RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
RAWLS & CARTER, INCORPORATED.

1. The corporate title of said company is Rawls & Carter, Inc.
2. The names of the incorporators are: Robert J. Evans, Postoffice Hattiesburg, Mississippi; L. Luther Ijams Postoffice, Hattiesburg, Miss.; Duncan F. Matheson, Postoffice, Hattiesburg, Miss.; Charles C. Drummond, at Postoffice, Hattiesburg, Miss.

xxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxx

3. The domicile is at Hattiesburg, Miss.
4. Amount of capital stock and particulars as to class or classes thereof: The authorized capital stock of this corporation is hereby declared to be Five Thousand ~~Dollars~~ ($5,000.00) Dollars. The present authorized capital stock of this corporation shall be represented by Fifty (50) shares, having a par value of One Hundred ($100.00) Dollars each, the same to be paid for in cash or property by th incorporators ~~herein~~. Said capital stock shall be designated as Common Stock with no differentiation as to voting powers and preferences.
5. xxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxx

6. The period of existence xxxxxxxxxxxxxxx is fifty years unless sooner dissolved pursuant to the By-Laws of the corporation and as provided by the laws of the State of Mississippi.
7. The purpose for which it is created:

First, To purchase or acquire and to own, sell, use, assign, transfer and operate retail drug stores, and to develop the same to the fullest extent.

Second, To deal in, use, buy, sell or otherwise dispose of goods used in the preparation and sale of medicines, chemicals, cosmetics, salves, balms, lotions, perfumes, powders and sundries and/or other goods and articles sold or bought by retail drug stores.

Third, To acquire good will rights and property to be used in the business for which this corporation is formed and to pay for same in cash, stocks, bonds, debentures or other securities of this corporation.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
This corporation may begin business upon the subscription and payment of the full amount of its authorized capital stock.

Robert J. Evans,
L. Luther Ijams,
Duncan F. Matheson,
Charles C. Drummond,
Incorporarors.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Forrest.

This day personally appeared before me, the undersigned authority, Robert J. Evans, L. Luther Ijams, Duncan F. Matheson, and Charles C. Drummond,

incorporators of the corporation known as the same persons who signed the above charter of Incorporation, 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 April, 1935.

(SEAL) C. S. Lightsey,
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 , 193

Received at the office of the Secretary of State, this the 26th day of April, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., April 27th, 1935.

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

Greek L. Rice, Attorney General.
By: W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Rawls & Carter, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 29th day of April, 1935.

SENNETT CONNER,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:
April 29th, 1935.

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 7/24/43.

The Charter of Incorporation of

LEE COUNTY OIL COMPANY

1. The corporate title of said company is **Lee County Oil Company.**
2. The names of the incorporators are: **Robbie Inis Caughran, Postoffice, Tupelo, Mississippi; Jim Bucy, Tupelo, Mississippi.**
3. The domicile is at **Tupelo, Lee County, Mississippi.**
4. Amount of capital stock and particulars as to class or classes thereof **$10,000.00 To commence business when $5,000.00 is paid in.**
5. Number of shares for each class and par value thereof. **Number of shares 100; the par value thereof is $100.00 per share.**
6. The period of existence (not to exceed fifty years) is **Fifty (50)**
7. The purpose for which it is created: **To operate a wholesale and retail oil business, act as agent for oil refiners and distribute the same, to buy and sell oil and its by-products both wholesale and retail. To buy and sell automobiles and equipment for same, including tires, tubes and all accessories, both at wholesale and retail; to own real estate for the purpose of carrying on this business; to buy the same; to own filling stations, to lease filling stations, and operate filling stations and to sell at filling stations oil, gasoline, tires, tubes, and such merchandise as is generally sold at filling stations, to do a general wholesale and retail oil and gasoline business.**

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

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

50 shares.
Class will be known as common stock and be of the par value of $100.00 per share.

Robbie Inis Caughran,
Jim Bucy,

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of **Lee,**

This day personally appeared before me, the undersigned authority, **Willie Mayne Chenault, Notary Public for Lee County, Mississippi---Robbie Inis Caughran and Jim Bucy,**

incorporators of the corporation known as the **Lee County Oil Company**

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the **27th** day of **April,** , 193**5.**

Willye Mayne Chenault,
Notary Public for Lee County, Miss.
My commission expires: September 25, 1937.

(SEAL)

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the **2nd** day of **May,** , A.D., 19**35** together with the sum of $ **30.00** deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., **May 2nd,** 193**5.**

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

By: **Greek L. Rice,** , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of **Lee County 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 the **2nd** day of **May** , 193**5.**

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:

May 2, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

PICAYUNE SUPPLY COMPANY

1. The corporate title of said company is Picayune Supply Company.
2. The names of the incorporators are: S. G. Thigpen, Postoffice, Picayune, Mississippi; B. Whitfield, Postoffice, Picayune, Mississippi;
3. The domicile is at Picayune, Pearl River County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Twenty Thousand Dollars ($20,000.00), all being common stock.
5. Number of shares for each class and par value thereof. Two Hundred (200) shares of common stock, of the par value of $100.00 each.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: Is to do a general mercantile business, both wholesale and retail, to operate grist and [illegible] mills, to operate a hatchery or hatcheries; to buy, own and sell real and personal property, not, however, in violation of the laws of the State of Mississippi; to own, acquire and sell notes, bonds and other forms of indebtedness, and to do any and all things that may be necessary or convenient for the purpose of operatinf any and all of the businesses above named.

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

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

Two Hundred shares of common stock.

S. G. Thigpen,
B. Whitfield,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Pearl River,

This day personally appeared before me, the undersigned authority, in and for said county and state, S. G. Thigpen and B. Whitfield,

incorporators of the corporation known as the Picayune Supply Company,

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 1st day of May, 193 5.

A. J. Read, City Clerk.
Ex Officio 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 , 193

Received at the office of the Secretary of State, this the 4th day of May, A.D., 19 35, together with the sum of $ 50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 4th, 193 5.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Picayune Supply Company, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 6th day of May, , 193 5.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

May 6th, 1935.

Dissolved by State Tax Commission 6/3/36

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

OCT 4 1937

TUCKER PRINTING HOUSE JACKSON MISS.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 MAY 27 1936

The Charter of Incorporation of

The Clarksdale Insurance Service, Clarksdale, Mississippi

1. The corporate title of said company is Clarksdale Insurance Service.

2. The names of the incorporators are: George F. Maynard, Jr., Postoffice, Clarksdale, Mississippi; W. H. Fitz Gerald, Postoffice, Clarksdale, Mississippi; Percy B. L. Jones, Postoffice, Clarksdale, Mississippi.

3. The domicile is at Clarksdale, Mississippi.

4. Amount of capital stock as ~~fixed by the class of classes thereof~~ Five Thousand Dollars ($5,000) To commence business when $1,000 has been paid in.

5. ~~Number of shares of stock and the par value of each share or class of classes thereof~~ The par value of shares is One Hundred Dollars ($100.00)

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

7. The purpose for which it is created: To enter into, make, perform, and carry put contracts, and become and act as agent for life, fire and other insurance companies in the business of procuring applications for insurance and to acquire or carry out and perform contracts of agency of any person, firm or company with life and fire and other insurance companies, and to pay cash or to issue stocks, bonds, or other obligations of this corporation in payment therefor.

To conduct a general fire, life, personal, accident, health, marine, automobile, tornado, hail, live stock, rental, workers collective, workers compensation, fly wheel, steam boiler, liability, surety, fidelity, bond, judicial, public, personal liability, burglar, landlord, elevator, and/or other liability insurance agency business and such other insurance and indemnity business as may arise from time to time, and to act as agents for all such insurance companies in the conduct of such business and otherwise as may be necessary and proper in the conduct of a general insurance business;

To conduct a general rental and collection agency and business.

To buy, sell, ~~and~~ own and deal in real estate and personal property within the limits permitted by law.

To act as brokers in the buying and selling of bonds, debentures, notes, acertificates and generally do a brokerage and commission business, and to buy, sell and deal in bonds, debentures, notes, certificates and or evidences of indebtedness.

To act as agent or broker in all business of insurance of every kind and to establish branches ~~here~~ wherever deemed expedient.

~~Percy B. L. Jones,~~
~~W. H. Fitzgerald, Jr.,~~
~~Geo. F. Maynard, Jr.~~

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

Percy B. L. Jones,
W. H. Fitzgerald, Jr.,
Geo. F. Maynard, Jr.

ACKNOWLEDGMENT — Incorporators.

STATE OF MISSISSIPPI, County of Coahoma.

This day personally appeared before me, the undersigned authority, Percy B. L. Jones, W. H. Fitzgerald, Jr., and Geo. F. Maynard, Jr.,

incorporators of the corporation known as the Clarksdale Insurance Service,

who acknowledged that ~~he~~ (they) signed and executed the above and foregoing articles of incorporation as (~~his~~ (their) act and deed on this the 3rd day of May, 1935.

(SEAL)

Hallie Mae Mitchell,
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 , 193

Received at the office of the Secretary of State, this the 4th day of May, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 6th, 1935.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Clarksdale Insurance Service.

is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 6th day of May, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:

May 6th, 1935.

FOR AMENDMENT SEE BOOK 42-43 PAGE 432

FOR AMENDMENT SEE BOOK 41-42 PAGE 136

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

Photo-stat

FOR AMENDMENT SEE BOOK no.8 PAGE 436-440

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BUTLER & McMURRY, INC.

1. The corporate title of said company is **Butler & McMurry, Inc.**

2. The names of the incorporators are: **E. H. Butler, Postoffice, Jackson, Mississippi; J. T. McMurry, Postoffice, Jackson, Mississippi; J. W. McMurry, Postoffice, Jackson, Mississippi.**

3. The domicile is at **Jackson, Mississippi.**

4. Amount of capital stock and particulars as to class or classes thereof **Five Thousand Dollars ($5,000.00) all common stock.**

5. Number of shares for each class and par value thereof. **Fifty (50) shares of the common stock of the par value of one hundred dollars ($100.00) each.**

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

7. The purpose for which it is created: **To own and operate one or more furniture stores, either wholesale or retail, and to do and perform such other things as are usual and incidental to the conduct of such business, and, if desired, to adopt and own, and operate under, a trade-name.**

FOR AMENDMENT SEE BOOK 40-41 PAGE 549

Photo-stat

FOR AMENDMENT SEE BOOK 17 PAGE 524-533

Proof of Publication, Showing publication made on ... filed in this office ... Secretary of State

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

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

Five hundred ~~shares.~~ dollars

E. H. Butler,
J. T. McMurry,
J. W. McMurry,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of **Hinds.**

This day personally appeared before me, the undersigned authority, **E. H. Butler, J. T. McMurry and J. W. McMurry,**

incorporators of the corporation known as the **Butler & McMurry, 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 **6th** day of **May,** , 193 **5.**

(SEAL)

P. Z. Jones, Jr.,
Notary Public.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the **6th** day of **May,** , A.D., 19**35**, together with the sum of $ **20.00** deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., **May 6th,** 193 **5.**

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

By: **Greek L. Rice,** , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of **Butler & McMurry, Inc.,** is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the **7th** day of **May** , 193 **5.**

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

May 7th, 1935.

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 NOV 19 1934

The Charter of Incorporation of

Mississippi Equipment & Supply Corporation

1. The corporate title of said company is **Mississippi Equipment & Supply Corporation**
2. The names of the incorporaters are: **Walter Hodges, Postoffice, Meridian, Mississippi; M. M. Hewes, Postoffice, Gulfport, Mississippi; O. M. McDaniel, Postoffice, New Orleans, Louisiana.**
3. The domicile is at **Gulfport, Mississippi.**
4. Amount of capital stock and particulars as to class or classes thereof **$10,000.00 Capital Stock consisting of one thousand shares of common stock, par value, $10.00 per share.**
5. Number of shares for each class and par value thereof. **One thousand shares of common stock of the par value of $10.00 per share.**
6. The period of existence (not to exceed fifty years) is **Fifty years.**
7. The purpose for which it is created: **To operate wholesale and retail business dealing in building supplies, lumber, brick, plaster, lime, cement, sand, gravel, paints, hardware, roofing and other materials used in and about the construction of buildings and construction work; also furniture and furnishings; machinery, motor vehicles, equipment and supplies, pipes, fittings, culverts, fuels, oils and greases for use in motor ~~fue~~ vehicles and machinery; and in general to buy, sell and deal in the foregoing described materials and things and to act as agent for manufacturers of and dealers in such materials and things.**

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

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

One Hundred and Fifty Shares of common stock.

Walter G. Hodges,
N. M. Hewes,
Opal M. McDaniel,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of **Harrison.**

This day personally appeared before me, the undersigned authority, **Walter Hodges, one of the** incorporators of the corporation known as the **Mississippi Equipment & Supply Corporation,** who acknowledged that (he) ~~(she)~~ signed and executed the above and foregoing articles of incorporation as (his) ~~(her)~~ act and deed on this the **4th** day of **May**, 193**5.**

(SEAL)

Gaston H. Hewes,
Notary Public.

STATE OF MISSISSIPPI, County of **Harrison,**

This day personally appeared before me, the undersigned authority, **N. M. Hewes, one of the** incorporators of the corporation known as the **Mississippi Equipment & Supply Corporation,** who acknowledged that (he) ~~(she)~~ signed and executed the above and foregoing articles of incorporation as (his) ~~(her)~~ act and deed on this the **4th** day of **May**, 193**5.**

Gaston H. Hewes,
Notary Public.

Received at the office of the Secretary of State, this the **7th** day of **May,** , A.D., 19**35** together with the sum of $ **30.00** deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., **May 7th,** 193**5.**

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

Greek L. Rice, , Attorney General.

By: **W. W. Pierce,** , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of **Mississippi Equipment & Supply Corporation,** is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the **7th** day of **May**, 193**5.**

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded: **May 8th, 1935**

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Miller-Webb Motor Company

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 NOV 19 1936

1. The corporate title of said company is Miller-Webb Motor Company.
2. The names of the incorporators are: P. D. Miller, Postoffice Natchez, Mississippi; Coyne C. Miller, postoffice Natchez, Mississippi; A.B.Webb, Postoffice, Natchez, Mississippi; W.Y.Kester, postoffice, Natchez, Mississippi; C. F. Patterson, Postoffice, Natchez, Mississippi.
3. The domicile is at Natchez, Adams County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Twenty Thousand ($20,000.00) Dollars---all common stock.
5. Number of shares for each class and par value thereof. Two hundred (200) shares of the par value of $100.00 each.
6. The period of existence (not to exceed fifty years) is fifty (50) years.
7. The purpose for which it is created: To buy, trade and sell automobiles, trucks, tractors and all kinds of motor vehicles and the parts and accessories thereof, including tires and tubes; to engage in the business of automobile agents; to buy and sell oils, greases and gasoline and to do other things usually done in the conduct of an automobile filling station business; to buy and sell secured and open paper or notes and pledges on automobiles and motor vehicles of all kinds and on other property securing deferred payments on automobiles and motor vehicles purchases; to repair automobiles, trucks and any and all kinds of motor vehicles and to engage in the garage and motor vehicle repair business, and to do any and all necessary and usual things done in the conducting of a sales agency or business and in the conducting of a motor vehicle repair shop and garage; in the conducting of a filling station and in the conducting of a motor vehicle repair shop and garage; to wash and grease any and all kinds of motor vehicles and to do any and all necessary and usual things done in the automobile storage business, and to acquire, own and lease improved and unimproved real estate.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
One Hundred and Twenty (120) shares of the par value of $100.00 each.

