improve, rent, lease, make contracts with respect to, mortgage or pledge land or personal property; to negotiate loans, lend money, accept, endorse, discount, buy, sell and deal in stocks, bonds, notes, debentures, negotiable instruments or other evidences of indebtednesses and to invest the funds of the corporation therein; to acquire and own stocks in other corporations.

To do each and everything necessary, desirable, incidental or suitable to such business or for the accomplishment of any of the purposes enumerated or which shall at any time appear conducive to or expedient for the protection or benefit of the corporation consistent with 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.

- 4. That the other Articles be and remain the same as originally granted, including any and all amendments thereto.

WITNESS THE SIGNATURE AND SEAL OF THE CORPORATION

this the 25 day of May, 1962.

MAGNOLIA INSURANCE AGENCY, INC.

By Leroy Moore PRESIDENT

Attest:

A. Lyle  
SECRETARY



STATE OF MISSISSIPPI

COUNTY OF HINDS.

This day personally came and appeared before me, the undersigned authority, in and for the jurisdiction aforesaid, the within named Leroy Moore AND D. F. Lyle, who acknowledged to me that they are President and Secretary of the Moore-Reeves and Sansing Insurance Agency, Inc., a Corporation, and that acting for and on behalf of said Corporation, they executed the above and foregoing Amendment to the Charter of Incorporation of Moore-Reeves and Sansing Insurance Agency, Inc., as the act and deed of said Corporation, being duly authorized so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL, on this

the 25th day of May, 1962.



Laura James  
 NOTARY PUBLIC

My Commission expires:

June 4, 1962

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

A. D., 1962, together with the sum of \$ 10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Loden  
SECRETARY OF STATE.

Jackson, Miss.,

June 1, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin R. McLondon  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

S. H. PEARCE, 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 1st day of June, 1962.



*Ross Barnett*

Governor

By the Governor

*Hubert L. Gordon*

Secretary of State

CHARTER OF INCORPORATION

OF

S. H. PEARCE, INC.

1. The corporate title of said company is:

S. H. Pearce, Inc.

2. The names and street addresses of the incorporators are:

S. H. Pearce  
406 Crockett Street  
Greenwood, Mississippi

Ben K. Pearce  
500 Crockett Street  
Greenwood, Mississippi

3. The domicile of the corporation in this state is:

221 West Market Street  
Greenwood, Mississippi

4. The amount of authorized capital stock is:

The capital stock is 200 shares of common capital stock, each share having a par value of \$100.00, with a total authorized capital of \$20,000.00.

5. The period of existence, not to exceed 99 years is:

99 years.

6. The purposes for which the corporation is created, not contrary to law, are:

For its own account or for the account of others, either as principal, broker or agent to purchase, hold, appraise, sell, improve, lease, mortgage, hypothecate, or in any wise deal with commercial property, farm lands, residential property or any other real estate; to construct, erect, manage, maintain, alter, or renovate buildings located thereon.

For its own account or for the account of others, either as principal, broker or agent, to make and enter into contracts for the purchase, sale, leasing, maintaining, managing or in any wise dealing with real estate or the buildings located thereon.

For its own account or for the account of others, either as principal, broker or agent, to loan funds for the purchase of any and all kinds of real property and for the construction and erection of buildings thereon and



to borrow funds for such purposes, secured by notes, mortgages, chattle mortgages, pledges or other encumbrances.

To buy, sell, use, own and operate any personal or real property necessary for, or connected with the operation of any of the above purposes.

IN ADDITION:

All rights and powers that may be exercised by said corporation are those conferred by the provisions of Chapter 4, Title 21 of the Mississippi Code of 1942, annotated, recompiled, together with all amendments thereto.

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

100 shares of the common capital stock shall be paid for, either in cash, or property, before said corporation shall commence business.

WITNESS THE SIGNATURES of the undersigned incorporators

on this the 31st day of May, 1962.

*Ben K. Pearce*  
*S. H. Pearce*  
 INCORPORATORS

STATE OF MISSISSIPPI  
COUNTY OF LEFLORE

Personally appeared before me, the undersigned authority, in and for said County and State, the within named, Ben K. Pearce and S. H. Pearce, who severally acknowledged that they signed and executed the foregoing articles of incorporation on the day and date therein set forth and as their own act and deed.

Given under my hand and official seal this the 31<sup>st</sup> day of May, 1962.

*Jo Ann S. Stiller*  
 NOTARY PUBLIC

MY COMMISSION EXPIRES: 1-8-66



Received at the office of the Secretary of State, this the 10<sup>th</sup> day of June

A. D., 1962, together with the sum of \$50<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Linder  
SECRETARY OF STATE.

Jackson, Miss.,

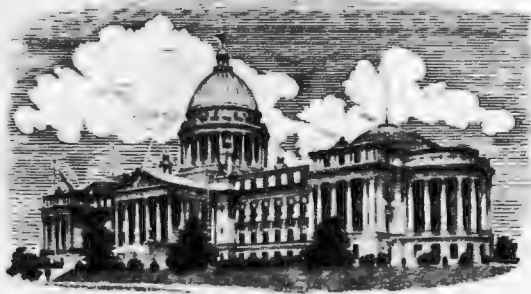
June 1, 1962

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.

Joe T. Patterson  
ATTORNEY GENERAL.

By Martin R. McLendon  
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 DREW, MISSISSIPPI**

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

**PHOTOSTAT BOOK, NUMBER ONE-HUNDRED THIRTY-TWO,  
PAGES 563-569.**



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

**SIXTH day of JUNE, 1962.**

*Heber Ladner*

**SECRETARY OF STATE**

IN THE CHANCERY COURT OF SUNFLOWER COUNTY, MISSISSIPPI  
IN VACATION

FILED

IN THE MATTER OF THE EXTENSION  
OF BOUNDARIES OF THE CITY OF DREW  
FINAL DECREE

JUN 1 1962

*J. H. Hester* NO. 12,616  
Chancery Clerk

This cause coming on this day to be heard before the Court in vacation, the same having been specially set for hearing at this time by the previous order of this Court, on the petition of the Board of Mayor and Aldermen of the City of Drew, Sunflower County, Mississippi, praying for the enlargement of the boundaries of said City, as shown by said petition filed, and a certified copy of the ordinance filed as "Exhibit A" to said petition, and also a copy of the map or plat of said City filed as "Exhibit B" to said petition, which map or plat shows the present and proposed boundary lines of said City, and which ordinance has been duly passed by said Board on the 3rd day of April, 1962; and notice of said hearing having been previously published and posted for the time and in the manner required by law; and no protest or objection having been filed, objecting to said enlargement, and oral testimony having been introduced; and the Court having heard and duly considered all of the testimony and the exhibits offered by the City, and being fully advised in the premises, is of the opinion that the said ordinance enlarging the boundaries of the City of Drew is reasonable, and is required by public convenience and necessity, and that reasonable and public municipal services will be rendered in the annexed territory within a reasonable time, and said proposed enlargements should be ratified, approved and confirmed;

IT IS, THEREFORE, ORDERED, ADJUDGED AND DECREED by the Court:

FIRST. That the corporate boundaries and limits of said City of Drew, be and they are hereby, extended and enlarged so as to embrace the following territory in Sunflower County, Mississippi, not heretofore within the limits of said City, to-wit:

**TRACT NO. 1:** A tract of land located and being situated in the East Half of Section 6, Township 22 North, Range 3 West, Sunflower County, Mississippi, described by metes and bounds as follows, to-wit: Commence at the Northeast corner of Section 6, Township 22 North, Range 3 West, run thence due South, along and on the East section line of said Section 6, a distance of 2,114.40 feet; run thence West a distance of 922.2 feet; run thence South a distance of 174.12 feet; run thence west a distance of 398 feet; run thence South a distance of 880 feet; run thence West to the center of Blue Lake; run thence in a Northerly direction, following the center of said Blue Lake to the center of the intersection of the center line of said Blue Lake and the center of Lutkin Bayou; run thence in a Northeasterly direction, following the center line of said Lutkin Bayou to the point of beginning;

**TRACT NO. 2:** A tract of land located and being situated in the Southeast Quarter of Section 5, Township 22 North, Range 3 West, Sunflower County, Mississippi, described by metes and bounds to-wit: Begin at an iron pipe on the East right-of-way line of U. S. Highway No. 49-W, and lying on the East and West line between the North Half of the Southeast Quarter and the South Half of the Southeast Quarter of Section 5, Township 22 North, Range 3 West; run thence East along and on said East and West line between the North Half of the Southeast Quarter and the South Half of the Southeast Quarter of said Section 5, a distance of 230 feet; and being the point of beginning of the lands herein described; run thence North 37 degrees 55 minutes East a distance of 683.79 feet; run thence East a distance of 389.80 feet; run thence South 783.24 feet; run thence West a distance of 999.90 feet; run thence North 37 degrees 55 minutes East a distance of 309.02 feet to the point of beginning.

**TRACT NO. 3:** A tract of land located in the Northeast Quarter of Southwest Quarter of Section 32, Township 23 North

Range 3 West, Sunflower County, Mississippi, described by notes and bounds as follows, to-wit: Begin at the Northwest corner of the Southeast Quarter of the Southwest Quarter of Section 32, Township 23 North, Range 3 West, being the point of beginning of the property herein described; run thence North a distance of 95 feet; run thence East, parallel to the North line of said Southeast Quarter of the Southwest Quarter of said Section 32, to a point located 95 feet North of and 300 feet West of the Northeast corner of said Southeast Quarter of the Southwest Quarter of said Section 32; run thence South a distance of 95 feet; run thence West, along and on said North line of said Southeast Quarter of Southwest Quarter of said Section 32, to the point of beginning.