P. D. Miller,
Coyne P. Miller,
A. B. Webb,
W. Y. Kester,
C. F. Patterson,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Adams.

This day personally appeared before me, the undersigned authority, P. D. Miller-Coyne C. Miller-A.B.Webb-W.Y.Kester and C.F.Patterson,

incorporators of the corporation known as the Miller-Webb Motor Company,

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 9th day of May, 1935.

W. J. Byrne, Notary Public.
My commission expires Jan. 2, 1938.

(SEAL)

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 10th day of May, A.D., 1935, together with the sum of $ 50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 10th, 1935.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Miller-Webb Motor Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 10th day of May, 1935.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded:

May 16th, 1935.

This Corporation dissolved and charter cancelled by decree of Adams County Chancery Court of Mississippi, dated February 6, 1939. Certified copy of said decree filed in this office February 18, 1939. Walker Wood, Secretary of State.

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS.

The Charter of Incorporation of

LUSK'S LAUNDRY, INC.

1. The corporate title of said company is Lusk's Laundry, Inc.
2. The names of the incorporators are: D. E. Lusk, Postoffice Macon, Mississippi. Edwin M. Murphey, Jr., postoffice Macon, Mississippi. J. G. Horton, postoffice Scooba, Mississippi.
3. The domicile is at Macon, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Five Thousand Dollars ($5,000.00) Common stock. Such stock shall consist of five hundred (500) shares, of the par value of $10.00 per share, all of the same class.
5. Number of shares for each class and par value thereof. Five Hundred (500) shares. All classed as common stock of the par value of $10.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: The constructing, maintaining and operating of a general laundry in the City of Macon, Noxubee County, Mississippi; and, to that end, it may own, hold or lease real estate or alienate same; and erect or lease and operate a steam or hand laundry, or both, in the City of Macon; may solicit the patronage of people of this state or any other state, and may receive for hire any and all fabrics, of whatever kind and description, for dyeing, cleaning, pressing, washing, starching, ironing, altering, or either or all; and may make and enter into any and all kinds of contracts, agreements and obligations by and with any person, corporation or corporations, for the purchasing, acquiring, holding, manufacturing and selling or otherwise disposing of, either as principal or agent upon a commission or otherwise, goods of all kinds and any article of personal property whatsoever; and, generally, with full power to do and perform any and all acts connected therewith, arising therefrom or incident thereto, and any and all acts proper or necessary for the purposes aforesaid. But the corporation shall not do any act or thing forbidden by law to a corporation organized under the laws of this State.

The first meeting of incorporators may be held on one day's notice thereof to the incorporators given by any one of them.

This corporation dissolved by decree of the Chancery Court of Neshoba County, Miss. rendered September 18, 1936. in cause styled Ex Parte Petition Lusk's Laundry, Inc., and numbered 5672 on the general docket of said Court. Certified Copy of said decree filed in this office on Sept. 21, 1936.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Said corporation shall be authorized to do business when $1,000.00 in amount, or 100 shares of the capital stock shall have been subscribed and paid in, in cash or property.

D. E. Lusk,
Edwin M. Murphey, Jr.,
J. G. Horton,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Noxubee.

This day personally appeared before me, the undersigned authority, D. E. Lusk and Edwin M. Murphy, Jr.,

incorporators of the corporation known as the Lusk's Laundry, 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 May, 1935.

Mary Boothe Cline,
(SEAL) Notary Public Noxubee Co.

STATE OF MISSISSIPPI, County of Kemper.

This day personally appeared before me, the undersigned authority, J. G. Horton,

incorporators of the corporation known as the Lusk's Laundry, Inc.

who acknowledged that (he) signed and executed the above and foregoing articles of incorporation as (his) act and deed on this the 6th day of May, 1935.

Dee Robison,
(SEAL) Notary Public Kemper County

Received at the office of the Secretary of State, this the 9th day of May, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 9th, 1935.

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

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of LUSK'S LAUNDRY, INC. is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 16th day of May, 1935

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

May 17th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

COAST SALES, INCORPORATED

1. The corporate title of said company is Coast Sales, Incorporated.
2. The names of the incorporators are: J. J. Viator, postoffice Biloxi, Miss. J. A. Viator, postoffice Biloxi, Miss. Eddie Viator, postoffice Gulfport, Miss.
3. The domicile is at Biloxi, Miss.
4. Amount of capital stock and particulars as to class or classes thereof There shall be 100 shares of common stock of the par value of $100.00 or the total capital stock of $10,000.00.

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

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To own, operate and control a wholesale business at any point desirable in the State of Mississippi, or any other state, for the purpose of selling at retail or wholesale groceries, feeds, fruits, vegetables, non-intoxicating beverages and any and all other types of merchandise that the company may desire to deal in, and for the successful carrying out of the above purposes to establish, own and control such necessary branch stores, mills, packing plants, refrigerating plants and any and all other means and instrumentalities that may be required in the full development of the above business, and in furtherance of said purpose to buy, sell, lease or mortgage any and all personal property and real estate which the company shall not be prohibited by law from owning or controlling.

The rights and powers that may be exercised by this corporation in addition to the foregoing, are those conferred by Chapter 24, Code of Mississippi, 1906, and House Bill 655, Laws of Mississippi, 1928.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Fifty shares.
J. J. Viator,
J. A. Viator,
Eddie Viator,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, J. J. Viator, J. A. Viator and Eddie Viator,

incorporators of the corporation known as the Coast Sales, Incorporated. who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the 9th day of May, 1935.

H. C. Moore,
Justice of Peace, Beat No. 2.

(SEAL)

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 11th day of May, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 13th 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Coast Sales, Incorporated, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 13th day of May, , 1935.

SENNETT CONNER,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:
May 17th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

YAZOO NICKLE STORE

1. The corporate title of said company is Yazoo Nickle Store.
2. The names of the incorporators are: H. G. Crawford, postoffice Yazoo City, Mississippi. H. G. Terrell, postoffice Yazoo City, Mississippi. Vera L. Crawford, postoffice Yazoo City, Mississippi.
3. The domicile is at Yazoo City, in Yazoo County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $5,000.00 common stock, consisting of fifty shares of common stock of the par value of $100.00 per share.
5. Number of shares for each class and par value thereof. Fifty shares of Common Stock of the par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To do a general mercantile business, and to operate a grocery store, meat market, and bakery, and generally to engage in the business of buying and selling groceries, meats, vegetables, fruits, food products, household articles, and goods, wares and merchandise of any description, and to lease, purchase, acquire, and own, real and personal property necessary for the conduct of any of the aforesaid business or operations, and to sell, convey, lease, mortgage, pledge, or otherwise dispose of such real or personal property, and to do and perform any and all acts and things necessary or incident to the proper conduct and management of any of the aforesaid business and operations.

The first meeting of persons in interest may be held at such time and place as may be designated by an agreement in writing signed by all such persons in interest.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: The corporation may begin business when all fifty shares of the common stock thereof have been subscribed and paid for.

H. G. Crawford,
H. G. Terrll,
Vera L. Crawford,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority, H. G. Crawford, H. G. Terrell, and Vera L. Crawford

incorporators of the corporation known as the Yazoo Nickle 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 13th day of May, 193 5.

(SEAL)

Carrie G. Murphy,
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 , 193

Received at the office of the Secretary of State, this the 14th day of May, A.D., 19 35, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 14th, 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Yazoo Nickle Store, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 15th day of May, , 193 5.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:

May 17th, 1935.

This charter was drawn by a deed of the county seat of [illegible] county, Mississippi to the Secretary of State, Jackson, Miss. on July 5th 1934, by M.B. Montgomery, chancellor, on May 20th 1935, and certified copy of said deed was filed in the office of the Secretary of State July 5th 1934

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of the
EAGLE REALTY & DEVELOPMENT COMPANY

1. The corporate title of said company is the Eagle Realty & Development Company.
2. The names of the incorporators are: W. W. George, postoffice Meridian, Mississippi; A. M. George, Postoffice Meridian, Mississippi. J. O. Eastland, postoffice Meridian, Mississippi.
3. The domicile is at Meridian, Mississippi.
4. Amount of capital stock is $5,000.00, all of which is to be common stock.
5. Number of shares for each class and par value thereof. All stock issued shall be common stock of the par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: is to buy and sell municipal bonds, mortgages, debentures, commercial paper, and trust receipts; to own, acquire, buy and sell real estate not in conflict with the laws of the State of Mississippi; to buy and sell stock in other corporations with which it is not engaged in competition, directly or indirectly, and such as is not prohibited by law; to act as the fiscal agent in a sale of stock of other corporations; to do any and all things necessary and proper for the purposes for which it is created and not in conflict with the laws of the State of Mississippi.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Ten (10) shares of the stock of the corporation shall be subscribed and paid for before the corporation shall begin business.
W. W. George
A. M. George
J. O. Eastland,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, W. W. George, A. M. George and J. O. Eastland, incorporators of the corporation known as the Eagle Realty & Development Company, who each who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 14 day of May, 1935.

M. L. Rush,
M. L. Rush, City Clerk and Treasurer. (SEAL)

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 17th day of May, A.D., 1935 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 17th, 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Eagle Realty & Development Company is hereby appproved.

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, , 1935.

SENNETT CONNER,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:
May 18th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

CITY INVESTMENT COMPANY

1. The corporate title of said company is City Investment Company.
2. The names of the incorporators are: S. B. Laub, postoffice Natchez, Mississippi
   Alice Marlow, Postoffice " "
   Carolyn S. Davis, postoffice " "
3. The domicile is at Natchez, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof The amount of authorized capital stock is Five Thousand ($5,000.00) Dollars to be of one class only, that is, common stock of the par value of One Hundred ($100.00) Dollars per share.
5. Number of shares for each class and par value thereof. Fifty (50) Shares of the par value of $100.00 a share.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: (a) To acquire, buy, purchase or otherwise own, hold, buy, sell, convey, lease, mortgage or encumber real estate or other property, real or mixed, in this state or any state of the United States or elsewhere.
   (b) To survey, sub-divide, plan, 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 residences, trade or business.
   (c) To conduct a general real estate agency and brokerage business and to act as agent, broker attorney in fact, for any persons, firms or corporations in buying, selling and dealing in real property or its accessories.
   (d) To purchase, acquire, hold, own and dispose of the stocks and other evidences of indebtedness of any corporation, domestic or foreign, and issue in exchange therefor its stocks, bonds or other obligations.
   (d) To prospect, bore, drill for and produce oil and natural gas, sulphur and other minerals; to purchase, lease or otherwise acquire lands beleived to contain oil and gas and sulphur and other minerals; and to erect and maintain thereon pumping and drilling stations, reservoirs, tanks, pipe lines and other facilities and conveniences that may be necessary or required in and about said business.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: All of the shares are to be subscribed and paid for before the Company commences business, and this corporation may organize at any time when all of the incorporators named herein come together for that purpose and may elect officers and directors and prescribe and adopt by-laws, which by-laws shall be subject to change, modification or alteration by the directors.

Carolyn S. Davis,
S. B. Laub,
Alice Marlow,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Adams.

This day personally appeared before me, the undersigned authority, S. B. Laub, Alice Marlow and Carolyn S. Davis,

incorporators of the corporation known as the City Investment Company
who acknowledged that (~~DEX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXXX~~ (their) act and deed on this the 18th
day of May, , 1935.

(SEAL) A. M. McClure, 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 , 193

Received at the office of the Secretary of State, this the 20th day of May , A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 20th 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of City Investment Company.
is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 20th day of May, , 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

May 21st, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Assessment by State Tax Commission as Authorized by Section 15, Chapter 221, Laws of Mississippi 1934 2/9/42

The Charter of Incorporation of

JACKSON SKEET CLUB

1. The corporate title of said company is Jackson Skeet Club.
2. The names of the incorporators are: George Hunt, Postoffice, JACKSON Miss.; B. W. Pigott, Jackson, Miss.
3. The domicile is at Jackson, Miss.
4. Amount of capital stock and particulars as to class or classes thereof 200 shares, all common, par value $5.00 per share.
5. Number of shares for each class and par value thereof. 200 shares, all common, $5.00 per share.
6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: To operate a gun or skeet club; to own, buy, sell, rent, ~~lease~~ or acquire property, real and personal; to operate various forms of amusement and recreational devices, the operation of which are not in violation of law.
8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930. and amendments thereto.
8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:

50 shares of common stock.

George Hunt,
B. W. Pigott,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, George Hunt and B. W. Pigott,

incorporators of the corporation known as the Jackson Skeet 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 21st day of May, 1935.

A. R. Covington,
Notary Public.

(SEAL)

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 22nd day of May, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 22nd, 1935.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Jackson Skeet Club is hereby appproved.

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, 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

May 23rd, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE STAR PUBLISHING COMPANY

1. The corporate title of said company is The Star Publishing Company,
2. The names of the incorporators are: Lewis Henderson, Postoffice, Starkville, Mississippi; W. Y. Lucas, Postoffice, Starkville, Mississippi; Will E. Ward, Postoffice, Starkville, Mississippi.
3. The domicile is at Starkville, Mississippi.
4. Amount of capital stock Fifteen Thousand ($15,000.00) Dollars.
5. The par value of shares is One Hundred ($100.00) Dollars.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To acquire, own and operate one or more newspapers and job printing establishments; to engage in the business of publishing one or more newspapers; of printing for publication periodicals of various kinds, books, magazines, journals and other publications; to engage in the business of buying and selling in wholesale and retail trade, printed matter, engraving, lithographing, office furniture, fixtures and supplies, paper stock, books, book covers, sheet music, athletic and sporting goods, novelties and sundries; to operate binding, printing, engraving, lithographing, type founding, type casting and stereotyping machinery, and other similar and allied devices for the productions of printed, lithographed and engraved matter and of sundries and supplies for office use; and to engage in all incidental businesses connected with, and incidental to the newspaper, printing and office supply business.

8. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business shall be Seventy-five (75) shares.

the provisions of Chapter 24, Mississippi Code, 1906.

Lewis Henderson,
W. Y. Lucas,
Will E. Ward,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Oktibbeha.

This day personally appeared before me, the undersigned authority, Lewis Henderson, W. Y. Lucas, Will E. Ward,

incorporators of the corporation known as the The Star Publishing Company,
who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 22nd day of May, , 193 5.

Walter Page,
Notary Public.
My commission Expires Sept. 23, 1935

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 24th day of May, A.D., 1935, together with the sum of $ 40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 24th, 193 5.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of The Star Publishing Company, is hereby appproved.

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, , 193 5.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
May 24th, 1935.

Proof of Publication, Showing publication made as provided by law, filed in this office June 3, 1935
Walker Wood Secretary of State

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
ESTES OIL COMPANY

1. The corporate title of said company is Estes Oil Company.
2. The names of the incorporators are: Garner W. Green, Sr., Postoffice, Jackson, Miss.; E. A. Knight, Postoffice Jackson, Miss.; Garner W. Green, Jr., Postoffice, Jackson, Miss.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $1,000.00 of stock consisting of ten shares, par value of One Hundred ($100.00) Dollars each.

5. Number of shares for each class and par value thereof. Ten shares of One Hundred ($100.00) Dollars par value each.

6. The period of existence (not to exceed fifty years) is Fifty Years.
7. The purpose for which it is created: Tp prospect for, produce, refine, market and distribute petroleum, its products and by-products; to own, acquire and/or deal in leases and/or lands therefor; to acquire and operate pipe-lines and refineries; to deal in real and personal property as a part of said business; to do each and everything requisite and necessary to make the foregoing powers effective.

8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.
Number of shares of each class to be subscribed and paid for before the corporation may begin business:

Ten shares.

Garner W. Green, Sr.,
Garner W. Green, Jr.,
E. A. Knight,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Garner W. Green, Sr., E. A. Knight and Garner W. Green, Jr.,

incorporators of the corporation known as the Estes Oil Company,
who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 23rd day of May, 1935. (SEAL)

Reynolds Cheney, 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 , 193

Received at the office of the Secretary of State, this the 23rd day of May, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 23rd, 1935.

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

By: Greek L. Rice, , Attorney General.
~~W. W. Pierce~~, J. A. LAUDERDALE, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Estes Oil Company,
is hereby appproved.

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, 1935.

SENNETT CONNER,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:
May 25th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

VICKSBURG SKEET CLUB (A Fraternal Organization)

1. The corporate title of said company is Vicksburg Skeet Club.
2. The names of the incorporators are: T. P. Sparks, Postoffice, Vicksburg, Mississippi, John Bowie, Postoffice, Vicksburg, Mississippi; F. C. Wilsford, Postoffice, Vicksbueg, Mississippi. The foregoing the members of the organization, composed of forty members, were designated, by order duly entered on the minutes, as the members to apply for this charter, said members having been authorized, empowered and directed to prepare and file this application.
3. The domicile is at Vicksburg, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: No capital stock.

5. Number of shares for each class and par value thereof. no shares to be issued.

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

7. The purpose for which it is created: To encourage ideals of good sportsmanship among sportsmen generally, and to promote good fellowship among them; to further and help toward game conservation in all worthy projects; to furthet interest in wing shooting, and to provide year round facilities in this connection; to own, buy and sell property, real and personal, necessarily incident to an ordinary skeet or shooting club. Said corporation shall make no publication of its charter, and shall issue no shares of stock; shall divide no profits or dividends among its members; shall make expulsion the only remedy for non-payment of dues; shall vest in each member the right to vote in the election of all of its officers; shall make the loss of membership by death or otherwise the termination of all interest of such member or members in the assets of the corporation, and there shall be no individual liability or liabilities against any member or members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: No shares to be issued.

T. P. Sparks, M. D.,
F. C. Wilsford,
John Buie,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Warren.

This day personally appeared before me, the undersigned authority, T. P. Sparks, John Bowie, F. C. Wilsford,

incorporators of the corporation known as the Vicksburg Skeet Club,
who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 25th day of April, 1935.

(SEAL)

Ernest L. Bliss,
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 , 193

Received at the office of the Secretary of State, this the 24th day of May, A.D., 1935, together with the sum of $ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., may 24th, 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Vicksburg Skeet Club, is hereby appproved.

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, , 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
May 25th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6672

The Charter of Incorporation of

LOUISVILLE OIL COMPANY

1. The corporate title of said company is Louisville Oil Company.
2. The names of the incorporators are: Garner W. Green, Sr., Postoffice, Jackson, Miss; E. A. Knight, Postoffice, Jackson, Miss; Garner W. Green, Jr., Postoffice, Jackson, Miss.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $1000.00 of stock consisting of ten shares, par value One Hundred ($100.00) Dollars each.
5. Number of shares for each class and par value thereof. Ten Shares of One Hundred ($100.00) Dollars par value each.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To prospect for, produce, refine, market and distribute petroleum, its products and by-products; to own, acquire and/or deal in leases and/or lands therefor; to acquire and operate pipe-lines and refineries; to deal in real and personal property as a part of said business; to do each and everything requisite and necessary to make the foregoing powers effective.

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

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

Garner W. Green, Sr.
Garner W. Green, Jr.,
E. A. Knight.
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Garner W. Green, Sr., E. A. Knight and Garner W. Green, Jr. incorporators of the corporation known as the LOUISVILLE OIL COMPANY who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 28th day of May, 1935.

(SEAL) Reynolds Cheney, 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 , 193

Incorporators.

Received at the office of the Secretary of State, this the 28th day of May, A.D., 1935 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 28th, 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of LOUISVILLE OIL COMPANY is hereby appproved.

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, 1935.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded: May 29th, 1935.

Skia Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of dated Oct. 25, 1952. Certified copy filed in this office Nov. 15, 1952. Helen Adams, Secretary of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934

The Charter of Incorporation of
HARLOW GIN COMPANY

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 OCT 4 1937

1. The corporate title of said company is Harlow Gin Company
2. The names of the incorporators are: J. J. Armstrong, Postoffice Cleveland, Mississippi; G. R. McKnight, Postoffice Cleveland, Mississippi; C. T. Bond, Postoffice Pace, Mississippi; Cal Busby, Postoffice Pace, Mississippi.
3. The domicile is at Harlow, Bolivar County, Mississippi (P. O. Address, Cleveland, Mississippi)
4. Amount of capital stock and particulars as to class or classes thereof
Five Thousand Dollars ($5,000.00), Common Stock.

5. Number of shares for each class and par value thereof. One Hundred Shares of the Par Value of Fifty Dollars per Sh

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

7. The purpose for which it is created: To purchase or build and equip a cotton gin or gins in Bolivar County, Mississippi, and to own, maintain and operate the same as public gin or public gins, with all the powers, rights and privileges incident to the same in the fullest sense of the term, with the full power to purchase and own such machinery and equipment as may be necessary in the operation and management of the same; to buy and sell cotton seed, and to buy and sell cotton, either in the seed loose, or in bales, and to act as agent for any firm, corporation or individual, in the buying and selling of cotton and cotton seed, and to receive a commission therefor; to acquire and own such l as may be necessary to be occupied by such gin or gins, and to erect thereon such gin houses, seed houses, cotton platforms, and houses for storage of cotton, as may be necessary in the conduct of of the businesses of the said corporation.

State of Mississippi)
County of Bolivar)

This day personally appeared before me, the undersigned authority, G. R. McKnight & Cal Busby, Incorporators of the Corporation known as the Harlow Gin Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 28th day of May, 1935.

(S E A L) D. C. Shepherd, Notary Public.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: The said corporation is author and empowered to effect its organization and to begin business when as much as One Thousand Dollar of its capital stock has been subscribed and paid for in full.

C. T. Bond, J. J. Armstrong, G. B. McKnight, Cal Busby, Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Bolivar.

This day personally appeared before me, the undersigned authority, C. T. Bond, one of the

incorporators of the corporation known as the Harlow Gin Company who acknowledged that (he) signed and executed the above and foregoing articles of incorporation as (his) act and deed on this the 27 day of May, 1935. (SEAL) C. J. Craggs, Notary Public.

STATE OF MISSISSIPPI, County of Bolivar.

This day personally appeared before me, the undersigned authority, J. J. Armstrong, One of the

incorporators of the corporation known as the Harlow Gin Company who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 29th day of May, 1935. C. B. Lagrone, Notary Public. (S E A L)

Received at the office of the Secretary of State, this the 30th day of May, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 30th 1935.

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

Greek L. Rice, Attorney General.
By: W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Harlow Gin Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 30th day of May, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER, Governor.

Recorded: June 1, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

1. The corporate title of said company is Natchez Lumber & Supply Company, Inc.
2. The names of the incorporators are: T. A. Huntington, Postoffice Hazlehurst, Mississippi. Newton ~~Campbell~~ CALDWELL, Postoffice Hazlehurst, Mississippi.
3. The domicile is at Natchez, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $30,000.00 all of which shall be common stock.
5. Number of shares for each class and par value thereof. 300 shares of common stock of the par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: To buy and sell both at wholesale and reatil, and to otherwise deal in and act as agents, brokers and distributors of all kinds of lumber, building material and supplies, goods, wares and merchandise, used in the construction or repair of buildings, or other structures; to manufacture mill work, operate planers, rip-saw and cut-off saw, and to operate other machinery necessary or incidental to the operation of a lumber yard; to construct or repair by contract or otherwise buildings or other structures, to acquire by purchase, lease or otherwise and to own, improve and use, remt and dispose of real estate, and to do and to perform any and all things usual, customary, incidental to or desirable to the furtherance of the aforesaid purposes.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
150 shares of Common Stock.

T. A. Huntington,
Newton Caldwell,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Copiah.

This day personally appeared before me, the undersigned authority, T. A. Huntington and Newton Caldwell

incorporators of the corporation known as the Natchez Lumber & Supply Company, Inc.,
who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 5th day of June, 1935. (SEAL)

Bessie Mae Harlan,
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 , 193

Received at the office of the Secretary of State, this the 5th day of June, A.D., 1935, together with the sum of $ 70.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 5th, 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Natchez Lumber & Supply Company, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 5th day of June, 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

June 7th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS. Used by State Tax Commission

#6684 W as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 9/29/1941 The Charter of Incorporation of WEBSTER & SON , INC.

1. The corporate title of said company is Webster & Son, Inc.
2. The names of the incorporators are: Mildred I. Webster, Postoffice, Jackson, Mississippi; N. A. Webster, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Hinds County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Fifty shares of Common stock of the par value of $100.00 per share. Total capital stock $5000.00.

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

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To buy, own, sell, deal in timber and timber lands, lumber, and lumber products, and to engage in wholesaling and retailing lumber, timber and lumber products, and to do a general brokerage business; to buy and sell and deal in poultry, eggs, farm products of all kinds at either whole sale or retail, and to deal therein; To buy sell, acquire, deal in and act as broker for, and do a general brokerage business in the buying and selling of notes mortgages and deeds of trust and other collateral securities of all kinds.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Five shares of Common stock of the par value of $100.00 per share.

N. A. Webster
Mildred I. Webster Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Mildred I. Webster and N. A. Webster

incorporators of the corporation known as the Incorporators who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 8th day of June , 1935. (SEAL) Mrs. E. M. Fife, 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 , 193

Received at the office of the Secretary of State, this the 10th day of June , A.D., 19 35 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 10, 193 5.

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

Greek L. Rice , Attorney General.
By: W. W. Pierce , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of WEBSTER & SON, INC., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 10th day of June , 193 5.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER, Governor.

Recorded: June 10th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6686 W

The Charter of Incorporation of

MISSISSIPPI GARMENT COMPANY

Recorded by State Tax Commission as Authorized by Section 14, Chapter 21, Laws of Mississippi 1934 DEC 12 1937

1. The corporate title of said company is Mississippi Garment Company.
2. The names of the incorporators are: Mr. John L. Linder, Postoffice, Oxford, Mississippi; Mrs. John L. Linder, Postoffice, Oxford, Mississippi; Mr. G. A. Jessie, Postoffice, Oxford, Mississippi.
3. The domicile is at Oxford, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : The amount of capital stock shall be $10,000.00. The class of said stock shall all be common stock.

5. Number of shares for each class and par value thereof. There shall be 1,000 shares of common stock with a par value of $10.00 per share.

6. The period of existence (not to exceed fifty years) is forty nine years.
7. The purpose for which it is created: (I) The corporation is created for the purpose of buying, selling, distributing, packing, and manufacturing of wearing apparel and/or garments. (2) The corporation shall have authority to buy, sell, convey, purchase, lease and to contract for real estate and personal property.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: There must be subscribed for and paid thirty shares of common stock of $10.00 per share before the corporation may begin business.

John L. Linder
Mrs. John L. Linder
G. A. Jessie, Incorporators.

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Lafayette.

This day personally appeared before me, the undersigned authority, John L. Linder, Mrs. John L. Linder and G. A. Jessie incorporators of the corporation known as the Mississippi Garment Company who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 11th day of June, 1935. (SEAL)

Ruby McCoy, Notary Public.
My Commission expires Sept. 24, 1936.

~~STATE OF MISSISSIPPI, County of~~

~~This day personally appeared before me the undersigned authority~~

~~incorporators of the corporation known as the~~

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

~~day of~~, 1935.

Received at the office of the Secretary of State, this the 12th day of June, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 12th, 1935.

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of MISSISSIPPI GARMENT COMPANY is hereby appproved.

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 June, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER, Governor.

Recorded: June 19th, 1935.

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FOR AMENDMENT SEE BOOK No. 5 PAGE 245-248

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6689W

The Charter of Incorporation of
PRINGLE-REAGAN MOTOR COMPANY.

1. The corporate title of said company is Pringle-Reagan Motor Company.
2. The names of the incorporators are: Tom N. Pringle, Postoffice, Biloxi, Mississippi; Dewey R. Reagan, Postoffice, Biloxi, Mississippi; F. E. Pringle, Jr., Postoffice, Biloxi, Mississippi.
3. The domicile is at Biloxi, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Ten Thousand Dollars ($10.000.00), all common stock.
5. Number of shares for each class and par value thereof. One hundred shares of common stock at the par value of One Hundred Dollars ($100.00) per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To buy, sell, rent and trade automobiles, to purchase and sell automobile parts, equipment and fixtures; to buy and sell used cars; to operate and deal in the automobile business generally; to operate an automobile repair shop; to operate a filling station in connection therewith, to buy and sell gasoline, motor oil, auto tires, tubes and equipment; to wash, grease and polish automobiles; to rent or purchase land, buildings and real estate for the purpose of carrying on and operating an automobile sales agency; to rent, lease or loan new or used automobiles in connection with said sales agency; to paint automobile bodies and fixtures; to employ salesman to sell new and used automobiles; and to be a dealer for the purpose of selling or buying or renting or repairing new automobiles, used automobiles, new trucks or used trucks, and new tractors or used tractors; to be a dealer in new and used automobile parts and equipment, and to service and repair new and used automobiles, trucks and tractors; and to borrow money and to mortgage real estate for the purpose of borrowing money, and to do any and all other things necessary to the operation of an automobile sales agency, service and repair shop, and filling station in the City of Biloxi, Harrison County, Mississippi.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Thirty-five (35) shares of common stock at a par value of $100.00 per share.