SECOND: That the boundaries and limits of said City of Drew, as so altered, enlarged and fixed shall be, and are, as follows, to-wit:

Beginning at an iron stake in the common corner of Sections 31 and 32, Township 23 North, Range 3 West, and Sections 5 and 6, Township 22 North, Range 3 West, and running thence in a North-easterly direction, along and on the center line of Lutkin Bayou, to a point located 440 feet North of the South line of said Section 32, Township 23 North, Range 3 West; run thence East, parallel to said South line of said Section 32, to a point in the West line of the Southeast Quarter of Southwest Quarter of said Section 32; run thence North, along and on the West line of said Southeast Quarter of Southwest Quarter of said Section 32, to the Northwest corner of said Southeast Quarter of Southwest Quarter of said Section 32; run thence North a distance of 95 feet; run thence East, parallel to said North line of said Southeast Quarter of Southwest Quarter of said Section 32, to a point located 95 feet North of and 300 feet West of the Northeast corner of said Southeast Quarter of Southwest Quarter of said Section 32; run thence North, parallel to the East line of the Northeast Quarter

of Southwest Quarter of said Section 32, a distance of 205 feet to a point; run thence East, parallel to said South line of said Northeast Quarter of Southwest Quarter, a distance of 300 feet to a point in the West line of the Northwest Quarter of Southeast Quarter of said Section 32; run thence East, parallel to the South line of said Northwest Quarter of Southeast Quarter of said Section 32, to a point located 400 feet West of the West boundary line of the public gravel road lying along the West side of the right-of-way of the Illinois Central Railroad Company; run thence in a Northeasterly direction parallel to said West line of the right-of-way of said public gravel road to a point on the North line of said Northwest Quarter of Southeast Quarter of said Section 32; run thence East, along and on the North boundary line of said Northwest Quarter of Southeast Quarter of said Section 32, to a point in the West boundary line of said public gravel road; run thence in a Northeasterly direction, along and on said West boundary line of said public gravel road, a distance of 740 feet; run thence East parallel to the South line of the Northeast Quarter of said Section 32, to a point in the East boundary line of said Northeast Quarter of said Section 32; run thence East parallel to the South line of the Northwest Quarter of Section 33, Township 23 North, Range 3 West, to a point located 300 feet East of the center line of the right-of-way of U. S. Highway No. 49-W; run thence in a Southwesterly direction parallel to and 300 feet East of the center line of the right-of-way of said U. S. Highway No. 49-W through a portion of the West Half of Section 33 and the East Half of said Section 32, Township 23 North, Range 3 West, and East Half of Section 5, Township 22 North, Range 3 West, to a point located as follows: Commencing at the Northeast corner of Section 5, Township 22 North, Range 3 West, run thence due West a distance of 651.50 feet; thence South 8 degrees 16 minutes West a distance of 1500 feet; thence South

9 degrees 01 minutes West a distance of 380 feet; thence South 88 degrees 34 minutes East a distance of 147.95 feet; thence North 87 degrees 43 minutes East a distance of 64.45 feet to a point on the South right-of-way of East-West County road; thence North 79 degrees 23 minutes East a distance of 87.9 feet to the point herein described; from said point run thence North 79 degrees 23 minutes East 62 feet; run thence North 75 degrees 26 minutes East 376.4 feet; run thence North 77 degrees 46 minutes East 238.6 feet; run thence South 12 degrees 14 minutes East 716.3 feet to the center line of an East-West ditch; thence along center line of ditch North 73 degrees 12 minutes West 54.85 feet; run thence South 84 degrees 58 minutes West 114.8 feet; run thence South 59 degrees 54 minutes West 65.1 feet; run thence South 85 degrees 15 minutes West 147.5 feet; run thence South 76 degrees 18 minutes West 115.7 feet; run thence South 81 degrees 15 minutes West 265.1 feet; run thence South 78 degrees 31 minutes West 140.75 feet; run thence North 68 degrees 19 minutes West 116.0 feet; run thence North 86 degrees 56 minutes West 20.0 feet; run thence in a Southwesterly direction parallel to and 300 feet East of the center line of the right-of-way of said U. S. Highway No. 49-W, through a portion of East Half of Section 5, Township 22 North, Range 3 West, to a point located as described in the following manner: (Begin at an iron pipe on the East Right-of-way line of U. S. Highway No. 49-W, and lying on the East and West line between the North Half of the Southeast Quarter and the South Half of Southeast Quarter of said Section 5; run thence North 37 degrees 55 minutes East along and on the East boundary line of said U.S. Highway No. 49-W, a distance of 683.79 feet; thence East a distance of 234 feet) run thence East 395.80 feet; run thence South a distance of 783.24 feet; run thence West a distance of 1005.90 feet; run thence in a Southwesterly direction parallel to and 300 feet East of the center line of the right-of-way of



said U. S. Highway No. 49-W through a portion of East Half of Section 5, Township 22 North, Range 3 West; to a point located 300 feet East of the point of intersection of said center line of the right-of-way of said U. S. Highway No. 49-W, and the East boundary line of a public concrete highway (formerly U. S. Highway No. 49-W), said point of intersection being in the Southeast Quarter of Southwest Quarter of said Section 5; run thence West parallel to the South line of said Section 5 to a point in the West boundary line of the right-of-way of the said Illinois Central Railroad Company; run thence in a Northeasterly direction along and on said West boundary line of said right-of-way of said Illinois Central Railroad Company to a point located 440 feet South of the East and West center line of said Section 5; run thence West parallel to and 440 feet South of said East and West center line of said Section 5 a distance of 1960 feet; run thence South a distance of 304.86 feet; run thence West 50 feet; run thence South 86.22 feet; run thence West 517.9 feet; run thence North 391.08 feet to a point in the West line of said Section 5; run thence West parallel to and 440 feet South of the East and West center line of said Section 6, Township 22 North, Range 3 West, to the center of Blue Lake; run thence in a Northerly direction following the center of said Blue Lake to the center of the intersection of the center line of said Blue Lake and the center of Lutkin Bayou; run thence in a Northeasterly direction following the center line of Lutkin Bayou to the point of beginning.

ORDERED, ADJUDGED, AND DECREED, in vacation, this, the 1st day of June, 1962.

S. B. Thomas  
 C h a n c e l l o r

STATE OF MISSISSIPPI, COUNTY OF SUNFLOWER

I, Jack E. Harper, Jr., Clerk of the Chancery Court in and for County and State hereby certify that the foregoing contains a whole, true and correct copy of decreed as the same appears on file and on record in Book 44, Page unassigned as of this date of the records in my office, at Indianola, Miss.

Witness my hand and official Seal, this the 1st day of June, A. D., 1962

Jack E. Harper, Jr.  
 Clerk of the Chancery Court of Sunflower County, Miss.  
 By \_\_\_\_\_ D. C.

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# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PHYLAW, 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 6th day of June, 1962.



*Ross Barnett*  
Governor

By the Governor

*Hubert L. Brewer*  
Secretary of State

THE CHARTER OF INCORPORATION  
OF  
PHYLAW, INC.

1. The corporate title of said company is  
PHYLAW, INC.
2. The names of the incorporators are Samuel B. Johnson, 1529 Peachtree Street, Jackson, Mississippi, and John M. Grower, 1221 Lynwood Drive, Jackson, Mississippi.
3. The domicile is at First National Bank Building, Jackson, Mississippi.
4. Amount of authorized capital stock and particulars as to class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value: Fifteen thousand dollars of capital stock, all of one class of common stock, having a par value of One hundred dollars per share.
5. The sale price per share, if desired, of stock without par value and authority for board of directors to fix or change such sale price, if such authority be desired. The corporation shall sell its stock at par value.
6. Period of existence is Ninety-nine years.
7. The purpose for which it is created: To acquire by purchase, lease or otherwise, operate and lease to others any aircraft, automobiles, trucks and any and all equipment and property related thereto.  
  
To buy, sell and deal in, in any manner, any aircraft,

automobiles, trucks and related property and equipment.

To buy, sell and deal in land or any interest therein.

To buy, sell and deal in stocks, bonds and other securities or evidences of indebtedness of any person, association, individual or corporation.

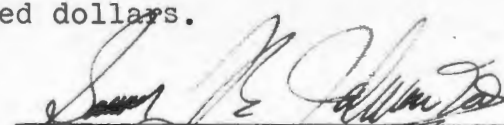
To buy, sell, lease and deal in any office equipment, furniture or supplies.

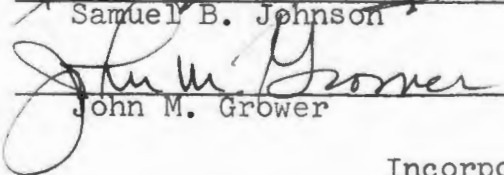
To execute its notes or other evidences of indebtedness in connection with any lawful corporate activity and to secure such notes or evidences of indebtedness by lien or other security instrument or device upon corporate property. To enter into and execute any and all contracts necessary, useful, helpful or convenient to any lawful corporate activity.

To engage in any other business or activity helpful, necessary, useful or convenient to any of the above-mentioned activities, or an outgrowth thereof or progression therefrom.

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 at the par value of One hundred dollars.

  
 \_\_\_\_\_  
 Samuel B. Johnson

  
 \_\_\_\_\_  
 John M. Grower

Incorporators

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the under-  
signed authority Samuel B. Johnson and John M. Grower, in-  
corporators of the corporation known as the PHYLAW, INC.  
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 June, 1962.



Louise L. Smith  
Notary Public

My Commission Expires Jan. 9, 1966

My commission expires:

Received at the office of the Secretary of State  
this the 6<sup>th</sup> day of June A.D., 1962, together  
with the sum of \$ 40<sup>00</sup> deposited to cover  
the recording fee, and referred to the Attorney General for  
his opinion.

Hubert Hodges  
Secretary of State

Jackson, Miss., June 6th, 1962.

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

Joe J. Patterson  
Attorney General

By Walter S. Hays, Jr.  
Assistant Attorney General

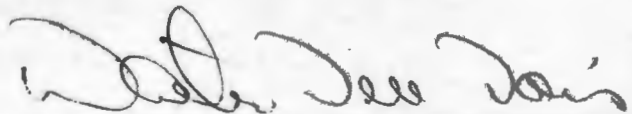


Jackson, Mississippi  
May 11, 1962

C E R T I F I C A T E

I, WALTER DELL DAVIS, Commissioner of Insurance of the State of Mississippi, have received the Consolidation and Merger Agreement with supporting papers of the consolidation and merger of AMERICAN REPUBLIC LIFE INSURANCE COMPANY OF MISSISSIPPI and THE LIFE INSURANCE COMPANY OF LOUISIANA, the surviving entity to be known as "AMERICAN REPUBLIC LIFE INSURANCE COMPANY OF MISSISSIPPI". I have examined these filings, find them to appear to be in order, approve same and hereby refer these documents to the Secretary of State of the State of Mississippi.

WITNESS MY SIGNATURE and official seal on  
this the 11 day of May, 1962.



WALTER DELL DAVIS  
Commissioner of Insurance of the  
State of Mississippi





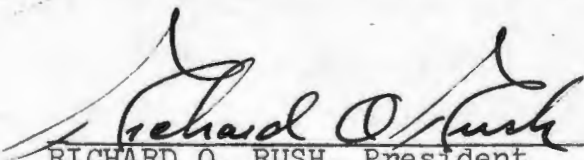
C E R T I F I C A T E

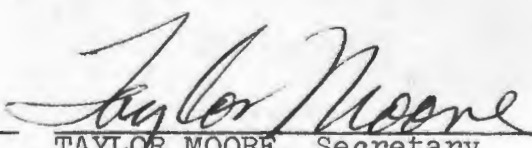
We, RICHARD O. RUSH, President, and TAYLOR MOORE, Secretary, of American Republic Life Insurance Company of Mississippi, do hereby certify that that certain agreement captioned "Consolidation and Merger Agreement", dated the 11<sup>th</sup> day of May, 1962, was submitted to the Stockholders of American Republic Life Insurance Company of Mississippi at a meeting called separately for American Republic Life Insurance Company for the purpose of taking same into consideration, and that the time, place and object of such meeting was duly given by notice by publication at least once a week for four (4) consecutive weeks in a newspaper published in Hinds County, Mississippi, wherein such corporation has its principal office, and that a copy of such notice was mailed to the last known post office address of each Stockholder of record of American Republic Life Insurance Company of Mississippi, all of same being entitled to vote, at least twenty (20) days prior to the date of such meeting, and that at said meeting such agreement was considered and a vote by ballot, in person or by proxy, was taken for the adoption or rejection of the same.