Tom N. Pringle
Dewey R. Reagan
F. E. Pringle, Jr.,
Incorporators.

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of HARRISON.

This day personally appeared before me, the undersigned authority, Tom N. Pringle, Dewey R. Reagan and F. E. Pringle, Jr.

incorporators of the corporation known as the PRINGLE-REAGAN MOTOR COMPANY

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 10th day of June, 1935. (SEAL) Antonia Peresich, Notary Public.

~~[illegible]~~

Received at the office of the Secretary of State, this the 13th day of June, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 13th, 1935.

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

Greek L. Rice, Attorney General.
By: W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of PRINGLE-REAGAN MOTOR COMPANY is hereby appproved.

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 June, 1935.

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded: June 19th, 1935.

Suspended by State Tax Commission
as Authorized by Section 15, Chapter
121, Laws of Mississippi 1934 SEP 14 1936

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6691 W

The Charter of Incorporation of
THE OKOLONA CHEESE COMPANY.

1. The corporate title of said company is The Okolona Cheese Company.
2. The names of the incorporators are: C. Blankinship, Postoffice, Bay Springs, Mississippi; H. G. Langley, Postoffice, Okolona, Mississippi.
3. The domicile is at Okolona, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Six thousand dollars ($6,000.00) of six per cent (6%) cumulative non-participating stock and without power to vote except in the election of Directors; said preferred stock to be of the par value of $25.00 per share; and fifteen thousand dollars ($15,000.00) of common stock of the par value of $25.00 per share.
   Preferred stock may be retired on payment of all dividends accumulated and a premium of five dollars ($5.00) per share.
5. Number of shares for each class and par value thereof. Two hundred and forty (240) shares of preferred stock of par value of $25.00 per share.
   Six hundred shares of common stock of the par value of $25.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To manufacture, buy, sell and otherwise deal in and to export and import produce of all kinds, including butter, cheese and other dairy products; to establish, construct, maintain and operate refrigerating plants; to purchase, manufacture, sell and deal in all forms of dairy products, confections, candy, syrups, fruits and all food products or beverages; to engage in cold storage in the mercantile business; to manufacture, sell and distribute ice; to engage in cold storage business generally; to buy, sell, store, import and export fruit, fish, butter, milk and all kinds of food products, whether animal or vegetable; to operate, maintain stores, buildings, warehouses, depots and such other equipment as may be necessary in any one of the said businesses or in gathering products for its plant, or distributing the products thereof.
   The company may own real estate, encumber the same and do any lawful thing necessary or convenient to the operation of any one of the said businesses. The corporation may merge with another corporation or with other corporations, domestic or foreign, and other corporations may be merged with this corporation by a lawful action of a majority vote of the stockholders of the corporation involved. This corporation may be amalgamated with other corporations or may consolidate with another corporation or corporations, whether domestic or foreign, on appropriate and lawful action of a majority vote of the stockholders of the corporations involved. The corporation may accept property of any kind at a price agreed upon by the stockholders in lieu of cash for the capital stock.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Forty (40) shares of preferred stock and seventy five (75) shares of common stock.

C. Blankinship
H. G. Langley, Incorporators.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of CHICKASAW.

This day personally appeared before me, the undersigned authority, C. Blankinship and H. G. Langley incorporators of the corporation known as the The Okolona Cheese Company who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 14th day of June, 1935. (SEAL) Laura Latimer, 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 19th day of June, A.D., 1935, together with the sum of $ $52.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 20th, 1935.

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of THE OKOLONA CHEESE COMPANY is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 20th day of June, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER, Governor.

Recorded: June 20, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6690 W

The Charter of Incorporation of
THE COCA-COLA BOTTLING COMPANY, INC., OF CLEVELAND, MISSISSIPPI.

1. The corporate title of said company is The Coca-Cola Bottling Company, Inc.
2. The names of the incorporators are: J. C. Pidgeon, Postoffice, Memphis, Tennessee; Nellie M. Pidgeon, Postoffice, Memphis, Tennessee; J. Q. Strange, Postoffice, Greenville, Mississippi.
3. The domicile is at Cleveland, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $5,000.00 Common Stock. 100 shares of par value of $50.00 each.
5. Number of shares for each class and par value thereof. : 100 shares of common stock of the par value of $50.00 per share.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To bottle the syrup or preparation knwon as Coca-Cola and to bottle a general line of preparations known as soda water and to sell and dispose of the articles so bottled or manufactured by said company.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 100 shares of common stock.

J. C. Pidgeon
Nellie M. Pidgeon
J. Q. Strange, Incorporators.

ACKNOWLEDGMENT

Incorporators.

STATE OF Tennessee, **County of** Shelby.

This day personally appeared before me, the undersigned authority, J. C. Pidgeon of Memphis, Tennessee, and Nellie M. Pidgeon of Memphis, Tennessee,

incorporators of the corporation known as the Coca-Cola Bottling 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 14th day of June, 1935. (SEAL)

James E. Pidgeon, Notary Public.
My Commission expires Oct. 18th, 1937.

STATE OF MISSISSIPPI, County of Washington.

This day personally appeared before me, the undersigned authority, J. Q. Strange of Greenville, Mississippi,

incorporators of the corporation known as the Coca-Cola Bottling 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 17th day of June, 1935. (SEAL)

B. C. Park, Notary Public.

Received at the office of the Secretary of State, this the 18th day of June, A.D., 1935 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 12th, 1935.

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 Sta

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of THE COCA-COLA BOTTLING COMPANY, INC., is hereby appproved.

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 June, 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded: June 24th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6696 W

The Charter of Incorporation of
CARTER BUILDING AND SUPPLY COMPANY.

1. The corporate title of said company is Carter Building and Supply Company.
2. The names of the incorporators are: C. Newton Carter, Postoffice, Laurel, Mississippi; Mrs. Helen Carter Bailey, Postoffice, Laurel, Mississippi; Mrs. Pauline Carter Decker, Postoffice, Laurel, Mississippi.
3. The domicile is at Laurel, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Five Thousand Dollars ($5,000.00) all common stock of the par value of $100.00 per share.
5. Number of shares for each class and par value thereof. Fifty (50) shares of common stock of the par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To engage in the business of buying and selling at wholesale and retail, paints, oils, varnishes, cements, lime, lumber, brick and other building materials, and all manner of supplies for construction work; to engage in the business of operating a store or stores for the sale of all articles of merchandise; to act as agent of manufacturers; to act as brokers and factors; to do a general contracting business; to do those things necessary or convenient to the operation of the said business or any one of the said businesses. No power herein granted shall be considered as a limitation on any other power granted herein, but shall be construed as an enlargement or in aid thereof.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Twenty shares have been paid for in cash or in property at a price satisfactory to all of the stockholders.

C. Newton Carter
Mrs. Helen Carter Bailey
Mrs. Pauline Carter Decker,
Incorporators.

ACKNOWLEDGMENT

Incorporators.

STATE OF MISSISSIPPI, County of Jones.

This day personally appeared before me, the undersigned authority, C. Newton Carter, Mrs. Helen Carter Bailey and Mrs. Pauline Carter Decker

incorporators of the corporation known as the Carter Building and Supply Company who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 19th day of June , 1935. (SEAL)

Alma Grayson, Notary Public, in and for Jones County.

Received at the office of the Secretary of State, this the 22nd day of June , A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 22n, 1935.

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

By: Greek L. Rice , Attorney General.
W. W. Pierce , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of CARTER BUILDING AND SUPPLY COMPANY. is hereby appproved.

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 June , 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded: June 24th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6697 W

The Charter of Incorporation of
BROOKSHIRE ICE CREAM COMPANY.

1. The corporate title of said company is Brookshire Ice Cream Company.
2. The names of the incorporators are: Mrs. Eula C. Brookshire, Postoffice, Meridian, Mississippi; Miss Mary Alice Brookshire, Postoffice, Meridian, Mississippi; Mrs. Mamie Cabiness, Postoffice, Meridian, Mississi
3. The domicile is at Meridian, County of Lauderdale, State of Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The authorized capital stock of the Company shall be TWENTY THOUSAND DOLLARS ($20,000.00). All of such stock shall be common stock, and shall have equal rights and privileges. The stock may be paid for either in cash or in property at a fair just and reasonable value thereof.
5. Number of shares for each class and par value thereof. Two Hundred (200) shares of common stock, of the par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To manufacture ice cream, sherbert, and all kinds and character of ice cream and sherbert products, and to sell the same at wholesale and retail; to buy and sell all kinds and character of milk and milk products; to buy, sell and manufacture all kinds and character of milk and milk products, and to do any and all things incidental and necessary to the proper carrying on of such business; to own, hold and sell real and personal property for the purpose of conducting and carrying on such business; to buy, hold, own and sell, and operate creameries; to buy, hold, own and sell stock in any creamery or dairy company or companies not the competitor of the corporation.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Fifty (50) shares.

Mrs. Eula C. Brookshire
Mary Alice Brookshire
Mrs. Mamie Cabaniss, Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, Mrs. Eula C. Brookshire, Miss Mary Alice Brookshire, and Mrs. Mamie Cabiness,

incorporators of the corporation known as the Brookshire Ice Cream Company who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 19th day of June, 1935. (SEAL)

J. C. Covert, Jr., Notary Public.
My Commission expires Oct. 15, 1938.

Received at the office of the Secretary of State, this the 22nd day of June, A.D., 1935, together with the sum of $ 50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 22nd, 1935.

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

Greek L. Rice, Attorney General.
By: W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of BROOKSHIRE ICE CREAM COMPANY. is hereby appproved.

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 June, 1935.

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded: June 24th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

6698 W

The Charter of Incorporation of
GLOSTER COTTON WAREHOUSE.

1. The corporate title of said company is Gloster Cotton Warehouse.
2. The names of the incorporators are: F. A. Anderson, Sr., Postoffice, Gloster, Mississippi; F. A. Anderson, Jr., Postoffice, Gloster, Mississippi; J.H.Brumfield, Postoffice, Gloster, Mississippi; C.M.Anderson, (Postoffice, Gloster, Mississippi.
3. The domicile is at Gloster, Amite County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Seventy five (75) Shares of common stock with a par value of One Hundred ($100.00) Dollars per share, making a total capital stock of $7500.00.
5. Number of shares for each class and par value thereof. Seventy-five (75) shares of Common Stock with a par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To own, lease, rent, and or/operate a warehouse or warehouses for the storage of cotton and/or other farm produce, to qualify and store cotton under the provisions of the Department of Agriculture of the United State and/or acts and regulation of Congress of the United States under the provisions of Congress for the creation and/or operation of Government Bonded Cotton Warehouse; to make government loans on cotton, issue certificates of a U. S. Government Bonded Warehouse to the owhers or producers of said cotton, and to perform other acts and deeds necessary and incident to the operation of a Bonded Government Warehouse for the Storage of Cotton; to determine the manner of calling and conducting meetings, the mode of voting by proxy, elect all necessary officers and prescribe the duties, salary and tenure of office; may sue and be sued, and prosecute and be prosecuted, to judgment and satisfaction before any court; may have a corporate seal; may contract and be contracted with within the limits of the corporate powers; may own, purchase, convey or lease real estate and personal property, purchase, buy and sell cotton, cotton seed and other farm produce, may borrow money and secure the payment thereof by mortgage or otherwise, buy and sell fertilizer for cash or credit, and make all necessary by laws not contrary to law.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Seventy Five Shares common stock for $100.00 per share.

F. A. Anderson, Sr.,
C. M. Anderson
F. A. Anderson, Jr.,
J. H. Brumfield, Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of AMITE.

This day personally appeared before me, the undersigned authority, F. A. Anderson, Sr., F. A. Anderson, Jr., J. H. Brumfield and C. M. Anderson

incorporators of the corporation known as the GLOSTER COTTON WAREHOUSE 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 June, 1935. (SEAL)

A. McLean, Notary Public.
My Commission expires January 1st, 1937.

Received at the office of the Secretary of State, this the 24th day of June, A.D., 1935, together with the sum of $ 26.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 27th, 1935.

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of GLOSTER COTTON WAREHOUSE is hereby appproved.

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 June, 1935.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded: June 29th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

6705 W

The Charter of Incorporation of
THE ELITE SHOPPE.

1. The corporate title of said company is The Elite Shoppe.
2. The names of the incorporators are: Mrs. W. M. Crowell, Postoffice, Gulfport, Mississippi; Mrs. Sadye Coleman, Postoffice, Gulfport, Mississippi; Mr. M. B. Fontaine, Postoffice, Gulfport, Mississippi.
3. The domicile is at Gulfport, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Five thousand ($5,000.00) dollars common stock; no preferred
5. Number of shares for each class and par value thereof. Fifty shares of common stock, $100.00 each, par value.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To own, acquire, or purchase retail, and or wholesale, stock and merchandise business in the State of Mississippi or elsewhere; to engage generally in the business of selling at retail and or wholesale, merchandise business and to deal in generally, buy, sell and or otherwise barter or exchange all kinds of goods, wares and merchandise and to do any and all acts or things necessary to engage in a general clothing merchandise business at wholesale or retail and do any and all acts necessary and incidental to such operation of such business 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 100, Code of Mississippi of 1930.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Forty shares of common stock at $100.00 per share to be subscribed and paid for either in cash, property or other things of value.

Mrs. W. M. Crowell
Mrs. Sadye Coleman
M. B. Fontaine
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of HARRISON.

This day personally appeared before me, the undersigned authority, Mrs. W. M. Crowell, Mrs. Sadye Coleman and M. B. Fontaine

incorporators of the corporation known as the The Elite Shoppe

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 27th day of June, 1935. (SEAL) H. H. Jones, Notary Public.

Received at the office of the Secretary of State, this the 29th day of June, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., July 1st, 1935.

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of THE ELITE SHOPPE is hereby appproved.

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 July, 1935.

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded: July 3rd, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

6706 W

The Charter of Incorporation of

1. The corporate title of said company is Pilsbury Electric Slicing Machine Company.
2. The names of the incorporators are: J. B. Pilsbury, Mrs. J. B. Pilsbury and E. McManus. J.B.Pilsbury, Postoffice Gulfport, Mississippi; Mrs.J.B.Pilsbury, Postoffice, Gulfport,Mississippi; E. McManus,Postoffice, Gulfport, Mississippi.
3. The domicile is at Gulfport, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Capital stock--$10,000.00 (Common stock).
5. Number of shares for each class and par value thereof. 100 shares of common stock at $100.00 each-$10,000.00
6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: To establish and own manufacturing plants for the manufacture of Electric Slicing Machine; to buy and own the necessary material to manufacture electric slicing machine; to manufacture and sale therefor; to establish and own the necessary buildings and material for the manufacture and sale of electric slicing machine, and to sell electric slicing machine.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 100 at $100.00 each- $10,000.00

J. B. Pilsbury
Mrs. J. B. Pilsbury
E. McManus, Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of HARRISON.

This day personally appeared before me, the undersigned authority, J. B. Pilsbury, Mrs. J. B. Pilsbury, and E. McManus

incorporators of the corporation known as the Pilsbury Electric Slicing Machine Company who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 22nd day of June, 1935. (SEAL)

O. J. Dedeaux, Notary Public.

Received at the office of the Secretary of State, this the 29th day of June, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., July 1st, 1935.

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of PILSBURY ELECTRIC SLICING MACHINE COMPANY is hereby appproved.

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 July, 1935.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded: July 3rd, 1935.

30 V

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

Suspension removed 1/28/1939 by State Tax Commission as authorized by Section 16 of 21 Laws of 1934
Walker Wood Secretary of State

TUCKER PRINTING HOUSE JACKSON MISS

Approved by State Tax Commission as authorized by Section 15, Chapter 21, Laws of Mississippi 1934

The Charter of Incorporation of
STANDARD COTTON GIN COMPANY

OCT 12 1939

1. The corporate title of said company is Standard Cotton Gin Company
2. The names of the incorporators are: Mrs. Ruby Bonney, Postoffice Enterprise, Mississippi; W. G. Kirkland, Postoffice Newton, Mississippi; Wm. Edwards, Postoffice Shubuta, Mississippi.
3. The domicile is at Enterprise, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof 100 shares of common stock.

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

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created:

To operate cotton gin for ginning cotton; buy and sell cotton; buy and sell cotton seed and cotton seed products; buy and sell baggin and ties; buy and sell fuel oil, gasoline, motor oil and other petroleum products; buy and sell machinery and building materials and other supplies and equipment; buy, sell and operate motor trucks and automobiles, and to do any and all things necessary for the proper operation of cotton gins.

STATE OF MISSISSIPPI)
COUNTY OF CLARKE.)

This day personally appeared before me, the undersigned authority Wm. Edwards, incorporator of the corporation known as the Standard Cotton Gin Company, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 8th day of July, 1935.

W. B. Raley, Chan. Clk.
(S E A L) By Josie Britton, D. C.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 100 shares of common stock of the par value of $100.00 each.

Mrs. Ruby Bonney
W. G. Kirkland
Wm. Edwards, Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Clarke.

This day personally appeared before me, the undersigned authority, Mrs. Ruby Bonney,

incorporator of the corporation known as the Standard Cotton Gin Company, who acknowledged that (she) (they) signed and executed the above and foregoing articles of incorporation as (her) (their) act and deed on this the 9 day of July, 1935.

L. D. Whigham, Notary Public. (S E A L)

STATE OF MISSISSIPPI, County of Newton.

This day personally appeared before me, the undersigned authority, W. G. Kirkland

incorporator of the corporation known as the Standard Cotton Gin Company who acknowledged that (he) signed and executed the above and foregoing articles of incorporation as (his) act and deed on this the 9th day of July, 1935.

May Munn, Notary Public. (S E A L)

Received at the office of the Secretary of State, this the 10th day of July, A.D., 1935 together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., July 10th, 1935.

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

Greek L. Rice, Attorney General.
By: W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Standard Cotton Gin Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 12th day of July, 1935.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded: July 13, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6716 W

The Charter of Incorporation of

JACKSON APPLIANCES, INC.

1. The corporate title of said company is Jackson Appliances, Inc.
2. The names of the incorporators are: Tom F. Campbell, Postoffice, Jackson, Mississippi; Mrs. Nell M. Campbell, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Two Hundred (200) shares of Common Stock at a par value of Twenty Five ($25.00) Dollars per share.

5. Number of shares for each class and par value thereof. Two Hundred (200) shares of Common Stock at a par value of Twenty Five ($25.00) Dollars per share.

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To manufacture, repair, service, store, sell, distribute and deliver all kinds of electrical appliances and supplies, and for the better attainment of the general purposes thus indicated to purchase, lease, hold, hypothecate and convey all necessary property, real or personal, wheresoever the same may be situated.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Forty (40) shares.

Tom. F. Campbell
Mrs. Nell M. Campbell
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of HINDS.

This day personally appeared before me, the undersigned authority, Tom F. Campbell and Mrs. Nell M. Campbell incorporators of the corporation known as the JACKSON APPLIANCES, INC. who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 10 day of July , 1935. (SEAL)

E. H. Bradshaw, Notary Public.

Received at the office of the Secretary of State, this the 10th day of July , A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., July 10th, 1935.

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

Greek L. Rice , Attorney General.

By: W. W. Pierce , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of JACKSON APPLIANCES, INC., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 15th day of July , 1935.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded: July 16, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6723 W

The Charter of Incorporation of
BAY-WAVELAND AMUSEMENT COMPANY.

1. The corporate title of said company is Bay-Waveland Amusement Company.
2. The names of the incorporators are: Mrs. Belle Penrose, Postoffice, Waveland, Miss., Mrs. John N. Stewart, Postoffice, Bay St. Louis, Miss., Mr. C.M. Weeks, Postoffice, Bay St. Louis, Miss. Mr. Henry Osoinach, (Postoffice, Bay St. Louis, Miss; Mr. Geo. Pitcher, Post... (Bay St. Louis, Miss.
3. The domicile is at Bay St. Louis, Miss.)
4. Amount of capital stock and particulars as to class or classes thereof : $10,000.00
5. Number of shares for each class and par value thereof. 1,000 shares, of the par value of $10.00 each.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: Erecting and operating an amusement pier, and the construction of bath houses, a dance hall, the purchasing for rent or otherwise of boats; the operation of restaurants, and any and all concessions of every kind that may be used in connection with an amusement pier, restaurant and/or dance hall, with the right in said corporation to either operate or rent all of such concessions and the right to operate such amusements and to construct any and all buildings in connection therewith that might be necessary and/or convenient to the operation of said amusement pier.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 250 Shares.

Mrs. Belle Penrose
Mrs. John N. Stewart
Geo. Pitcher
C. M. Weeks
Henry Osoinach
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of HANCOCK.

This day personally appeared before me, the undersigned authority, Mrs. Belle Penrose, Mrs. John N. Stewart, Mr. C. M. Weeks, Mr. Henry Osoinach, and Mr. George Pitcher.

incorporators of the corporation known as the BAY-WAVELAND AMUSEMENT COMPANY

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 11 day of July, 1935. (SEAL) Evelyn Comer, Notary Public.

Received at the office of the Secretary of State, this the 13th day of July, A.D., 1935 together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., July 15th, 1935.

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 State...

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of BAY-WAVELAND AMUSEMENT COMPANY is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 15th day of July, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER, Governor.

Recorded: July 16th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
RICHTON TIE AND TIMBER COMPANY

1. The corporate title of said company is Richton Tie and Timber Company
2. The names of the incorporators are: B. M. Stevens, Postoffice Richton, Miss.; L. H. Webb, Postoffice Richton, Miss.; A. K. Philips, Postoffice Richton, Miss.
3. The domicile is at Richton, Perry County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Ten Thousand dollars common stock, divided into one hundred shares of the par value of one hundred dollars each.

5. Number of shares for each class and par value thereof. One hundred shares of the par value of one hundred dollars per share of common stock.

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To buy and sell timber; to manufacture, buy and sell cross ties, lumber, wood and all other kinds of timber products; to buy, sell and own land necessary and incident to the business; to own and operate trucks, automobiles and other equipment necessary and incident to the business; to buy and sell merchandise necessary and incident to the business.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: This corporation may begin business when fifty shares of the common stock of the par value of one hundred dollars per share has been subscribed for and paid in.

B. M. Stevens
L. H. Webb
A. K. Phillips,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Perry.

This day personally appeared before me, the undersigned authority, B. M. Stevens, L. H. Webb and A. K. Philips, incorporators of the corporation known as the Richton Tie and Timber Company, who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 2 day of July, 1935. (SEAL) J. Cantrell, 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 , 193

Received at the office of the Secretary of State, this the 8th day of July, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., July 9th, 1935.

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

Greek L. Rice, Attorney General.
By: W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Richton Tie and Timber Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 15th day of July, 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded: July 16, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

#6729 W

The Charter of Incorporation of
AMERICAN LUMBER AND EXPORT COMPANY.

1. The corporate title of said company is American Lumber and Export Company.
2. The names of the incorporators are: Joe Alexander, Postoffice, Fayette, Alabama; A. M. Grimsley, Postoffice, Fayette, Alabama; Mrs. A. M. Grimsely, Postoffice, Fayette, Alabama.
3. The domicile is at Shubuta, Clarke County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $5,000.00 common stock.
5. Number of shares for each class and par value thereof. 50 shares of common stock of the par value of $100.00 each.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: Manufacture, buy and sell lumber and other forest products; buy and sell timber and real estate; buy and sell fuel oil, gasoline, motor oil and other petroleum products; buy, sell and operate motor trucks and automobiles; to operate general mercantile business; and to do any and all things necessary for the operation of saw mill and lumber business; own and operate saw-mills, planing mills, dry kilns, lumber and timber yards; construct, own and operate tram roads, logging railroads, barges and boats for the purpose of transporting, handling and moving the products and property of said corporation; to loan money and take mortages on real estate and personal property of every kind and description.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 50 shares of common stock of the par value of $100.00 each.

Joe Alexander
A. M. Grimsley
Mrs. A. M. Grimsley, Incorporators.

ACKNOWLEDGMENT

STATE OF ALABAMA County of FAYETTE

This day personally appeared before me, the undersigned authority, Joe Alexander, A. M. Grimsely and Mrs. A. M. Grimsley incorporators of the corporation known as the AMERICAN LUMBER AND EXPORT COMPANY who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 20 day of July, 1935. (SEAL) G. L. Smith, NOTARY PUBLIC

Received at the office of the Secretary of State, this the 23rd day of July, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., July 26th, 1935.

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of AMERICAN LUMBER AND EXPORT COMPANY is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 26th day of July, 1935.

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded: July 27th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6725 W

The Charter of Incorporation of
MAGEE GENERAL HOSPITAL.

1. The corporate title of said company is Magee General Hospital.
2. The names of the incorporators are: Dr. W. W. Diamond, Postoffice, Magee, Miss; Mrs. Olivia C. Diamond, Post-office, Magee, Miss; Mrs. M. Mangum, Postoffice, Magee, Miss; Miss Ellene Vinson, Postoffice, Magee, Miss.
3. The domicile is at Magee, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The capital stock of said Corporation will be $5,000.00 which will all be common stock.
5. Number of shares for each class and par value thereof. 100 shares of common stock of the par value of $50.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To own, operate and maintain a general hospital; to own or acquire either by purchase or otherwise any and all personal property necessary or incident to the operation of a hospital; to acquire by purchase or otherwise all lands which may be necessary in the operation of the aforesaid business, and to do any and all things necessary and incident to the operation of a general hospital.

This Corporation Charter was issued and the charter delivered to the State Department of Mississippi, dated June 27, 1947. Walker Wood, Secretary of State. By [illegible]

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 25 ahres of common stock of the par value of $50.00 per share.

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

W. W. Diamond
Mrs. Olivia C. Diamond
Mrs. M. Mangum
Miss Ellene Vinson
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of SIMPSON.

This day personally appeared before me, the undersigned authority, Dr. W. W. Diamond, Mrs. Olivia C. Diamond, Mrs. M. Mangum, and Miss Ellene Vinson

incorporators of the corporation known as the MAGEE GENERAL HOSPITAL who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 13 day of July, 193 5. (SEAL)

E. J. Lockhart, Notary Public.

[redacted]

Received at the office of the Secretary of State, this the 15th day of July, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., July 15th, 193 5.

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of MAGEE GENERAL HOSPITAL is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 15th day of July, 193 5.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded: July 16th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6730 W

The Charter of Incorporation of

TEN DAY GROCERY COMPANY, INC.

1. The corporate title of said company is Ten Day Grocery Company, Inc.
2. The names of the incorporators are: J. H. Sumrow, Postoffice, Gloster, Mississippi; Mrs. J. H. Sumrow, Postoffice, Gloster, Mississippi; Alton Wilkinson, Postoffice, Gloster, Mississippi.
3. The domicile is at Gloster, Amite County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Twenty Five Thousand ($25,000.00) Common Stock at a par value of One hundred ($100.00) Dollars per share.

5. Number of shares for each class and par value thereof. Two Hundred and Fifty (250) Shares at a par value thereof of One Hundred ($100.00) Dollars per share.

6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To own, lease, rent, and/or operate a, or group of, wholesale Grocery companies or company, to buy and sell and distribute for cash and credit goods, wares and merchandise, and to perform all acts and deeds incident and necessary to the purchasing, distributing, and selling to goods, wares and merchandise, and in the collecting of payment therefor; to determine the manner of calling and conducting meetings, the mode of voting by proxy, elect all necessary officers and to prescribe the duties, salary and tenure of office; may sue and be sued and prosecute and be prosecuted, to judgment and satisfaction before any court; may have a corporate seal; may contract and be contracted with within the limits of the corporate powers; may own, purchase, lease, rent and convey real estate and personal property, may borrow money and secure the payment thereof by mortgage or otherwise, and make all necessary bylaws not contrary to law.

This corporation dissolved by decree of the Chancery Court of Amite Co. Miss. rendered June 7th 1937. we caused on the docket of said Court a Copy of the decree In the matter of the Surrender of the Charter and dissolution of the said Ten Day Grocery Company. Certified copy of said decree filed in office of Secretary of State June 15th, 1937.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Two Hundred Fifty (250) shares of Common Stock at par value of $100.00 per share.

J. H. Sumrow
Alton Wilkinson
Mrs. J. H. Sumrow,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of AMITE.

This day personally appeared before me, the undersigned authority, J. H. Sumrow, Mrs. J. H. Sumrow and Alton Wilkinson incorporators of the corporation known as the TEN DAY GROCERY 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 23rd day of July, 1935.

(SEAL)

Fred A. Anderson, Jr.,
NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 24th day of July, A.D., 1935, together with the sum of $ 60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., July 26th, 1935.

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

Greek L. Rice, Attorney General.