We do further certify that the votes of Stockholders of American Republic Life Insurance Company of Mississippi holding stock in such corporation, entitling them to exercise at least a majority of the voting power on a proposal to merge American Republic Life Insurance Company of Mississippi with The Life Insurance Company of Louisiana was for the adoption of said agreement and that there were no votes for rejection of said agreement and

that such meeting, which was held at 10:00 O'clock A. M. on May 11, 1962, duly considered all of said matters and that after favorable approval of said merger agreement, a majority of the Directors of American Republic Life Insurance Company of Mississippi caused the President and the Secretary to execute the said agreement and certificate and to acknowledge and file the same in the proper office of officials in the state of Mississippi.

WITNESS OUR SIGNATURES and the official seal of American Republic Life Insurance Company of Mississippi on this the 11th day of May, 1962.

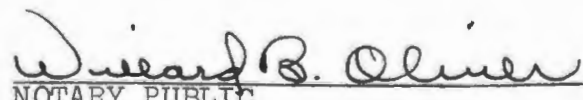
  
RICHARD O. RUSH, President  
American Republic Life Insurance  
Company of Mississippi

  
TAYLOR MOORE, Secretary  
American Republic Life Insurance  
Company of Mississippi

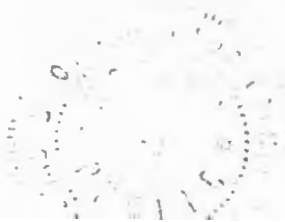
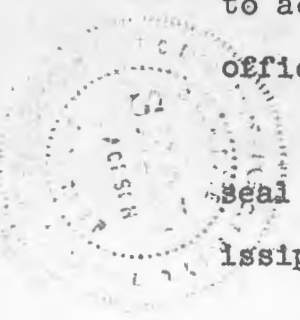
STATE OF MISSISSIPPI  
COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, RICHARD O. RUSH and TAYLOR MOORE, who each acknowledged to me that they are the President and Secretary, respectively, of American Republic Life Insurance Company of Mississippi, and that they did each, in their respective capacities, and for and on behalf of said American Republic Life Insurance Company of Mississippi and as directed by the Board of Directors thereof, sign and deliver the above and foregoing certificate.

GIVEN UNDER MY HAND and official seal on this the 11th day of May, 1962.

  
NOTARY PUBLIC

My Commission Expires: My Commission Expires Sept. 21, 1964



C E R T I F I C A T E

I, TAYLOR MOORE, Secretary of American Republic Life Insurance Company of Mississippi, do hereby certify that the following is a true and correct copy of a Resolution adopted at a special meeting of the Board of Directors of said corporation held on May 11, 1962, and that said Resolution is in full force and effect and has not been revoked, to-wit:

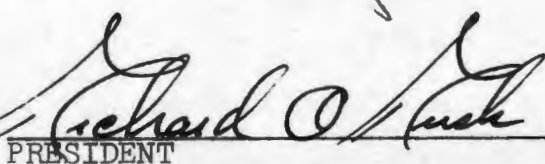
"BE IT RESOLVED, That WHEREAS, That certain agreement captioned "Consolidation and Merger Agreement", dated the 11<sup>th</sup> day of May, 1962, was submitted to the Stockholders of American Republic Life Insurance Company of Mississippi at a meeting called separately for American Republic Life Insurance Company of Mississippi for the purpose of taking same into consideration, and that the time, place and object of such meeting was duly given by notice by publication at least once a week for four (4) consecutive weeks in a newspaper published in Hinds County, Mississippi, wherein such corporation has its principal office, and that a copy of such notice was mailed to the last known post-office address of each Stockholder of record of American Republic Life Insurance Company of Mississippi, all of same being entitled to vote, at least twenty (20) days prior to the date of such meeting, and that at said meeting such agreement was considered and a vote by ballot, in person or by proxy, was taken for the adoption or rejection of the same; and

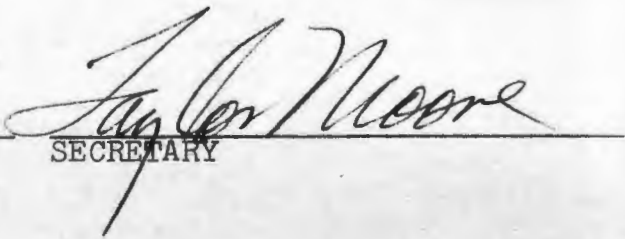
"WHEREAS, The votes of Stockholders of American Republic Life Insurance Company of Mississippi holding stock in such corporation entitling them to exercise at least a majority of the voting power on a proposal to merge American Republic Life Insurance Company of Mississippi with The Life Insurance Company of Louisiana was for the adoption of said agreement and that there were no votes for rejection of said agreement, and that such meeting, which was held at 10:00 O'clock A. M. on May 11, 1962, duly considered all of said matters, and that after favorable approval of said consolidation and merger agreement, the matter was referred to the Board of Directors of American Republic Life Insurance Company of Mississippi for proper action; and

"WHEREAS, The matter is now before the Board of Directors of American Republic Life Insurance Company of Mississippi, following the action of the said Stockholders as hereinabove described."

"NOW, THEREFORE, BE IT RESOLVED, That the Board of Directors of American Republic Life Insurance Company of Mississippi cause, instruct and direct the President and the Secretary to execute the said agreement and certificate and acknowledge and file the same in the office of the Secretary of State of the State of Mississippi in the same manner as provided for Charters of Incorporation by Section 5310 of the Mississippi Code of 1942, Recompiled."

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed by its Secretary and President and its corporate seal to be hereto affixed on this 11<sup>th</sup> day of May, 1962.

  
PRESIDENT

  
SECRETARY



C E R T I F I C A T E

I, TAYLOR MOORE, Secretary of American Republic Life Insurance Company of Mississippi, do hereby certify that the following is a true and correct copy of a Resolution adopted at a special meeting of the Stockholders of said corporation held on May 11, 1962, and that said Resolution is in full force and effect and has not been revoked, to-wit:

"BE IT RESOLVED, That the Stockholders of American Republic Life Insurance Company of Mississippi find that the Board of Directors of the Company, on the 11th day of April, 1962, passed a resolution approving a joint agreement for merger of American Republic Life Insurance Company of Mississippi with The Life Insurance Company of Louisiana and called a meeting of the Stockholders of American Republic Life Insurance Company of Mississippi for 10:00 O'clock A. M., May 11, 1962, in the Rose Room of the Heidelberg Hotel at Jackson in Hinds County, Mississippi, and that due notice of the time, place and object of such meeting was given by publication at least once a week for four (4) consecutive weeks in one or more newspapers published in the county wherein American Republic Life Insurance Company of Mississippi has its principal office and conducts its business, and a copy of such notice was mailed to the last known post office address of each Stockholder of record of American Republic Life Insurance Company of Mississippi at least twenty (20) days prior to the date of such meeting and such agreement has been considered; and

"RESOLVED, That the action of the Board of Directors of American Republic Life Insurance Company of Mississippi in approving the making of the contract dated May 11, 1962, between American Republic Life Insurance Company of Mississippi and The Life Insurance Company of Louisiana, set forth in the Minutes of the meeting of the Board of Directors of American Republic Life Insurance Company of Mississippi so held on the 11th day of April, 1962, and all acts and steps and proceedings taken and done in connection with said contract and all other matters referred to in said Minutes be, and the same are hereby approved, ratified and confirmed.

"BE IT FURTHER RESOLVED, That this agreement shall be considered and a vote by ballot, either in person or by proxy, shall be taken for the adoption or rejection of the same and that such ballots shall now be handed to all Stockholders present, either in person or by proxy, and that should the vote by ballot as above described be in favor of adoption of said agreement, that such vote shall constitute an absolute authority by way of approval and ratification of all things heretofore done by said Board of Directors of American Republic Life Insurance Company of Mississippi, or any officer thereof, toward or in connection with acquiring the assets, good will and business of The Life Insurance Company of Louisiana, and assuming debts and liabilities of The Life Insurance Company of Louisiana, and effecting merger of The Life Insurance Company of Louisiana into and with American Republic Life Insurance Company of Mississippi, be and the same are, and each of the said acts is, hereby approved, ratified and confirmed.

"BE IT FURTHER RESOLVED, That the Board of Directors of American Republic Life Insurance Company of Mississippi, or its designee be, and they are hereby authorized, empowered and directed to do anything and everything which they may deem expedient or necessary to carry into effect the action of this meeting."

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed by its Secretary and President and its corporate seal to be hereto affixed on this 11<sup>th</sup> day of May, 1962.

Richard O. Smith                      Taylor Moore  
PRESIDENT                                      SECRETARY



PERSONALLY CAME before me, the undersigned, a notary public in and for HINDS county, Missis-

sippi, the CLERK of THE CLARION LEDGER, a newspaper published in the City of Jackson, First Judicial District of Hinds County, in said state, who, being duly sworn, deposes and says that

**LEGAL NOTICE**

NOTICE TO THE STOCKHOLDERS OF AMERICAN REPUBLIC LIFE INSURANCE COMPANY OF MISSISSIPPI —

You are hereby notified that the Board of Directors of American Republic Life Insurance Company of Mississippi has signed a Consolidation and Merger Agreement with the Board of Directors of The Life Insurance Company of Louisiana whereby American Republic Life Insurance Company of Mississippi will receive all assets and assume all liabilities of The Life Insurance Company of Louisiana, and American Republic Life Insurance Company of Mississippi will issue to the Stockholders of The Life Insurance Company of Louisiana one (1) share of stock of the consolidated and merged corporation for each twenty-five (25) shares owned in The Life Insurance Company of Louisiana, subject to adoption of such Consolidation and Merger Agreement by a two-thirds (2/3) majority of the Stockholders of The Life Insurance Company of Louisiana and fifty-one per cent (51%) of the Stockholders of American Republic Life Insurance Company of Mississippi, and effective upon approval by the proper representatives of the State of Louisiana and of the State of Mississippi.

You are further notified that a special Stockholders' Meeting of American Republic Life Insurance Company of Mississippi has been called and will be held on the 11th day of May, 1962, at 10:00 o'clock A. M. in the Rose Room of the Hotel Heidelberg in the City of Jackson, Hinds County, Mississippi, to consider, act upon, approve or reject the said Consolidation and Merger Agreement, as by law required, at which you may be represented and vote in person or by proxy.

Dated: April 11th, 1962  
Richard G. Rush  
President, American Republic Life Insurance Company of Mississippi

(CORPORATE SEAL)  
Taylor Moore  
Secretary, American Republic Life Insurance Company  
April 14, 23, 30, May 7, 1962

THE CLARION LEDGER is a newspaper as defined and prescribed in Senate Bill No. 203 enacted at the regular session of the Mississippi Legislature of 1948, amending Section 1858, of the Mississippi Code of 1942, and that the publication of notice of which the annexed is a copy, in the matter of

**NOTICE**

has been in said paper 4 times consecutively, to-wit:

On the 16th day of April, 1962

On the 23rd day of April, 1962

On the 30th day of April, 1962

On the 7th day of May, 1962

On the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

On the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

SWORN TO and subscribed before me, this

7th day of May 62

*Conrad H. Suffer*  
Notary

My Commission Expires April 15, 1963

*Mrs. C. Graves*  
Clerk

Jackson, Miss., May 7, 1962

Satterfield, Shell, Williams & Buford

TO THE CLARION LEDGER, DR.  
(Name Newspaper)

TO PUBLISHING \_\_\_\_\_

case of \_\_\_\_\_

284 words space 4 times and making proof, \$29.40

RECEIVED OF \_\_\_\_\_  
payment in full of the above account.

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

C E R T I F I C A T E

I, TAYLOR MOORE, Secretary of American Republic Life Insurance Company of Mississippi, hereby certify that the following is a true and correct copy of a Resolution unanimously adopted at a meeting of the Board of Directors of said corporation on April 11, 1962, and that said Resolution is in full force and effect and has not been revoked:

"BE IT RESOLVED, By the Board of Directors of American Republic Life Insurance Company of Mississippi that a joint agreement for consolidation and merger of American Republic Life Insurance Company of Mississippi with The Life Insurance Company of Louisiana, substantially in the form here presented and hereto attached and made a part hereof, be entered into on terms and conditions in the form prescribed and set forth, and that the matters and things in the form mentioned and provided be in all things, approved, authorized and agreed to; and

"BE IT FURTHER RESOLVED, That this agreement be submitted to the Stockholders of American Republic Life Insurance Company of Mississippi at a meeting thereof, which meeting is hereby specially called for the purpose of taking the agreement into consideration, at the Rose Room of the Heidelberg Hotel in the city of Jackson, Hinds County, Mississippi, at 10:00 O'clock A. M. on Friday, May 11, 1962, and that notice of the time, place and object of such meeting shall be given, mailed and published as required by law; and

"BE IT FURTHER RESOLVED, That if the agreement shall be adopted by the Stockholders, as required by law, at the meeting, or any adjournment thereof, the President and Secretary of American Republic Life Insurance Company of Mississippi be, and they hereby are, authorized and directed to take such steps and to do such things to effectuate and consummate these agreements as may be prescribed by law."

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed by its Secretary and President and its corporate seal to be hereto affixed on this 11th day of APRIL, 1962.



*Richard O. Smith*  
PRESIDENT

*Taylor Moore*  
SECRETARY



## MINUTES OF THE BOARD OF DIRECTORS MEETING

## THE LIFE INSURANCE COMPANY OF LOUISIANA

The regular monthly meeting of the Board of Directors of The Life Insurance Company of Louisiana was held at the Sheraton-Charles Hotel, New Orleans, Louisiana, on Tuesday, the 10th day of April, 1962, at 12:30 P. M.

## There were present:

A. W. Merritt, Chairman presiding  
T. J. Bethune  
V. P. Blandino, M. D.  
Taylor Moore  
Richard O. Rush

comprising a quorum of the Board;

## Absent was:

Robert E. Wilder.

The meeting was called to order by Mr. Merritt who announced that a quorum was present. Taylor Moore presided as Secretary of the meeting.

The minutes of the regular Board of Directors meeting held on March 13, 1962 and the minutes of the annual meeting of the Board of Directors held on March 13, 1962 were read by the Secretary and approved as read upon a motion by Dr. Blandino and seconded by Mr. Bethune.

Mr. Moore reported that there were still only two agents writing insurance for the Company; however, the business delivered during the month of March slightly exceeded the terminations for March. These two agents' debit

balances appeared to be adequately secured by deferred commissions.

Mr. Moore presented the Balance Sheet and Operating Statement for the Company as of March 31, 1962, pointing out there was a profit for the year from operations of approximately \$11,000. A general discussion of these reports followed. (A copy of the report is attached hereto and made a part hereof.

Mr. Rush presented to the Board a copy of the Relative Value Determination of the capital stock of American Republic Life Insurance Company of Mississippi and The Life Insurance Company of Louisiana, as of December 31, 1961, for the purpose of the merger of these two companies. This report was discussed in detail and approved by the Directors. The merger agreement was also approved and signed by the Directors present.

Because of the special stockholders meeting to be held on May 10, 1962 for the purpose of approving the merger of The Life Insurance Company of Louisiana into American Republic Life, a date was not set for the next Board meeting because if the merger were approved, another Board meeting of the Company would not be necessary.

Upon a motion by V. P. Blandino, M. D., seconded by Richard O. Rush, the following resolution was unanimously adopted:

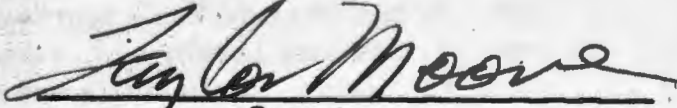
BE IT RESOLVED, By the Board of Directors of The Life Insurance Company of Louisiana that a joint agreement for consolidation and merger of American Republic Life Insurance Company of Mississippi with The Life Insurance Company of Louisiana, substantially in the form here presented and hereto attached and made a part hereof, be entered into on terms and conditions in the form prescribed and set

forth, and that the matters and things in the form mentioned and provided be in all things, approved, authorized and agreed to; and

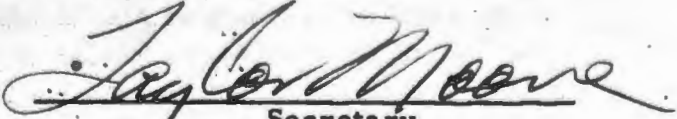
BE IT FURTHER RESOLVED, That this agreement be submitted to the stockholders of The Life Insurance Company of Louisiana at a meeting thereof, which meeting is hereby specially called for the purpose of taking the agreement into consideration, at the office of the corporation, located at 716 Baronne Street, in the City of New Orleans, Louisiana, at 11:00 A. M., on Thursday, May 10, 1962, and that notice of the time, place and object of such meeting shall be given, mailed and published as required by law; and

BE IT FURTHER RESOLVED, That if the agreement shall be adopted by the stockholders as required by law, at the meeting, or any adjournment thereof, the President and Secretary of The Life Insurance Company of Louisiana be, and they hereby are, authorized and directed to take such steps and to do such things to effectuate and consummate these agreements as may be prescribed by law.

There being no further business to come before the meeting, upon a motion, duly made and seconded, the meeting was adjourned.

  
Secretary

I, Taylor Moore, the duly elected Secretary of The Life Insurance Company of Louisiana, do hereby certify that the above and foregoing is a true and correct copy of the minutes of the Board of Directors Meeting of The Life Insurance Company of Louisiana, duly called and held in the City of New Orleans, State of Louisiana, on April 10, 1962, at 12:30 P. M., at which meeting a quorum was present and acting throughout.

  
Secretary



RESOLUTION

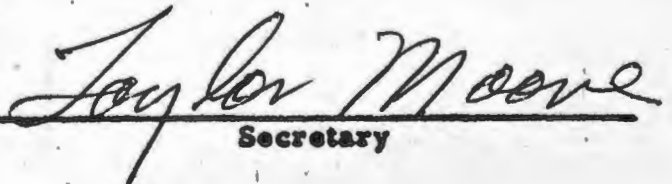
BE IT RESOLVED, By the Board of Directors of The Life Insurance Company of Louisiana that a joint agreement for consolidation and merger of American Republic Life Insurance Company of Mississippi with The Life Insurance Company of Louisiana, substantially in the form here presented and hereto attached and made a part hereof, be entered into on terms and conditions in the form prescribed and set forth, and that the matters and things in the form mentioned and provided be in all things, approved, authorized and agreed to; and

BE IT FURTHER RESOLVED, That this agreement be submitted to the stockholders of The Life Insurance Company of Louisiana at a meeting thereof, which meeting is hereby specially called for the purpose of taking the agreement into consideration, at the office of the corporation, located at 716 Baronne Street, in the City of New Orleans, Louisiana, at 11:00 A. M., on Thursday, May 10, 1962, and that notice of the time, place and object of such meeting shall be given, mailed and published as required by law; and

BE IT FURTHER RESOLVED, That if the agreement shall be adopted by the stockholders as required by law, at the meeting, or any adjournment thereof, the President and Secretary of The Life Insurance Company of Louisiana be, and they hereby are, authorized and directed to take such steps and to do such things to effectuate and consummate these agreements as may be prescribed by law.

---

I, Taylor Moore, Secretary of The Life Insurance Company of Louisiana, do hereby certify that the above is a true and correct copy of a resolution made and unanimously carried at a special meeting of the Board of Directors of The Life Insurance Company of Louisiana, held at 12:30 P. M., on the 10th day of April, 1962, at the Sheraton-Charles Hotel, in the City of New Orleans, Parish of Orleans, Louisiana.

  
Secretary



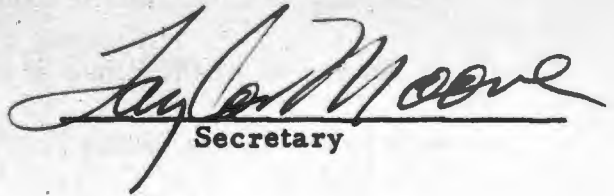
# THE LIFE INSURANCE COMPANY OF LOUISIANA



716 BARONNE STREET • NEW ORLEANS

April 16, 1962

I, Taylor Moore, the duly elected Secretary of The Life Insurance Company of Louisiana, New Orleans, Louisiana, do hereby certify that due notice of the special meeting of the stockholders of The Life Insurance Company of Louisiana, to be held on May 10, 1962, was mailed on April 16, 1962, to all stockholders of record as of the close of business on April 16, 1962, at their addresses shown on the records of the Company.

  
Secretary



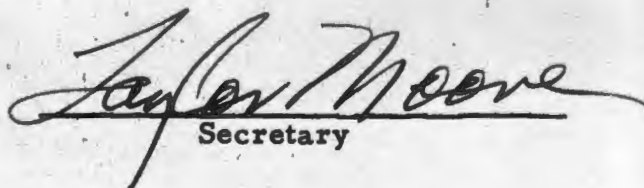
**THE LIFE INSURANCE COMPANY  
OF LOUISIANA**



716 BARONNE STREET • NEW ORLEANS

April 30, 1962

I, Taylor Moore, the duly elected Secretary of The Life Insurance Company of Louisiana, New Orleans, Louisiana, do hereby certify that the attached is a true and exact copy of the notice of special meeting of stockholders of The Life Insurance Company of Louisiana mailed on April 16, 1962 to all stockholders of record as of the close of business on April 16, 1962, to their addresses shown on the records of the Company.