By: W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of TEN DAY GROCERY COMPANY, INC., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 26th day of July, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded: July 27th, 1935

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6722 W

The Charter of Incorporation of

B. G. COGGIN, INC.,

1. The corporate title of said company is B. G. Coggin, Inc.,
2. The names of the incorporators are: B. G. Coggin, Postoffice, Nettleton, Miss; Mrs. Christine Ward Coggin, Postoffice, Nettleton, Miss; Grady Coggin, Postoffice, Nettleton, Miss.
3. The domicile is at Nettleton, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : $5,000.00, all common stock.
5. Number of shares for each class and par value thereof. 500 shares of Common Stock of the par value of $10.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To engage in the business of road, bridge, culvert and drainage construction, and/or maintenance work thereon or thereto, either as principal or as Agent or through service of independent contractors.
To buy, lease, own or contract for equipment and property of every kind and character useful and necessary for the proper conduct of such business.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Five hundred (500) shares of Common Stock.

B. G. Coggin
Mrs. Christine Ward Coggin
Grady Coggin, Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of LEE

This day personally appeared before me, the undersigned authority, B. G. Coggin, Mrs. Christine Ward Coggin and Grady Coggin

incorporators of the corporation known as the B. G. COGGIN, 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 July , 1935. (SEAL)

F. G. Thomas, NOTARY PUBLIC.
Lee Co. Miss.

Received at the office of the Secretary of State, this the 13th day of July , A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., July 18, 1935.

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

By: Greek L. Rice , Attorney General.
J. A. Lauderdale , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of B. G. COGGIN, INC. is hereby appproved.

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 July , 1935.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded: July 22nd, 1935.

Amended & Restated Charter of Incorporation filed in this office on the 3rd day of Dec. 1976 Dan Thompson Secretary of State

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6735 W

The Charter of Incorporation of
NOBLE DRUG COMPANY, INCORPORATED.

1. The corporate title of said company is Noble Drug Company, Incorporated.
2. The names of the incorporators are: Sam Ball, Postoffice, Fayette, Mississippi; Mrs. Agnes Shipp Ball, Postoffice, Fayette, Mississippi.
3. The domicile is at Fayette, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Capital stock of Four Thousand ($4,000.00) Dollars, to consist of Forty (40) shares of common stock of the par value of One Hundred ($100.00) Dollars per share.
5. Number of shares for each class and par value thereof. Forty (40) shares of common stock of the par value of One Hundred ($100.00) Dollars per share.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To operate a general retail drug and soda-fountain business. To buy and sell, for cash or on credit, all drugs, medicines, confections, notions, and merchandise of all kinds incidental to, and generally sold in, a drug and soda-fountain business. To purchase, acquire, rent, or lease store buildings, furniture, and fixtures incidental to, and/or necessary for, the operation of said business.

(The meeting of persons in interest for purpose of organization is hereby set for Monday, August 26, 1935, at Fayette, Mississippi.)

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Fifty (50%) per cent of the capital stock must have been subscribed and paid for before said corporation may begin business.

Sam Ball
Mrs. Agnes Shipp Ball
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jefferson.

This day personally appeared before me, the undersigned authority, Sam Ball and Mrs. Agnes Shipp Ball

incorporators of the corporation known as the Noble Drug Company, Incorporated

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 3rd day of August, 1935. (SEAL)

J. T. Shelton, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 5th day of August, A.D., 1935 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., August 5, 1935.

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of NOBLE DRUG COMPANY, INCORPORATED, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 5th day of August, 1935.

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded: August 8th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

Suspension set aside by letter of Tax Commission dated Jany 24th 1938.

TUCKER PRINTING HOUSE JACKSON MISS

#6746 Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934. MAY 27 1938

The Charter of Incorporation of QUEEN CITY OIL MILL.

1. The corporate title of said company is Queen City Oil Mill.
2. The names of the incorporators are: J. Bounds, Postoffice, Mobile, Alabama; P. K. Lutken, Postoffice, Jackson Mississippi; W. Calvin Wells, 3rd, Postoffice, Jackson, Mississippi.
3. The domicile is at Meridian, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : 750 shares of common stock with par value of $100.00 per share.

5. Number of shares for each class and par value thereof: 750 shares of common stock with par value of $100.00 per share.

6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: (1) To carry on the trade or business of buying, selling, ginning, baling, adapting, preparing, and otherwise dealing in seed cotton and any and all other kinds of cotton, and manufacturing, refining, producing, adapting, preparing, buying, and selling, and otherwise dealing in cotton seed, and manufacturing, producing, adapting, preparing, buying and selling, cotton seed, and otherwise dealing in any and all the products derived from the operations of the plants of said corporation in such manner as may be advantageous or profitable, including the buying, selling, and otherwise deal in any materials, articles or things required, in connection with or incident to any of the purposes above mentioned. All so far as, but no further than, the Laws of Mississippi will permit.

(2) Manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign, and transfer, or otherwise dispose, invest, trade, deal in and deal with goods, wares, and merchandise, and real and personal property of every class and description so far as but no further than the Laws of Mississippi will permit.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 500 shares of common stock.

P. K. Lutken
J. Bounds
W. Calvin Wells, 3rd.
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of HINDS.

This day personally appeared before me, the undersigned authority, Lenna Clement, Notary Public, P. K. Lutken, J.Bounds, W. Calvin Wells, III,

incorporators of the corporation known as the Queen City Oil Mill, 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 August, 1935. (SEAL)

Lenna Clement, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 15th day of August, A.D., 1935, together with the sum of $160.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., August 15th 1935.

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of QUEEN CITY OIL MILL is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 15th day of August, 1935.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded: August 17th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6745 W

The Charter of Incorporation of
HUMPHREYS-CATES MOTOR COMPANY.

1. The corporate title of said company is Humphreys-Cates Motor Company.
2. The names of the incorporators are: J. A. Humphreys, Jr., Postoffice, Greenwood, Mississippi; J. L. Cates, Postoffice, Greenwood, Mississippi; W. H. Fisher, Postoffice, Memphis, Tennessee.
3. The domicile is at Greenwood, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Five Thousand Dollars ($5,000.00) all Common.
5. Number of shares for each class and par value thereof. Fifty shares Common stock of par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To own, conduct, operate, manage and carry on the business of buying, selling and trading in new and used motor vehicles of all kinds, automobile parts, accessories, tires, tubes, lubricating oil and any and all other accessories generally used and connected with retail automobile sales business. To operate a motor vehicle repair shop, paint shop, body and upholstery repairing. To buy and sell and otherwise deal in and transfer notes and securities taken in or given in the operation of said business. To borrow money and pledge the corporate assets and property for the repayment of the same.

To do any and all things necessary to and incident to the ownership, management and operation of an automobile retail sales agency and an automobile repair shop and automobile accessory business.

and all amendments thereto

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: The Corporation may begin business when $2,000.00, or twenty shares are subscribed and paid for.

J. A. Humphreys, Jr.
J. L. Cates
W. H. Fisher,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Leflore.

This day personally appeared before me, the undersigned authority, J. A. Humphreys, Jr., J. L. Cates and W. H. Fisher, incorporators of the corporation known as the Humphreys-Cates Motor Company who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 13 day of August, 1935. (SEAL)

P. S. Stubblefield, Notary Public.

Received at the office of the Secretary of State, this the 14th day of August, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., August 15th 1935.

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of HUMPHREYS-CATES MOTOR COMPANY is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 16th day of August, 1935.

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded: August 17th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6754 W.

The Charter of Incorporation of
THE JAMES F. WEBB FUNERAL HOME.

1. The corporate title of said company is The James F. Webb Funeral Home.
2. The names of the incorporators are: Mrs. Jas. F. Webb, Postoffice, Meridian, Miss; J. Cliff Watts, Postoffice, Meridian, Miss; Wm. J. Kearney, Postoffice, Meridian, Miss.
3. The domicile is at Meridian, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Four Hundred shares, all of which is common stock.

5. Number of shares for each class and par value thereof. Four Hundred shares, all of which is common stock, of the par value of One Hundred Dollars per share.

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To acquire by purchase or otherwise, and have, hold, own, maintain, use and operate a Funeral Home; To engage in the general funeral undertaking business, including the embalming of the dead and funeral directing, the ownership of all needed automobiles, hearses and ambulances; To deal in coffins, caskets, robes, dresses, suits and other funeral supplies, and in burial vaults, monuments and other memorials for graves of the dead; To do any and all things necessary and within the scope of the business of a funeral home and/or mortician. Said Corporation may do anyone or more of the things within its purpose and necessary for the conduct of its business.

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

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

Mrs. Jas. F. Webb
J. Cliff Watts
Wm. J. Kearney, Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, Mrs. Jas. F. Webb, J. Cliff Watts and Wm. J. Kearney incorporators of the corporation known as the James F. Webb Funeral Home who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 21st day of August, 1935. (SEAL) Louis L. Boyd, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 22nd day of August, A.D., 1935, together with the sum of $ 90.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., August 22nd 1935.

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

Greek L. Rice, Attorney General.
By: W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of THE JAMES F. WEBB FUNERAL HOME is hereby appproved.

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 August, 1935.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded: August 22nd, 1935.

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

6755 W

The Charter of Incorporation of
GORDON'S INC.

1. The corporate title of said company is GORDON'S INC.
2. The names of the incorporators are: H. V. Watkins, Postoffice, Jackson, Mississippi; Ralph B. Avery, Postoffice, Jackson, Mississippi; H. V. Watkins, Jr., Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $10,000 Common.
5. Number of shares for each class and par value thereof: 100 shares of Common Stock of the par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To conduct a store or stores for the buying and selling of ladies' wearing apparel and other merchandise at retail.

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

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

H. V. Watkins
Ralph B. Avery
H. V. Watkins, Jr.,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.) City of Jackson.

This day personally appeared before me, the undersigned authority, H. V. Watkins, Ralph B. Avery, and H. V. Watkins, Jr., incorporators of the corporation known as the GORDON'S INC. who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 23rd day of August, 1935. (SEAL) Clara Meton, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 23rd day of August, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Aug. 23, 1935.

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

Greek L. Rice, Attorney General.
By: E. R. Holmes, Jr., Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of GORDON'S INC., is hereby appproved.

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 August, 1935.

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded: August 23rd, 1935.

FOR AMENDMENT SEE BOOK 38-39, page 352 FOR AMENDMENT SEE BOOK 42-43 PAGE 477 FOR AMENDMENT SEE BOOK 46-47 PAGE 66

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

McDonough Motor Express, Inc.

Commission under Section 15, Chapter 121, Laws of Mississippi 1934

OCT 12 1938

This document is made by authority of Section 2 of Chapter 121 Laws of 1934. Corporation filed in this office October 16, 1935 and recorded in Charter Book 35 page 352 December 21, 1938. Walker Wood, Secy. of State.

1. The corporate title of said company is McDonough Motor Express, Inc.
2. The names of the incorporators are: L. L. Majure, Postoffice Meridian, Miss.; Mrs. Jodie M. Majure, Postoffice Meridian, Miss.; J. L. McDonough, Postoffice Meridian, Miss.
3. The domicile is at Meridian, Miss.
4. Amount of capital stock and particulars as to class or classes thereof Five Thousand Dollars.
5. Number of shares for each class and par value thereof. All common and $100.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: That of engaging in the transportation of freight and express, buy, sell, and lease real estate necessary in the operation of said business, buy and sell petroleum products, tires, tubes, and motor vehicles and accessories and such other incidental acts as may be necessarily related thereto, for the purpose of continuing the same service as has heretofore been rendered between New Orleans and Meridian, Miss., by the Satterfield Motor Freight Line Inc., of Ala.
8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.

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

Fifty shares subscribed for and business to start on payment of ten shares all common stock and $100.00 par value thereof.

L. D. Majure,
Mrs. Jodie M. Majure,
Jno. L. McDonough

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, L. L. Majure, Mrs. Jodie M. Majure, and J. L. McDonough,

incorporators of the corporation known as the McDonough Motor Express, Inc.,

who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the 28th day of August 28, 1935.

(SEAL)

S. M. Graham, Notary Public.

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, L.L.Majure, Mrs. Jodie M. Majure, and J. L. McDonough,

incorporators of the corporation known as the McDonough Motor Express, Inc.,

who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the day of August 28, 1935.

Notary Public City Meridian, Miss.

Received at the office of the Secretary of State, this the 29th day of August, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Aug. 29th, 1935.

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

By: Greek L. Rice, , Attorney General.
J. A. Lauderdale, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of McDonough Motor Express, Inc. is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 30th day of August, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER, Governor.

Recorded:

August 31st, 1935.

44 ✓ 6761 W.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

E. W. REID AND COMPANY

1. The corporate title of said company is E. W. Reid and Company.
2. The names of the incorporators are: E. W. Reid, Postoffice, Magnolia, Mississippi; Mary L. Reid, Postoffice, Magnolia, Mississippi; L. L. Reid, Postoffice, Magnolia, Mississippi; Emily L. Powell, Postoffice, Magnolia, Mississippi.
3. The domicile is at Magnolia, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Fifty Thousand Dollars ($50,000.00) all of which shall be common stock.
5. Number of shares for each class and par value thereof. The capital stock of $50,000.00 shall be represented by five hundred (500) shares of Common Stock, the par value of which shall be One Hundred Dollars ($100.00) per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To buy, sell, and deal in cotton; to own, hold, sell and deal in notes, mortgages, stocks, bonds and other investments; to own, buy and sell real estate not in contravention of the laws of the State of Mississippi.

Filed for record in the Office of the Chancery Clerk of Pike County, Mississippi, this 6 day of September, 1935. Certified copy of this charter filed in the Office of the Secretary of State, this September 10, 1935. Walker Wood, Secretary of State.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Two hundred (200) shares of Common Stock.

E. W. Reid,
Mary L. Reid,
L. Lampton Reid,
Emily L. Powell,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Pike,

This day personally appeared before me, the undersigned authority, E. W. Reid, Mary L. Reid, L. L. Reid, and Emily L. Powell,

incorporators of the corporation known as the E. W. Reid and Company

who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the 17th day of August, , 1935.

(SEAL)

C. M. Pigott, Notary Public.
My Commission expires June 5th, 1936.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 4th day of September A.D., 1935, together with the sum of $ 110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Sept. 4th, 1935.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of E. W. Reid and Company, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 4th day of September, , 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER, Governor.

Recorded:

September 4, 1935.

No. 6762 W.

/45

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Incorporated under Sec. 15, Chapter 21, Laws of Mississippi 1934

OCT 12 1938

The Charter of Incorporation of

The Transportation Corporation

1. The corporate title of said company is The Transportation Corporation.

2. The names of the incorporators are: W. E. Morse, Postoffice, Jackson, Miss.; J. Will Young, Postoffice, Jackson, Miss.; G. C. Billups, Postoffice, Greenwood, Miss.

3. The domicile is at Jackson, Miss.

4. Amount of capital stock and particulars as to class or classes thereof 500 Shares. All common of a par value of $10 (ten dollars) each.