  
Secretary



**THE LIFE INSURANCE COMPANY  
OF LOUISIANA**

716 BARONNE STREET • NEW ORLEANS

April 16, 1962

**NOTICE OF SPECIAL MEETING OF STOCKHOLDERS****THE LIFE INSURANCE COMPANY OF LOUISIANA**

A special meeting of the stockholders of The Life Insurance Company of Louisiana will be held in the Home Office of the company, located at 716 Baronne Street, New Orleans, Louisiana, on Thursday, May 10, 1962, at 10:00 A. M. for the following purposes:

- (1) Stockholders will be asked to vote for and approve a merger of The Life Insurance Company of Louisiana into American Republic Life Insurance Company of Mississippi;
- (2) To act upon any other business that may properly come before the meeting.

All stockholders are cordially invited and urged to attend the meeting if possible. However, in the event that you cannot attend the meeting, kindly sign the enclosed proxy and return it in the enclosed, addressed envelope as soon as possible.

By Order of the Board of Directors,

Taylor Moore  
Secretary

TM:bh

Enclosures

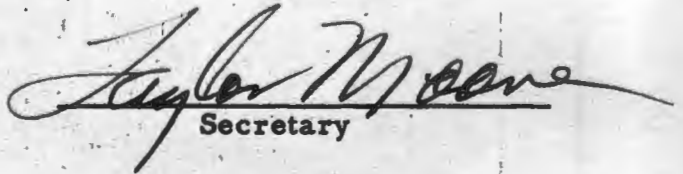
**THE LIFE INSURANCE COMPANY  
OF LOUISIANA**



716 BARONNE STREET • NEW ORLEANS

April 30, 1962

I, Taylor Moore, the duly elected Secretary of The Life Insurance Company of Louisiana, New Orleans, Louisiana, do hereby certify that the attached is a true and exact copy of a report mailed on April 16, 1962 to all stockholders of record as of the close of business on April 16, 1962, together with the notice of special meeting of stockholders, dated April 16, 1962.

  
Secretary





# THE LIFE INSURANCE COMPANY OF LOUISIANA



716 BARONNE STREET • NEW ORLEANS

**TO ALL STOCKHOLDERS OF  
THE LIFE INSURANCE COMPANY OF LOUISIANA:**

You will find enclosed a notice of a special stockholders' meeting of The Life Insurance Company of Louisiana to be held at the office of the corporation, located at 716 Baronne Street, in the City of New Orleans, Louisiana, for the purpose of considering and voting for or rejecting a proposed merger of The Life Insurance Company of Louisiana into American Republic Life Insurance Company of Mississippi.

In order for you to intelligently consider this proposal, there are certain facts you should know about the proposed merger and the American Republic Life Insurance Company of Mississippi.

The officers and directors of The Life Insurance Company of Louisiana have unanimously approved the proposed merger. They feel that a consolidation or merger of the two companies will benefit the stockholders and policyholders of The Life Insurance Company of Louisiana. Before the merger can be completed, it will be necessary for at least two-thirds of the stockholders of your company to approve it. If the merger is approved, the surviving corporation will be known as American Republic Life Insurance Company of Mississippi, and its domicile will be at Jackson, Mississippi.

American Republic Life Insurance Company was incorporated in Mississippi in 1956. It is authorized to do business in Mississippi, Louisiana, Arkansas, and Florida. On December 31, 1961, it had in excess of 40 Million Dollars of insurance in force, \$40,933,715.00 to be exact. During 1961, its salesmen sold in excess of 23 Million Dollars of business. It has a paid-in capital of \$267,458.00 and paid-in surplus of \$202,403.73. During the first three months of 1962, its salesmen wrote \$7,973,382.00 of insurance. This is ordinary life -- not group or accident insurance.

The actuarial firm of Raymond A. Latta & Co. has checked the books of The Life Insurance Company of Louisiana and American Republic Life Insurance Company of Mississippi and compiled a report showing the number of shares of stock in American Republic the stockholders of Life of Louisiana will receive for their stock. This ratio of exchange was compiled after the assets and liabilities of each company were checked and compared. The ratio of exchange, as prepared by this independent actuarial firm, is one (1) share of \$1.00 par value common stock in American Republic stock for each twenty-five (25) shares of 10¢ par value common stock owned in Life of Louisiana. No fractional or parts of shares will be issued. All fractional or parts of shares will be purchased or paid for at a value of 30¢ per share.

To all Stockholders

-2-

In considering this proposal of merger, the stockholders of The Life Insurance Company of Louisiana must realize that they are receiving stock in American Republic Life Insurance Company which is a \$1.00 par value stock. The stock you now hold in The Life Insurance Company of Louisiana has only 10¢ par value. The stock you receive from American Republic Life has a par value ten times greater than the stock you now own.

I am enclosing a copy of the "Relative Value Determination of the Capital Stock of American Republic Life Insurance Company and The Life Insurance Company of Louisiana", as prepared by Raymond A. Latta & Co., dated March 21, 1962, for your consideration.

Also, I am enclosing a copy of a consolidated statement of assets and liabilities of American Republic and Life of Louisiana. This was also prepared by Raymond A. Latta & Co. Its purpose is to show you what the combined assets of the two companies will be after the merger, if it is approved. You will see that the capital will be \$355,627.00 and the surplus, \$483,436.94. The amount of insurance in force will exceed 50 Million Dollars.


If the merger is approved, you will receive stock which has a market value. Each day the newspaper in Jackson, Mississippi shows a bid and asked price on American Republic Life stock. The price last week was \$6.00 bid and \$7.00 asked.

Before the merger is completed, the Insurance Commissioners of Louisiana and Mississippi must approve the merger. One of them will hold a hearing on the fairness of the ratio of exchange. You will receive a notice of this hearing sometime in the near future.

A proxy is enclosed which I urge you to sign and return as soon as possible. If you know of any other Life of Louisiana stockholders in your area, please urge them to sign their proxy and return it so that more than two-thirds of the shares of stock can be voted at the meeting.

If you can attend this meeting in person, we will be delighted to have you. If you cannot come, please sign your proxy and mail it to us.

Very truly yours,



A. W. Merritt  
President

AWM:bh

Enclosures

## THE LIFE INSURANCE COMPANY

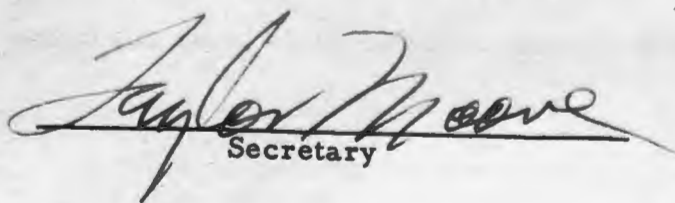


OF LOUISIANA

716 BARONNE STREET • NEW ORLEANS

April 30, 1962

I, Taylor Moore, the duly elected Secretary of The Life Insurance Company of Louisiana, New Orleans, Louisiana, do hereby certify that the attached is a true and exact copy of a report mailed on April 16, 1962 to all stockholders of record as of the close of business on April 16, 1962, together with the notice of special meeting of stockholders, dated April 16, 1962.

  
Secretary

DETERMINATION OF RELATIVE VALUE OF THE STOCK  
OF AMERICAN REPUBLIC AND LIFE OF LOUISIANA

	<u>American Republic</u>	<u>Life of Louisiana</u>
Capital Surplus	\$ 267,458.00 <u>202,403.73</u>	\$ 230,672.30 <u>106,893.89</u>
Total Capital	\$ 469,861.73	\$ 337,566.19
Value of Non-Admitted Assets:		
Agents' balances	\$ 26,049.00	-0-
Furniture & equipment	-0-	6,662.00
Stocks	58,089.00	-
Other ledger assets	3,344.00	-
Agency force	55,000.00	2,000.00
Security Valuation Reserve	2,532.00	2,224.00
Valuation of Insurance (Schedule E)	993,219.00	189,416.00
Deduct: Present value of office lease not in use		<u>-12,600.00</u>
Total	\$1,608,094.73	\$ 525,268.19
Par value of shares outstanding	\$ 267,458.00	\$ 230,672.30
Less: Par value of shares held as collateral	-0-	<u>10,250.00</u>
	\$ 267,458.00	\$ 220,422.30
Relative value per \$1.00 par value	6.0125	2.3830
Ratio of par value	.40	for 1.
Par value per share	1.00	.10
Exchange rate	4 shares	for 100 shares

The attached Schedules and Notes are an integral part and should be read in conjunction with this Schedule A.

Schedule B

**CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES**  
**AMERICAN REPUBLIC AND LIFE OF LOUISIANA**  
 December 31, 1961

<u>Assets:</u>	<u>Ledger</u>	<u>Non- Ledger</u>	<u>Non- Admitted</u>	<u>Admitted Assets</u>
Bonds	\$ 682,915.16			\$ 682,915.16
Stocks	121,726.47	\$ 78,222.54	\$ 104,675.64	95,273.37
Mortgage loans	659,595.66			659,595.66
Real estate	14,595.43			14,595.43
Policy loans	10,942.54			10,942.54
Cash & Bank Deposits	257,705.07			257,705.07
Deposits (air travel, etc.)	1,012.00			1,012.00
Agents' balances	169,559.20		169,559.20	
Bills receivable	4,742.26		4,742.26	
Notes receivable	20,580.88		20,580.88	
Furniture & equipment	30,070.77		30,070.77	
Leasehold improvements	17,947.06		17,947.06	
Life premiums (due and deferred - net)		167,280.50		167,280.50
Interest due and accrued		16,147.91		16,147.91
<b>TOTAL</b>	<b>\$ 1,991,392.50</b>	<b>\$ 261,650.95</b>	<b>\$ 347,575.81</b>	<b>\$ 1,905,467.64</b>
 <u>Liabilities, Surplus and Other Funds:</u>				
Reserves for life policies				\$ 794,307.00
Supplementary contracts - NILC				6,857.00
Claims - life				5,734.90
Policyholders dividends				30,647.30
Premiums received in advance				36,561.05
Matured additional benefits				138,101.84
General expenses accrued				5,000.00
Taxes due and accrued				13,711.53
Unearned investment income				22.04
Amounts held as agent or trustee				20,572.94
Agents' credit balances				10,131.58
Mandatory Security Valuation Reserve				4,756.52
<b>Total</b>				<b>\$ 1,066,403.70</b>
Capital paid-up			\$ 355,627.00	
Unassigned surplus			483,436.94	839,063.94
<b>TOTAL</b>				<b>\$ 1,905,467.64</b>

## MINUTES OF THE SPECIAL MEETING OF STOCKHOLDERS

## THE LIFE INSURANCE COMPANY OF LOUISIANA

A special meeting of the stockholders of The Life Insurance Company of Louisiana, regularly and legally called, was held at the Home Office of the Company, 716 Baronne Street, in the City of New Orleans, Louisiana, at 10 A. M. on the 10th day of May, 1962.

Mr. A. W. Merritt presided as Chairman and Mr. Taylor Moore as Secretary of the meeting.

Mr. Moore stated that the meeting was being held in pursuant to notice dated April 16, 1962, copy of which had been sent to each stockholder of record at the close of business on April 16, 1962. (A copy of this notice is attached hereto and made a part hereof.)

Mr. Moore reported that the total outstanding shares of capital stock of the Company was 2,312,116 and there were present in person or represented by proxies a total of 1,718,098.8591 shares, being more than two-thirds of the outstanding and authorized shares.

Whereupon, the Chairman declared that the number represented was more than sufficient to constitute a quorum and that therefore a quorum was present and that the meeting was competent to proceed, there being present in person or by proxy a majority of the stockholders of the Company entitled to vote the outstanding capital stock of the Company. All proxies filed with the Secretary of the Company, as required by the By-Laws of the Corporation, were presented and

voted by the attorney-in-fact therein designated.

The Chairman stated that the primary purpose for calling this special meeting of the stockholders was to consider and approve the merger of The Life Insurance Company of Louisiana into the American Republic Life Insurance Company of Mississippi.

Whereupon, Mr. Richard O. Rush introduced the following resolution:

"BE IT RESOLVED, That the stockholders of The Life Insurance Company of Louisiana find that the Board of Directors of the company, on the 10th day of April, 1962, passed a resolution approving a joint agreement for consolidation and merger of American Republic Life Insurance Company of Mississippi with The Life Insurance Company of Louisiana, and called a meeting of the stockholders of The Life Insurance Company of Louisiana for 10:00 A. M., Thursday, May 10, 1962, in the Home Office of the company, located at 716 Baronne Street, New Orleans, Louisiana, and that due notice of the time, place and object of such meeting was given by letter mailed to the last known post office address of each stockholder of record of The Life Insurance Company of Louisiana at least ten (10) days prior to the date of such meeting, and such agreement has been considered; and

BE IT FURTHER RESOLVED, That the action of the Board of Directors of The Life Insurance Company of Louisiana in approving the making of the Contract, dated April 10, 1962, between American Republic Life Insurance Company of Mississippi and The Life Insurance Company of Louisiana, set forth in said minutes of the meeting of the Board of Directors of The Life Insurance Company of Louisiana so held on the 10th day of April, 1962, and all acts and steps and proceedings taken and done in connection with said contract and agreement and all other matters referred to in said minutes be, and the same are, hereby approved, ratified and confirmed.

BE IT FURTHER RESOLVED, That this agreement shall be considered and a vote by ballot, either in person or by proxy, shall be taken for the adoption or rejection of the same and that such ballot shall now be handed to all stockholders present, either in person

or by proxy, and that should the vote by ballot, as above described, be in favor of adoption of said agreement, that such vote shall constitute complete and absolute authority by way of approval and ratification of all things heretofore done by said Board of Directors of The Life Insurance Company of Louisiana, or any officer thereof, toward or in connection with acquiring of the assets, good will and business of The Life Insurance Company of Louisiana, and effecting consolidation and merger of The Life Insurance Company of Louisiana with American Republic Life Insurance Company of Mississippi, be, and the same are, and each of said acts is, hereby approved, ratified and confirmed.

BE IT FURTHER RESOLVED, That the Board of Directors of The Life Insurance Company of Louisiana, or any designee thereof, be, and they are hereby authorized, empowered and directed to do anything and everything which they may deem expedient or necessary to carry into effect the action of this meeting."

Mr. Rush made a motion that the resolution be adopted and such motion was seconded by Mr. Kurt Land. The Chairman asked for any discussion.

Upon a request that the method of arriving at the exchange of stock be explained, the Chairman asked Mr. Raymond A. Latta, consulting actuary of Jackson, Mississippi, who had prepared the proposed relative value of exchange, to explain his method of arriving at such value. Mr. Latta proceeded to explain in detail the Relative Value Determination.

After this explanation, Mr. Latta answered questions from a number of the stockholders relative to the report. A general discussion followed regarding the merger.

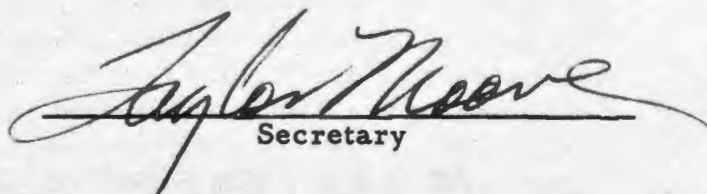
After the discussion, the Chairman asked that ballots be distributed to all stockholders who were present, either in person or by proxy, to vote for acceptance or rejection of the proposed consolidation agreement. After collection and tallying of said ballots, it was announced by the Secretary, and duly confirmed by a Committee, that there were 1,704,878.7258 votes cast for



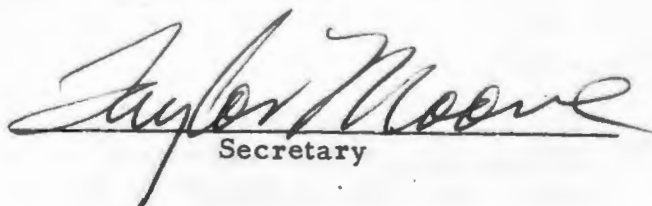
adoption of the merger agreement and 13, 220. 1333 votes cast for rejection of said agreement.

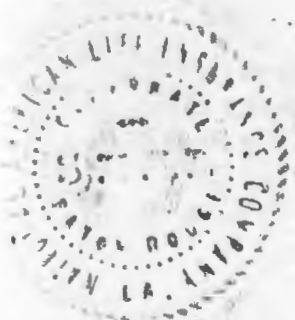
The Chairman announced that in excess of two-thirds of the outstanding capital stock of the Company had voted in favor of the merger agreement. He thanked all the stockholders present for attending the meeting, advising them that all stockholders would receive instructions in the near future regarding the completion of the merger and the exchange of their Life of Louisiana shares for the American Republic Life Insurance Company of Mississippi shares of stock.

There being no further business to come before the meeting, it was, on motion by Mr. Norman, seconded by Mr. Bywater, adjourned.

  
Secretary

I, Taylor Moore, the duly elected Secretary of The Life Insurance Company of Louisiana, do hereby certify that the above and foregoing is a true and correct copy of the minutes of the special meeting of stockholders of The Life Insurance Company of Louisiana, duly called and held in the City of New Orleans, State of Louisiana, at 10 A. M. on the 10th day of May, 1962.

  
Secretary



RESOLUTION

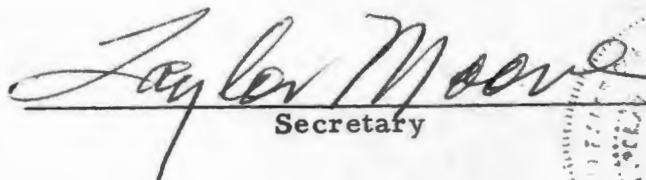
BE IT RESOLVED, By the Board of Directors of The Life Insurance Company of Louisiana that a joint agreement for consolidation and merger of American Republic Life Insurance Company of Mississippi with The Life Insurance Company of Louisiana, substantially in the form here presented and hereto attached and made a part hereof, be entered into on terms and conditions in the form prescribed and set forth, and that the matters and things in the form mentioned and provided be in all things, approved, authorized and agreed to; and

BE IT FURTHER RESOLVED, That this agreement be submitted to the stockholders of The Life Insurance Company of Louisiana at a meeting thereof, which meeting is hereby specially called for the purpose of taking the agreement into consideration, at the office of the corporation, located at 716 Baronne Street, in the City of New Orleans, Louisiana, at 11:00 A. M., on Thursday, May 10, 1962, and that notice of the time, place and object of such meeting shall be given, mailed and published as required by law; and

BE IT FURTHER RESOLVED, That if the agreement shall be adopted by the stockholders as required by law, at the meeting, or any adjournment thereof, the President and Secretary of The Life Insurance Company of Louisiana be, and they hereby are, authorized and directed to take such steps and to do such things to effectuate and consummate these agreements as may be prescribed by law.

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I, Taylor Moore, Secretary of The Life Insurance Company of Louisiana, do hereby certify that the above is a true and correct copy of a resolution made and unanimously carried at a special meeting of the Board of Directors of The Life Insurance Company of Louisiana, held at 12:30 P. M., on the 10th day of April, 1962, at the Sheraton-Charles Hotel, in the City of New Orleans, Parish of Orleans, Louisiana.

  
Secretary



# State of Louisiana



**RUFUS D. HAYES**

I, THE UNDERSIGNED **COMMISSIONER OF INSURANCE**, OF THE STATE OF LOUISIANA, DO HEREBY CERTIFY THAT

APPROVAL OF CONSOLIDATION & MERGER

IN THE MATTER OF CONSOLIDATION AND MERGER BETWEEN THE LIFE INSURANCE COMPANY OF LOUISIANA, NEW ORLEANS, LOUISIANA, AND THE AMERICAN REPUBLIC LIFE INSURANCE COMPANY, JACKSON, MISSISSIPPI

The foregoing CONSOLIDATION AND MERGER AGREEMENT, having been presented and filed with the Commissioner of Insurance of the State of Louisiana, and same having been fully considered, the terms and conditions of said Consolidation and Merger Agreement shall be and such terms and conditions were approved and recorded in this office on this, the 22nd day of May, 1962, with the effective date of such merger being the date of recordation in the State of Mississippi, the domiciliary state of the surviving corporation.



*Given under my signature, authenticated with the impress of my Seal of office, at the City of Baton Rouge, this, 22nd day of May A. D. 19-62*

*Rufus D. Hayes*  
Commissioner of Insurance

CONSOLIDATION AND MERGER AGREEMENT

This agreement of consolidation and merger dated as of the 11<sup>th</sup> day of April, 1962, between American Republic Life Insurance Company of Mississippi, a corporation organized and existing under and by virtue of the laws of the State of Mississippi, and The Life Insurance Company of Louisiana, a corporation organized and existing under and by virtue of the laws of the State of Louisiana, both of said companies being hereinafter sometimes called "constituent companies," witnesseth:

WHEREAS, American Republic Life Insurance Company of Mississippi is a corporation, organized and existing under the laws of the State of Mississippi, incorporated on the 20th day of November, 1945, as "College Education Insurance Company," by subsequent charter amendments having been named "American Republic Life Insurance Company of Mississippi"; and

WHEREAS, authorized capital stock of American Republic Life Insurance Company of Mississippi consists of 1,000,000 shares of Class "B" common stock having a par value of 10¢ per share, of which there has been issued 1,000,000 shares which are presently outstanding, and 500,000 shares of Class "A" common stock having a par value of \$1.00 per share, of which there has been issued and is outstanding 167,000 shares; and

WHEREAS, The Life Insurance Company of Louisiana is a corporation organized and existing under the laws of the State of Louisiana, incorporated on the 28th day of February, 1955; and

WHEREAS, authorized capital stock of The Life Insurance Company of Louisiana consists of 2,300,000 shares of voting common stock having a par value of 10¢ per share, of which there has been issued and is outstanding 2,300,000 shares; and