5. Number of shares for each class and par value thereof. 500 shares $10 (ten dollars)

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

7. The purpose for which it is created: To own and operate a line of trucks and cars for transporting frieght. To make contracts with reference to hauling freight of every kind and character, except in violation of law.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: One Hundred Shares.
W. E. Morse,
G. C. Billups,
J. Will Young,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, W. E. Morse, J. Will Young and G. C. Billups

incorporators of the corporation known as the The Transportation Corporation who acknowledged that ~~XXX~~(they) signed and executed the above and foregoing articles of incorporation as ~~this~~(their) act and deed on this the 2 day of September, , 1935.

Mrs. D.L.O.Balling,
Notary Public.

(SEAL)

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 5th day of September A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Sept. 5th, 1935.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of The Transportation Corporation is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 5th day of September, , 1935.

SENNETT CONNER,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

September 5, 1935.

No. 6778 W.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

JOHNSTON AUTO PARTS, INCORPORATED

1. The corporate title of said company is Johnston Auto Parts, Incorporated.
2. The names of the incorporators are: G. M. Johnston, postoffice Clarksdale, Mississippi; M. G. Downing, postoffice Clarksdale, Mississippi; Leo Schmitz, postoffice Clarksdale, Mississippi; Paul Self, postoffice, Clarksdale, Mississippi.
3. The domicile is at Clarksdale, Coahoma County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $15,000, all common stock.

5. Number of shares for each class and par value thereof. 150 shares of no par value.

6. The period of existence is fifty years.
7. The purpose for which it is created: To deal in automobile and automotive parts and accesories, both wholesale and retail; to engage generally in repairing of automobiles, trucks, buses, and all other forms of mechanical device; to engage generally in welding, and to conduct the general business of a machine repair shop.

To own, sell, encumber, and otherwise dispose of, real estate used or to be used in connection with said business, and such other real estate as may be required in the operation thereof, and to convey the same with or without covenants of warranty.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
The entire 150 shares.

G. M. Johnston,
M. G. Downing,
Leo Schmitz,
Paul Self,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Coahoma.

This day personally appeared before me, the undersigned authority, G. M. Johnston, M. G. Downing, Leo Schmitz, and Paul Self, incorporators of the corporation known as the Johnston Auto Parts, Incorporated, who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 10th day of September, 1935.

(SEAL)

George T. Comeaux,
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 , 193

Received at the office of the Secretary of State, this the 14th day of September, A.D., 1935, together with the sum of $ 40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Sept. 14th, 1935.

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.

Brook L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Johnston Auto Parts, Incorporated, is hereby appproved.

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 September, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:

September 16th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Legalled by Commissioner July 28, 1935. Keller Feltus Jay

The Charter of Incorporation of

BRIDGERS-BUTLER COMPANY, INC.

1. The corporate title of said company is Bridgers-Butler Company, Inc.

2. The names of the incorporators are: F. E. Bridgers, Postoffice Laurel, Mississippi; Mrs. Emma P. Bridgers, Postoffice Laurel, Mississippi; Graves Butler, postoffice Laurel, Mississippi.

3. The domicile is at Laurel, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Ten Thousand Dollars ($10,000.00), all Common Stock, of the par value of One Hundred Dollars ($100.00) per share.

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

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

7. The purpose for which it is created: To engage in the business of operating a general mercantile store or stores, both wholesale and retail; to buy and sell merchandise of all kinds; to act as agent of manufacturers; to act as brokers or factors; to do those things necessary or convenient to operate said business or any one of the said businesses. No power herein granted shall be considered as a limitation of any other power granted herein but shall be construed as an enlargement or an aid thereof.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Fifty (50) shares have been paid for in cash, or in property at a price satisfactory to all of the stockholders.

F. E. Bridgers,
Mrs. Emma P. Bridgers,
Graves Butler,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jones,

This day personally appeared before me, the undersigned authority, F. E. Bridgers, Mrs. Emma P. Bridgers, and Graves Butler,

incorporators of the corporation known as the Bridgers-Butler Company, Inc., who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the 12th day of September, 193 5.

(SEAL)

W. L. Busbym Chancery Clerk,
by Chas. T. Walters, D. C.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the 13th day of September A.D., 19 35, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Sept. 13th 193 5

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Bridgers-Butler Company, Inc., is hereby appproved.

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 September, , 193 5

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

September 16th, 1935.

No. 6784 W.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE QUITMAN COUNTY FAIR ASSOCIATION

1. The corporate title of said company is The Quitman County Fair Association.
2. The names of the incorporators are: Harry Lipson, Postoffice, Marks, Miss.; Mrs. Alam Lipson, postoffice, Marks, Miss.; S. W. Jones, postoffice, Belen, Miss.
3. The domicile is at Marks, Miss.
4. Amount of capital stock and particulars as to class or classes thereof NONE.

And at a regular meeting held by this association on the 21st day of August, 1935, the following officers were re-elected to serve for the ensuing year: Harry Lipson, President; Dr. A. C. Covington, Vice-President; Mrs. Alma Lipson, Treasurer; Mrs. S. W. Jones, Secretary.

And it was further resolved and motion made and passed and placed on minutes of this association that this association shall apply for a charter of incorporation in the State of Mississippi and that it shall hereafter function as the Quitman County Fair Association, Incorporated.

5. Number of shares for each class and par value thereof. NONE

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To operate annually a fair. Its purpose is to promote a permanent live home and buy at home program through modern agricultural and industrial activities and bring about a better closer relationship between the country and city people. To operate an annual fair and to and conduct same and to give in connection therewith entertainments, carnivals, shows and b Also to do any and all acts in connection with said fair, to carry on its object it shall h the power to sue and be sued, to plead and implead and to do any and all acts in accordance Section 4131 Mississippi Code of 1930. To buy and sell land and buildings and to own real and other properties. Chapter 100 Paragraph 4131, Mississippi Code 1930 (Volume 2), shall part of this charter:

Such corporation shall not be required to make publication of its charters, shall issue shares of stock, shall divide no dividends or profits among their members, shall make expul the only remedy for non-payment of dues, shall vest in each member the right to one vote in election of all officers, shall make the loss of membership, by death or otherwise, the ter tion of all interests of such members in the corporate assets, and there shall be no indivi liabilities against the members for corporate debts, but the entire corporate property shal be liable for the claims of creditors.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 193

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

Harry Lipson,
Mrs. Alma Lipson,
S. W. Jones,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Quitman.

This day personally appeared before me, the undersigned authority, Harry Lipson, Mrs. Alma Lipson & S. W. Jones, incorporators of the corporation known as the Quitman County Fair Assn. who acknowledged that XXXX (they) signed and executed the above and foregoing articles of incorporation as XXXX (their) act and deed on this the 22nd day of August, 1935.

(SEAL)

J. T. Mack,
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 , 193

Received at the office of the Secretary of State, this the 18th day of September A.D., 1935, together with the sum of $ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Sept. 18th, 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of The Quitman Fair Association is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 18th day of September, , 1935.

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
Sept. 18, 1935.

No. 6779 W.

49

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

WEST JEWELRY CO., INC.

...State Tax Commission
...Chapter 15, Chapter
31, Laws of Mississippi 1934
OCT 12 1935

1. The corporate title of said company is West Jewelry Co., Inc.
2. The names of the incorporators are: R. C. West, Sr., Postoffice Winona, Miss.; Mrs. R. C. West, Postoffice, Winona, Miss.; R. C. West, Jr., Postoffice, Tupelo, Miss.
3. The domicile is at Tupelo, Miss.
4. Amount of capital stock and particulars as to class or classes thereof The Capital is Five Thousand Dollars Common Stock.
5. Number of shares for each class and par value thereof. The number of shares is Fifty, common stock, of a par value of One Hundred Dollars each.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created:

(a) To manufacture, buy, sell, import, export, and generally deal in and with Gold and Silverware, Watches, Jewelry, Precious Stones, Opera Glasses, Optical Goods, Chains, Umbrellas, Silver and Silverware, Gold and Silver ornaments, and all goods, wares, and merchandise usually dealt in by Watch makers and Jewelers.

(b) To manufacture, repair, regulate, and put in order watches, Clocks, Jewelry, and Gold and Silverware of all kinds; and to plate, polish, and perform all operations necessary in connection with the handling of Jeweler goods, wares and supplies.

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

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

Fifty shares of common stock, of the par value of One Hundred Dollars each to be paid for in full before the corporation begins business.

R. C. West, Sr.,
Mrs. R. C. West,
R. C. West, Jr.,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Montgomery,

This day personally appeared before me, the undersigned authority, R. C. West, Sr., and his wife, Mrs. R.C. West, incorporators of the corporation known as the West Jewelry Co., Inc., who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 12th day of Sept., 1935. (SEAL)

W. L. Shelton, Notary Public.

STATE OF MISSISSIPPI, County of Lee,

This day personally appeared before me, the undersigned authority, R. C. West, Jr., incorporators of the corporation known as the West Jewelry Co., Inc., who acknowledged that (he) signed and executed the above and foregoing articles of incorporation as (his) act and deed on this the 13th day of September, 1935. (SEAL)

W. H. Patton,
Notary Public.

Received at the office of the Secretary of State, this the 16th day of September A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Sept. 16th, 1935.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of West Jewelry Co., Inc. is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 16th day of September, , 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

September 18th, 1935.

Proof of Publication, Showing publication made on Oct. 11, 1935 (Oct. 25, 1935 Hazlehurst Journal) filed in this office Oct. 11, 1935

Secretary of State

50 No. 6783 W.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

HAIRSTON'S, INC.

1. The corporate title is Hairston's, Inc.
2. The names of the incorporators are: P. C. Hairston, Postoffice address Columbus, Miss.; Louise J. Hairston, Postoffice address Columbus, Miss.
3. The domicile is at Columbus, Lowndes County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Five Thousand Dollars ($5,000) common.
5. Number of shares for each class and par value thereof. 50 shares common, par value $100 each.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To do a general mercantile business and all things necessary or incide thereto.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 2/23/43.

The rights and powers that may be exercised by the corporation, in addition to the foregoing, are therefore conferred by Chapter 100, Code of Mississippi 19

8.

F. C. Hairston,
Louise J. Hairston,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, Lowndes County.

Personally appeared before me, Kathleen Higgins, a notary public in and for Lowndes County, Mississippi, the within named P. C. Hairston and Louise J. Hairston, incorporators of the corporation known as Hairston's, Inc., who acknowledged that they, as such incorporators, who signed executed and delivered the foregoing articles of incorporation as of sa day Hairston, Inc., as their act and deed on the date above written.

Witness my signature this the 16th day of September, 1935.

(SEAL)

Kathleen Higgins,
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 , 193

Received at the office of the Secretary of State, this the 17th day of September A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JAC

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

9/17/35

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Hairston's Inc.

is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 18th day of September, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
Sept. 18, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

FALLIN'S SHOE STORE, INCORPORATED

1. The corporate title of said company is Fallin's Shoe Store, Incorporated.
2. The names of the incorporators are: R. C. Fallin, Postoffice, Jackson, Miss.; E. G. Covington, Postoffice Jackson, Miss.; R. C. Fallin, Jr., Postoffice, Jackson, Miss.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Fifty (50) shares of capital stock of the par value of One Hundred ($100.00) Dollars per share.
5. Number of shares for each class and par value thereof. Fifty (50) shares of capital stock of the par value of One Hundred ($100.00) Dollars per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To own, operate and conduct retail stores in the State of Mississippi, for the sale of goods, wares and merchandise and all other articles usual and incident to retail stores.
8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Thirty (30) shares of capital stock.

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

R. C. Fallin,
E. G. Covington,
R. C. Fallin, Jr.,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, R. C. Fallin, E. G. Covington and R. C. Fallin, Jr., incorporators of the corporation known as the Fallin's Shoe Store, Incorporated, who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 20th day of September, 1935. (SEAL)

A. R. Covington, 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 , 193

Received at the office of the Secretary of State, this the 20th day of September A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Sept. 20th 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Fallin's Shoe Store, Incorporated, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 20th day of September, 1935.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded:

September 23, 1935.

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE, JACKSON, MISS.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 MAY 27 1936

The Charter of Incorporation of

SOUTHERN JEWELITE CORPORATION

1. The corporate title of said company is Southern Jewelite Corporation.
2. The names of the incorporators are: F. L. Peyton, Postoffice Jackson Mississippi; C. A. Creel, Postoffice, Jackson Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof No preferred stock. Fifty thousand shares common stock, with a declared value of (10c) ten cents per share.
5. Number of shares for each class and par value thereof. No preferred stock. Fifty thousand shares of common stock, with a declared value of ten (10c) cents per share.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To engage in the business of general advertising; to own, lease, contr and operate, mechanical signs; to maintain a place of business or places of business to carr on the general advertising business, and any other business permitted under this charter; to own, license, lease, sub-lease, sell, barter and exchange, inventions, patents, trade marks and trade names; to carry on a general manufacturing business relative to the businesses pe mitted under this charter; to lease,,rent, own and operate real estate; to carry on any whol sale or retail mercantile business; to buy, sell, mortgage and otherwise handle real estate, personally or as agent; to buy, sell, mortgage and trade in negotiable paper, personally or agent; to engage in the business of jobber or dealer in electrical supplies and equipment, a accessories; to operate as advertisers agent, and to own, lease, and broker advertising spac of every character and description; and to develop, promote and otherwise handle, as agent, broker or owner, business enterprises

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 19

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

Eighteen thousand shares.

F. L. Peyton,
C. A. Creel,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, F. L. Peyton and C. A. Creel,

incorporators of the corporation known as the Southern Jewelite Corporation

who acknowledged that ~~XHEX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XHX~~ (their) act and deed on this the 23rd day of September, 1935. (SEAL)

Eliza Harkins, 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 , 193

Received at the office of the Secretary of State, this the 24th day of September A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Sept.24th, 1935.

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 State

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Southern Jewelite Corporation is hereby appproved.

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 September, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER, Governor.

Recorded: September 25th, 1935

No. 6797 W.

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934

The Charter of Incorporation of

SOUTHERN PRIDE GARMENT COMPANY

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 MAY 27 1936

1. The corporate title of said company is Southern Pride Garment Company.

2. The names of the incorporators are: N. R. Thomas, Postoffice, Jackson, Miss.; W. C. Hinkle, Postoffice, Jackson, Miss.; S. H. Thomas, Postoffice, Jackson, Miss.

3. The domicile is at Grenada, Mississippi.

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

800 shares preferred stock (6%), par value $25.00.....$20,000.00.
6000 shares common stock, no par value, nominal value $5.00.. 30,000.00.

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

800 shares 6% preferred, par $25.00
6000 shares common, no par value.