APPROVED FOR RECORDATION

Date: 5/22/62  
J. Eugene W. Hayes  
 Commissioner of Insurance

WHEREAS, the Board of Directors, or a majority of them, of each of the constituent corporations deem it advisable and to the advantage and welfare of such respective corporations and their respective stockholders that The Life Insurance Company of Louisiana and American Republic Life Insurance Company of Mississippi shall be consolidated and merged to form a single corporation, as authorized by Section 5951-01 et seq, and other related laws set forth in the Mississippi Code of 1942, as amended, and other laws and provisions of the State of Mississippi, as well as authorizations of the laws of the State of Louisiana relevant thereto, under and pursuant to the terms and conditions hereinafter set forth; and

WHEREAS, the principal office of American Life Republic Life Insurance Company of Mississippi is located at Jackson, Hinds County, Mississippi, and the principal office of The Life Insurance Company of Louisiana is located at the City of New Orleans in the Parish of Orleans in the State of Louisiana, and it is the intention and desire of all parties hereto that upon completion of this consolidation and merger, the name of the surviving corporation shall be American Republic Life Insurance Company of Mississippi, with its principal office and domicile in the City of Jackson, Hinds County, Mississippi;

NOW, THEREFORE, the parties to this agreement, in consideration of the mutual agreements and provisions herein contain, agree, each with the other, that American Republic Life Insurance Company of Mississippi and The Life Insurance Company of Louisiana be consolidated and merged into a single corporation which shall be the surviving corporation formed by means of such consolidation and merger and shall be governed by the General Laws of the State of Mississippi and agree on and prescribe the terms and conditions of such consolidation and merger, mode of carrying same into effect, and manner of

converting shares of each of such constituent corporations into shares of the surviving corporation, as follows, to-wit:

**SECTION I.**

This agreement and consolidation contemplated hereby, shall be submitted to the stockholders of each constituent corporation at a duly constituted meeting thereof called separately for the purpose of taking same into consideration and as provided by the laws of the State of Mississippi and by the laws of the State of Louisiana.

**SECTION II.**

Subject to approval by the Stockholders, pursuant to the laws of the State of Mississippi as to American Republic Life Insurance Company of Mississippi, and to the laws of the State of Louisiana as to The Life Insurance Company of Louisiana, the said constituent companies shall be and hereby are consolidated and merged into a single life insurance company and corporation formed by means of such consolidation and merger, the name of which corporation shall be American Republic Life Insurance Company of Mississippi, hereinafter called "Corporation".

**SECTION III.**

The facts required or permitted to be set forth in a Certificate of Incorporation of a Mississippi stock insurance corporation incorporated under the laws of the State of Mississippi which can be stated in case of consolidation and merger provided for in this agreement, are as follows:

First, the name of the Corporation is American Republic Life Insurance Company of Mississippi.

Second, the domicile and home office of the Corporation shall be in the City of Jackson, Hinds County, Mississippi. The Corporation may establish branches and agencies in any other

parts of the State of Mississippi, in other states, territories of the United States, and in the District of Columbia,

Third, the purposes of the Corporation are:

(1) To engage in the business of writing insurance and issuing policies of insurance in the State of Mississippi and outside the State of Mississippi, and to contract for the payment of endowments and annuities and to grant, purchase or dispose of annuities.

(2) To issue life insurance policies and health and accident insurance policies and to make and enter into such other contracts conditioned upon the continuation or cessation of human life in connection with the above, and to issue life insurance policies and health insurance on the industrial plan as well as on the ordinary plan; to issue education and hospitalization insurance policies on the industrial plan and the ordinary plan; to grant, purchase or dispose of annuities;

(3) To acquire by purchase or otherwise, in a legal manner, the good will, business and assets of any 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 statutes, and not contrary to Title 8, Chapter 4, Mississippi Code of 1942, or amendments thereto or inimical to any other statute or regulation pertaining thereto;

(4) 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.

(5) To own such real estate as may be necessary for the convenient transaction of its business and to dispose of same as provided by law, to borrow money, to invest its funds, as permitted by law.

(6) To appoint and contract with general or local agents to solicit business.

(7) To issue other policies of the kind commonly issued by industrial and ordinary life insurance companies and as may be determined by the Board of Directors and approved by the Commissioner of Insurance.

(8) 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, educational and hospitalization or disability insurance on the stock, industrial and ordinary plan; and any and all undertakings prescribed and allowed by law.

(9) To exercise all the rights and privileges bestowed upon corporations as provided by the laws of the State of Mississippi and to do any and all things conferred by Chapter 3, Title 22, Code of Mississippi of 1942, and amendments thereto, as permitted by law.

Fourth, the management and control of this corporation shall be vested in a Board of Directors, to be established under the by-laws.

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

Sixth, Capital Stock. The amount of authorized capital stock of the Corporation is \$600,000.00, divided into and represented by 500,000 shares of Class "A" common stock at a par value of One Dollar (\$1.00) per share, and 1,000,000 shares of Class "B" common stock at a par value of ten cents (10¢) per share. Each share of common stock shall be entitled



to one (1) vote. A surplus of \$100,000.00 shall also be established, and the Corporation may begin business as an ordinary full capital company when \$100,000.00 in common stock has been subscribed and paid for and in addition thereto a surplus of \$100,000.00 is paid in.

#### SECTION IV.

The identity, existence, purposes, powers, objects, franchises, rights and immunities of American Republic Life Insurance Company of Mississippi shall continue unaffected, and unimpaired by the merger hereby provided for, and the corporate franchises, entity, existence and rights of The Life Insurance Company of Louisiana shall be continued in and consolidated and merged into American Republic Life Insurance Company of Mississippi, which latter company shall be fully vested therewith. The separate existence and corporate organization of The Life Insurance Company of Louisiana, except insofar as they may be continued by statute, shall cease as soon as this agreement of merger shall have been authorized, adopted, and approved at meetings of the Stockholders of American Republic Life Insurance Company of Mississippi and of the Life Insurance Company of Louisiana by the votes of the holders representing at least two-thirds ( $\frac{2}{3}$ ) of the total number of outstanding shares of the capital stock entitled to vote thereon of The Life Insurance Company of Louisiana, and at least fifty-one (51) per cent of the total number of outstanding shares of the capital stock entitled to vote thereon of American Republic Life Insurance Company of Mississippi, and when the following conditions have been met:

(a) This consolidation and merger agreement so adopted and certified shall be filed with the Commissioner of Insurance of Louisiana, and all fees and franchise taxes, if any, required by the Corporation Laws of the respective states

shall have been paid;

(b) That American Republic Life Insurance Company of Mississippi shall have complied with the provisions of Louisiana Law relating to the authority to transact business in the State of Louisiana as a foreign corporation under and in conformity with the Insurance and Corporation Laws of the State of Louisiana;

(c) This Consolidation and Merger Agreement so adopted and certified shall have been signed, acknowledged, and filed for record, and the recording fees and taxes, if any, shall have been duly paid to the State of Mississippi;

(d) The Consolidation and Merger Agreement so adopted and certified shall have been signed, acknowledged, and approved by the Commissioner of Insurance of the State of Mississippi and the Commissioner of Insurance of the State of Louisiana, and a copy thereof duly recorded in accordance with the laws of the State of Louisiana and of the State of Mississippi;

(e) Then, after completing (a), (b), (c) and (d), this merger shall be complete and effective.

#### SECTION V.

The manner of converting the capital stock of The Life Insurance Company of Louisiana into stock of American Republic Life Insurance Company of Mississippi is as follows:

Each share of the capital stock of American Republic Life Insurance Company of Mississippi issued and outstanding, at the effective date of consolidation and merger, and the certificates therefor, shall not be affected by the consolidation and merger, and each such share will continue to be a share of capital stock of the surviving corporation, American Republic Life Insurance Company of Mississippi. Each twenty-five (25) shares of common stock of The Life Insurance Company of Louis-

iana outstanding, at the effective date of consolidation and merger, shall forthwith, upon the effective date of merger, be converted into one (1) share of the Class "A" capital stock, par value, One Dollar (\$1.00) per share, of the surviving corporation, American Republic Life Insurance Company of Mississippi, and each holder of common stock of The Life Insurance Company of Louisiana, upon the surrender of certificate or certificates for the stock, shall be entitled to receive the stock as above set out.

No fractional shares nor script certificates therefor will be issued, but anyone having a right of a fractional interest in and to stock of American Republic Life Insurance Company of Mississippi, arising by virtue of ownership of shares in The Life Insurance Company of Louisiana, constituting a right to less than one (1) share of stock under the above conversion provisions of American Republic Life Insurance Company of Mississippi shall be paid by the Corporation the sum of Thirty Cents (30¢) for each share of the capital stock of The Life Insurance Company of Louisiana, constituting less than an amount sufficient to entitle such holder to one (1) share of the said Class "A" capital stock of American Republic Life Insurance Company of Mississippi.

If the certificate or certificates for any shares of the American Republic Life Insurance Company of Mississippi are to be issued in a name other than that in which the certificate or certificates for shares surrendered for exchange are registered, it shall be a condition of such exchange that all such certificates so surrendered shall be properly endorsed for transfer and that the person requesting such exchange pay to the surviving corporation any transfer or other taxes required by reason thereof, or established to the satisfaction

of the surviving corporation that such tax has been paid or is not payable.

**SECTION VI.**

In addition to the powers conferred upon it by statute, the powers of the surviving corporation, American Republic Life Insurance Company of Mississippi, until they shall be amended or changed as provided by law, shall be those set forth in the Charter of the surviving corporation.

**SECTION VII.**

The By-Laws of the surviving corporation shall be the By-Laws of American Republic Life Insurance Company of Mississippi in effect immediately prior to the effective date of merger and until the same shall be altered, amended or repealed.

**SECTION VIII.**

The Directors of the surviving corporation shall be the currently serving Directors of American Republic Life Insurance Company of Mississippi, who shall serve until their successors shall be elected, as provided under the By-Laws of American Republic Life Insurance Company of Mississippi. The officers of the surviving corporation shall be the same as the officers of American Republic Life Insurance Company of Mississippi as of the time of consolidation and merger and who shall serve in their respective offices until their successors are elected, as provided by the By-Laws of the surviving corporation.

**SECTION IX.**

This plan and agreement of merger shall be submitted for approval and adoption to the shareholders of The Life Insurance Company of Louisiana at a special meeting of such

shareholders to be held at its offices in the City of New Orleans, Louisiana, on the 10th day of May, 1962, at 11:00 O'clock A. M. Such plan of consolidation and merger shall be submitted for approval and adoption to the shareholders of American Republic Life Insurance Company of Mississippi at a special meeting of said shareholders, called for such purpose, and to be held in the City of Jackson, Mississippi, at the Rose Room of the Heidelberg Hotel in said city on the 11th day of May, 1962, at 10:00 O'clock A. M.

Furthermore, the consolidation and merger is subject to the approval of the Commissioners of Insurance of the States of Louisiana and Mississippi and a hearing has been called by the Insurance Department by the Commissioner of Insurance of the State of Louisiana for purposes of hearing objections, if any, to said consolidation and merger, and which said hearing shall be held at 2:00 O'clock P. M. on May 1, 1962, in the Insurance Department of the State of Louisiana at Baton Rouge, Louisiana, at which time any and all Stockholders shall have been theretofore notified, according to law, to appear and make objection, if they so desire, to said consolidation and merger.

The plan and agreement of consolidation and merger is subject to all applicable provisions of laws and statutes of the States of Mississippi and Louisiana generally applicable to general insurance corporations and to corporations in general. The aforesaid consolidation and merger agreement shall become effective, as heretofore stated, and there shall be appended to this consolidation and merger agreement the Certificates of Approval of the Commissioners of Insurance of the States of Louisiana and Mississippi.

## SECTION X.

Upon the effective date of consolidation and merger, the separate existence of The Life Insurance Company of Louisiana and American Republic Life Insurance Company of Mississippi shall cease, and such constituent corporations shall become the new corporation, known as American Republic Life Insurance Company of Mississippi, in accordance with the provisions of this agreement and of the laws of the State of Mississippi and of the State of Louisiana, which said subsequent surviving corporation shall possess all of the rights, privileges, powers and franchises, as well of a public as of a private nature, and be subject to all restrictions, disabilities and duties of each of the constituent corporations, and all and singular the rights, privileges, powers and franchises of each of such constituent corporations, and all property, real, personal and mixed, and all debts due to each of such constituent corporations on whatever account shall be vested in the surviving corporation; and all property rights, privileges, powers and franchises, and all and every other interest shall be thereafter as effectually the property of the surviving corporation as they were of the several and respective constituent corporations, and the title to any real estate vested by deed or otherwise in either of such constituent corporations shall not revert or be in any way impaired by reason of this consolidation and merger, provided that all rights of creditors and all liens upon any property of either of such constituent corporations shall be preserved unimpaired, and all debts, liabilities and duties of each of such constituent corporations, whether evidenced by indentures or otherwise, shall thenceforth attach to the surviving corporation, and may be enforced against it to the same extent as if said debts, liabilities and duties

had been incurred or contracted by it.

If at any time the surviving corporation shall consider or be advised that any further assignments or assurances in the law or any things are necessary or desirable to vest in the corporation, according to the terms hereof, the title to any property, rights, privileges or franchises of either of the constituent corporations, parties to this agreement, the proper officers and directors of such constituent corporations shall and will execute and make all such proper assignments and assurances in the law and do all things necessary or proper to vest in and confirm to the surviving corporation title to and possession of all such property, rights, privileges and franchises, and otherwise to carry out the purposes of this agreement.

The surviving corporation preserves the right to amend, alter, change or repeal any provision contained in this consolidation and merger agreement which may be contained in a Certificate of Incorporation of a corporation organized under the laws of the State of Mississippi in the manner now or hereafter prescribed by such laws, and all rights conferred upon stockholders herein are granted subject to this reservation.

On the effective date of consolidation and merger, all of the property, real, personal, or mixed, of each of the constituent corporations, and all debts due on whatever account to any of them and all and singular, the rights, privileges, powers and franchises, as well as of a private nature, and all and every other interest, of each of the constituent corporations, shall be taken and deemed to be transferred to and vested in, or shall continue to be vested in, the surviving corporation without further act or deed, and shall be thereafter as effectually the property of the surviving corporation as they were of

the respective constituent corporations, and title to any real estate, whether vested by deed or otherwise in any of the constituent corporations, shall not revert, as hereinabove provided, or be in any way impaired by reason of the consolidation and merger; and the surviving corporation shall thenceforth be responsible for all of the debts, liabilities, obligations and duties of each of the constituent corporations.

**SECTION XI.**

The Life Insurance Company of Louisiana owns no property in the State of Louisiana, title to which will be affected by the recording of the instruments among the Land Records.

**SECTION XII.**

The principal office of the surviving corporation is located in Jackson, Mississippi. The name and post office address of its resident agent is its President, Richard O. Rush, 619 Electric Building, Jackson, Mississippi.

**SECTION XIII.**

American Republic Life Insurance Company of Mississippi hereby agrees that it may be served with process in the State of Mississippi and the State of Louisiana in any proceeding for the enforcement of any obligation of The Life Insurance Company of Louisiana, as well as for the enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any Stockholder as determined in appraisal proceedings pursuant to the provisions of the laws of the States of Mississippi and of Louisiana, and hereby irrevocably



appoints the Commissioner of Insurance of the State of Mississippi and the Commissioner of Insurance of the State of Louisiana as agents of the surviving corporation, American Republic Life Insurance Company of Mississippi, to accept service of process in any action for the enforcement of payment of any such obligation. American Republic Life Insurance Company of Mississippi, surviving corporation, hereby specifies 619 Electric Building, Jackson, Mississippi, as the address of American Republic Life Insurance Company of Mississippi to which the service of such process shall be mailed by the Commissioners of Insurance of the respective states.

#### SECTION XIV.

Upon the effective date of merger, (a) the assets and liabilities of the constituent corporations shall be taken up or continued on the books of the surviving corporation at the amounts at which they respectively shall be carried at the time on the books of the respective constituent corporation; and (b) any amount by which the value of the assets so taken up are continued on the books of the surviving corporation shall exceed the sum of (1) the amount of the capital of the surviving corporation upon the effective date of merger; and (2) all liabilities of the surviving corporation upon the effective date of merger, shall be surplus. Against such surplus there may be charged any losses at any time incurred by the surviving corporation, and also any dividends or other distributions made to the holders of its stock of any class except as provided in the American Republic Life Insurance Company of Mississippi Charter. The capital of the surviving corporation may be increased, and its surplus decreased, from time to time, by resolution of the Board of Directors, transferring the whole or any part of the surplus of the capital account.

**SECTION XV.**

All expenses incident to the consolidation and merger shall be paid by the surviving corporation, provided, however, that in the event the consolidation and merger contemplated hereby shall not be consummated for any reason, all expenses incident to preparation for carrying this agreement of consolidation and merger into effect and consummating the consolidation and merger shall be divided between and borne by the constituent corporations in the proportions that their respective net assets of December 31, 1961, bear to their combined net assets at said date.

**SECTION XVI.**

American Republic Life Insurance Company of Mississippi shall reinsure all present policies of insurance of The Life Insurance Company of Louisiana which are outstanding and in force, and American Republic Life Insurance Company of Mississippi recognizes all of the rights of these policyholders under the contracts of insurance heretofore sold by The Life Insurance Company of Louisiana.

**SECTION XVII.**

Neither American Republic Life Insurance Company of Mississippi nor The Life Insurance Company of Louisiana shall issue or sell, or issue rights to subscribe to, any shares of the capital stock, or any class thereof, of either corporation prior to the effective date of consolidation and merger, except that each such constituent corporation may issue shares of common stock pursuant to options or warrants now in existence, or, in the case of either corporation, each may issue shares of common stock on surrender of outstanding or authorized script certificates, if any, in accordance with their

terms. Neither of the constituent corporations shall declare or pay any dividend on its outstanding capital stock prior to the effective date of consolidation and merger.

SECTION XVIII.

This consolidation and merger agreement may be terminated and consolidation and merger hereby provided for abandoned:

(a) By mutual consent of the Board of Directors of each of the constituent companies at any time prior to the effective date of consolidation and merger, or

(b) By the Board of Directors of either of the constituent companies, acting alone, at any time on or after the 1<sup>st</sup> day of September 1962, if consolidation and merger contemplated hereby shall not have been effected prior thereto, or

(c) By the Board of Directors of either of the constituent corporations, acting alone, at any time prior to the effective date of consolidation and merger, if it is decided by either such Board that consolidation is impracticable by reason of the number of shares of stock of either of the constituent corporations, or both of them, that are not voted in favor of consolidation or by reason of the number of shares of stock of either of the constituent corporations, or both of them, that are voted against consolidation and merger or by reason of dissents filed by Stockholders of either of the constituent corporations.

In the event of termination or abandonment of this Consolidation and Merger Agreement by the Board of Directors of either of the constituent corporations pursuant to this section, written notice thereof shall forthwith be given to the other constituent corporation and, thereupon, this agreement of consolidation and merger shall become wholly void and of no effect, and there shall be no liability on the part of either of the constituent corporations or their respective Boards of Directors or Stockholders.

SECTION XIX.

IN WITNESS WHEREOF, each of the constituent corporation's parties to this Consolidation and Merger Agreement has caused these presents to be signed by a majority of its Board of Directors and under the respective corporate seals of each of such corporations, all as of the day and year first above written.

AMERICAN REPUBLIC LIFE  
INSURANCE COMPANY OF  
MISSISSIPPI

THE LIFE INSURANCE COMPANY OF  
LOUISIANA

*Richard O. Turk*  
*W. J. Korman*  
*Walter Moore*  
*Charles C. Rush*

*G. W. Merritt*  
*J. T. R. R. R.*  
*J. P. Blaudino M.D.*  
*Walter Moore*  
*Richard O. Turk*

DIRECTORS

DIRECTORS

By order of the Board of Directors of The Life Insurance Company of Louisiana and of American Republic Life Insurance Company of Mississippi, respectively, the undersigned President and Secretary of each of said companies does hereby execute the said agreement and certificate and does hereby acknowledge the same to be true and correct as passed by the respective Boards of Directors and Stockholders of each of said companies.

WITNESS THE SIGNATURES of the undersigned officers of each of said companies on this the 11<sup>th</sup> day of May 1962.

THE LIFE INSURANCE COMPANY OF LOUISIANA

AMERICAN REPUBLIC LIFE INSURANCE COMPANY OF MISSISSIPPI

A. W. Minnith  
President

Richard O. Rush  
President

Taylor Moore  
Secretary

Taylor Moore  
Secretary

STATE OF MISSISSIPPI  
COUNTY OF HINDS

Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Richard O. Rush and Taylor Moore President and Secretary, respectively, of American Republic Life Insurance Company of Mississippi, who each acknowledged to me that they are the President and Secretary of American Republic Life Insurance Company of Mississippi, respectively, and that they each signed, certified, executed and delivered the above and foregoing Consolidation and Merger Agreement on the date and for the purposes therein expressed, after having been instructed and authorized so to do by the Board of Directors of such company and by the Stockholders of such company.

GIVEN UNDER MY HAND and official seal on this the 11<sup>th</sup> day of May, 1962.



Betty St Majors  
NOTARY PUBLIC  
My Commission Expires 9-6-64

STATE OF LOUISIANA

PARISH OF ORLEANS

Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, A W Merritt and Taylor Moore, President and Secretary, respectively, of The Life Insurance Company of Louisiana, who each acknowledged that they are the President and Secretary of The Life Insurance Company of Louisiana, respectively, and that they each signed, certified, executed and delivered the above and foregoing Consolidation and Merger Agreement on the date and for the purposes therein expressed, after having been instructed and authorized so to do by the Board of Directors of such company and by the Stockholders of such company.

GIVEN UNDER MY HAND and official seal on this the 11<sup>th</sup> day of May, 1962.

Richard O. Smith  
NOTARY PUBLIC