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

7. The purpose for which it is created: To buy, sell and manufacture wearing apparel of every kind and description; to buy and sell piece goods, trimmings and all manner of materials entering into the manufacture of wearing apparel; to buy and sell, lease and operate stores for mercantile purposes; to buy and sell, own, lease and operate machinery and equipment necessary to the proper conduct of a wearing apparel manufacturing business; to buy, sell, own, lease such real estate as may seem judicious in the conduct of said business, either in its city of domicile or elsewhere. To borrow money by issuing notes, bonds, debentures or other evidences of indebtedness, and to trade in securities of other corporations and its own securities.

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

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

1000 shares common stock at $5.00 per share, $5,000.00.

N. R. Thomas,
W. C. Hinkle,
S. H. Thomas,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds,

This day personally appeared before me, the undersigned authority,

N. R. Thomas, W. C. Hinkle and S. H. Thomas,

incorporators of the corporation known as the Incorporators who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 27th day of September, 1935.

(SEAL)

Ione 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 , 193

Received at the office of the Secretary of State, this the 27th day of September A.D., 1935, together with the sum of $ 110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS Sept. 27th 1935

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Southern Pride Garment Company, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 27th day of September, 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:
September 27th, 1935.

Proof of Publication, Showing publication made on Oct. 8, 1935 filed in this office Oct 9, 1935 (Weekly Publication, Grenada) Secretary of State

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Expended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 OCT 12 1935

The Charter of Incorporation of

Myles Gravel Company

1. The corporate title of said company is **Myles Gravel Company.**
2. The names of the incorporators are: **E. J. Traxler, Postoffice, Jackson, Mississippi; L. L. Campbell, Postoffice, Jackson, Mississippi; G. L. Smith, Postoffice, Jackson, Mississippi.**
3. The domicile is at **Jackson, Mississippi.**
4. Amount of capital stock and particulars as to class or classes thereof **$10,000.00 All common stock.**
5. Number of shares for each class and par value thereof. **100 shares at $100.00 each. Par value $100.00 each.**
6. The period of existence (not to exceed fifty years) is **50 years.**
7. The purpose for which it is created: **To operate and mine as a sand and gravel company and any and all kinds of GRAVEL BARS, the State of Mississippi. To buy amd sell land, sand bars, or to lease and operate the same. borrow money, issue its notes or deed of trust therefor, to buy or sell oil or gas leases, to drill for oil or gas; to make all lawful contracts of business incident to or connected with any of the above business.**

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 19[illegible]

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: **50 shares.**

E. J. Traxler,
G. L. Smith,
L. L. Campbell,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of **Hinds.**

This day personally appeared before me, the undersigned authority, **E. J. Traxler, L. L. Campbell, and G. L. Smith**

incorporators of the corporation known as the **Myles Gravel Company**

who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the **27th** day of **September**, 1935.

(SEAL)

Ione 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 , 193

Received at the office of the Secretary of State, this the **30th** day of **September** A.D., 19 **35**, together with the sum of $ **30.00** deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., **Sept.30,** 1935.

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

Greek L. Rice, , Attorney General.

By: **J.A.Lauderdale,** , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation, of **Myles Gravel Company** is hereby appproved.

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 **October,** , 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
October 1, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Secretary of State Tax Commission
as Authorized by Section 15, Chap.
231, Laws of Mississippi
OCT 12 1936

The Charter of Incorporation of

SERVICE NEWS AGENCY, INC.

1. The corporate title of said company is Service News Agency, Inc.
2. The names of the incorporators are: Lloyd Soulier, Postoffice, Jackson, Mississippi; H. V. Watkins, Postoffice, Jackson, Mississippi; Ralph B. Avery, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $1,000.00 common.
5. Number of shares for each class and par value thereof. 50 shares, $20.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To carry on the business of a dealer and distributor of newspapers and magazines and everything incidental and germaine thereto.
8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.
8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 50 shares.

Lloyd J. Souiler,
H.V. Watkins,
Ralph B. Avery,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Lloyd Souiler, H. V. Watkins, and Ralph B. Avery, incorporators of the corporation known as the Service News Agency, Inch, each who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 7th day of October, 1935.

(SEAL)

H. V. Watkins, Jr.,
Notary Public.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority, incorporators of the corporation known as the who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 7th day of October, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Oct. 7th, 1935.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Service News Agency, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 7th day of October, 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

October 7th, 1935.

Amended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 11/25/44

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE, JACKSON MISS

The Charter of Incorporation of

JENNINGS & HUTCHINS, INC.

1. The corporate title of said company is Jennings & Hutchins, Inc.
2. The names of the incorporators are: Mrs. E. A. Jennings, Postoffice, Jackson, Mississippi; Mr. E. A. Jennings, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $5,000.00 divided into fifty shares of Common Stock of the par value of $100.00 per share.
5. Number of shares for each class and par value thereof. Fifty shares of common stock of the par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To own and operate one or more mens furnishings and haberdashery stores including the right to buy and sell merchandise of all kinds and classes at wholesale and retail, for cash or on credit, and to do and perform such other acts as are usual and customary in the operation of a general mens furnishings or haberdashery business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Twenty shares of the par value of $100.00 per share.

E. A. Jennings,
Mrs. E. A. Jennings,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Mrs. E. A. Jennings, Jackson, Mississippi, and Mr. E. A. Jennings, Jackson, Mississippi

incorporators of the corporation known as the Jennings & Hutchins, Inc.

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 5th day of October, 1935.

(SEAL)

J. W. Bradshaw,
Notary Public.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority, JENNINGS & HUTCHINS, INC.,

incorporators of the corporation known as the Jennings & Hutchins, Inc.,

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 5th day of October, 1935.

Received at the office of the Secretary of State, this the 5th day of October, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Oct. 5th, 1935.

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

Greek L. Rice, Attorney General.

By: W.W.Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of JENNINGS & HUTCHINS., INC.,

is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 5th day of October, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:

October 7th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

NASH-LAFAYETTE OF JACKSON, INC.

1. The corporate title of said company is Nash-Lafayette of Jackson, Inc.

2. The names of the incorporators are: John C. Neilson, Postoffice Jackson, Mississippi; W. M. Snyder, Postoffice Jackson, Mississippi; W. E. Pepper, Postoffice, Jackson, Mississippi.

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Four Hundred (400) Shares Common Stock Par Value Twenty Five Dollars ($25.00) per share.

5. Number of shares for each class and par value thereof. Four Hundred (400) Shares Common Stock Par Value Twenty Five Dollars ($25.00) per share.

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

7. The purpose for which it is created: To manufacture, buy, sell and generally deal in automobiles, trucks, and automotive accessories of every kind and character appertaining thereto, and any and all materials or articles required for, or used or useful in connection with all or any of the objects aforesaid, and to do all other things subsidiary, necessary or convenient for carrying out and into effect the main purpose and objects of the organization of the corporation.

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

Number of shares of each class to be subscribed and paid for before the corporation may begin business:
One Hundred Shares Common Stock.

John C. Neilson,
W. M. Snyder,
W. E. Pepper,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority,

John C. Neilson, W. M. Snyder and W. E. Pepper,

incorporators of the corporation known as the Nash-Lafayette of Jackson, Inc.,

who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as ~~their~~ (their) act and deed on this the 9th day of October, , 1935.

(SEAL)

(Miss) Sydney Crain,
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 , 193

Received at the office of the Secretary of State, this the 10th day of October, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Oct.11th, 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Nash-Lafayette of Jackson, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 11th day of October, , 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

October 12, 1935.

58 For Amendment See Photo-stat Book 38 Page 515-520

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

NEW LAUREL RADIO STATION, INC.

1. The corporate title of said company is New Laurel Radio Station, Inc.
2. The names of the incorporators are: Dave Marcus, Postoffice Laurel, Mississippi; Mrs. W. S. Taylor, Post-office Laurel Mississippi;
3. The domicile is at Laurel, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $1200.00 of the value of $50.00 per share. All to be paid in.
5. Number of shares for each class and par value thereof. Same as above
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To own, construct, build, and operate a radio broadcasting station or stations, and the building and equipment necessary for the above purposes.

FOR AMENDMENT SEE BOOK 41-42 PAGE 173

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 19

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
All must be paid in.

Dave Marcus,
Mrs. W. S. Taylor,

ACKNOWLEDGMENT

Incorporators.

STATE OF MISSISSIPPI, County of Jones.

This day personally appeared before me, the undersigned authority, Dave Marcus and Mrs. W. S. Taylor,

incorporators of the corporation known as the New Laurel Radio Station, Inc.,
who acknowledged that (~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the 10th day of October, A. D. , 1935.

A. B. Schauber
Notary Public.

(SEAL)

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 11th day of October , A.D., 1935 , together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Oct.11th, 1935.

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

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of New Laurel Radio Station, Inc.,
is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 11th day of October , 1935.

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
October 15th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SEMPLE PHARMACY, INC.

1. The corporate title of said company is Semple Pharmacy, Inc.

2. The names of the incorporators are: A. G. Ostroffsky, Postoffice Vicksburg, Mississippi; George Semple Hawthorne, Postoffice Vicksburg, Mississippi; William M. Adams, Postoffice Vicksburg, Mississippi.

3. The domicile is at the city of Vicksburg, in Warren County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Five Thousand ($5,000.00) Dollars consisting of 100 shares of common stock of the par value of Fifty (50.00) Dollars per share.

5. Number of shares for each class and par value thereof. One Hundred (100) shares of common stock of the par value of fifty ($50.00) Dollars per share.

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

7. The purpose for which it is created: To conduct a wholesale and/or retail drug business; to engage in business as a manufacturing chemist; to buy, sell and deal in any and all kinds of goods, wares and merchandise; and it may acquire, lease, hold, own and/or use such real estate and personal property, and do such other acts and things, as it may deem necessary, proper or convenient for any of such purposes.

This corporation dissolved by decree of the Chancery Court of Warren County, Miss., rendered June 26th, 1937, in cause pending in said Court styled In the matter of the dissolution of the corporation Semple Pharmacy, Inc., and numbered 13,835 on the General docket of said Court. Certified copy of said decree filed in the office of the Secretary of State on June 29th 1937.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
One-fifth of the entire capital stock.

A. G. Ostroffsky,
George Semple Hawthorne,
William M. Adams,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Warren.

This day personally appeared before me, the undersigned authority, the within named A. G. Ostroffsky, George Semple Hawthorne and William M. Adams,

incorporators of the corporation known as the Semple Pharmacy, Inc., who acknowledged that ~~(he)~~ (they) Respectively signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 15th day of October, 1935.

Millie Theus,
(SEAL) Notary Public in and for Warren 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 , 193

Received at the office of the Secretary of State, this the 15th day of October, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Oct. 15, 1935

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

Greek L. Rice, , Attorney General.
By: J.A.Lauderdale, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Semple Pharmacy, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 16th day of October, 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

October 16th, 1935.

60 Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1/24/1944 FOR AMENDMENT SEE BOOK 37-38 PAGE 506

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

CENTURY SERVICE & INVESTMENT SYSTEM

1. The corporate title of said company is Century Service System Incorporated

2. The names of the incorporators are: Roy Arnold, Postoffice Jackson, Mississippi; E. L. Arnold, Postoffice Jackson, Mississippi; Charles Martin, Postoffice, Jackson, Mississippi.

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Total Capital Stock is $10,000.00
$8000.00 of 6% preferred.
$2000.00 of common.

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

Eighty shares of 6% preferred with par value of $100.00 per share, ($8000.00)
Four hundred shares of common at five dollars per share, with no par value..... ($2000.00)

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

7. The purpose for which it is created: To buy, sell, own, rent, build, repair, trade, exchange, or loan money on real or personal property; or to do any of the above with personal indorsements of responsible people.

To buy, sell, own, trade, adjust, exchange and handle any and all kinds of negotiable paper including stocks, bonds, checks, notes, bills, deeds of trust, open accounts, contracts of any nature (legal), and all kinds and forms of insurance policies, or insurance contracts or other legal instruments or papers of like nature.

To borrow money, and pay interest thereon (not to exceed legal rate), and to execute notes or other legal documents; including bonds, notes, deeds of trusts as evidence or security of such money borrowed, or to execute such other certificate as may be necessary to negotiate loans of any character, so long as same is not contrary to law.

To negotiate loans with banks, or finance companies, for the general public, and to carry on a general invest ment business in accordance with the laws of the State of Mississippi, and of the United States of America, and to make, execute and deliver any kind of legal contract or other instrument not contrary to law.

To exercise all other rights and powers that the laws of Mississippi and of the United States of America permit corporations of this character to have and use in accordance with the laws thereof.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Not less than one share of 6% preferred.
Not less than Two shares of common.

Roy Arnold,
E. L. Arnold,
Chales Martin.
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Roy Arnold, E. L. Arnold and Charlie Martin,

incorporators of the corporation known as the Century Service System Incorporated
who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 21st day of October, 193 5.

(SEAL)

Beatrice Boyett,
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 , 193

Received at the office of the Secretary of State, this the 22nd day of October, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Oct.22nd 193 5.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Century Service System Incorporated is hereby appproved.

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 October, 193 5.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
October 22nd, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

The Bell Dry Goods Company

1. The corporate title of said company is The Bell Dry Goods Company.

2. The names of the incorporators are: Felix Bell, Postoffice Vicksburg, Mississippi; Mrs. Emma S. Bell, Postoffice Vicksburg, Mississippi; John B. Schlottman, Jr., Postoffice, Vicksburg, Mississippi.

3. The domicile is at Vicksburg, Mississippi.

4. Amount of capital stock [illegible] Five thousand dollars ($5000.00), to be evidenced by fifty (50) shares of stock of a par value of One hundred dollars each.

5. The [illegible] Par value of shares is one hundred dollars each.

Superseded by State Tax Commission as authorized by Section 15 Chapter 22, Laws of Mississippi 1934

OCT 12 1935

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

7. The purpose for which it is created: to conduct a general retail and wholesale mercantile business, and to buy and sell goods, wares and merchandise, both at wholesale and retail.

8. The rights and powers that may be exercised by this corporation, [illegible] are those conferred by Chapter 100, Code of Mississippi of 1930.

9. This corporation may begin business when fifty per cent of the capital stock has been paid.

Felix Bell,
Mrs. Emma S. Bell,
John B. Schlottman, Jr.,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Warren.

This day personally appeared before me, the undersigned authority, Felix Bell, Mrs. Emma S. Bell, and John B. Schlottman, Jr.,

incorporators of the corporation known as the Bell Dry Goods Company,

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 18th day of October, 1935.

Rundle Smith,
Notary Public.

(SEAL)

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the 19th day of October, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Oct. 19th, 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of The Bell Dry Goods Company is hereby appproved.

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 October, 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

October 22, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

M. - L. - T. Motor Express, Inc.

1. The corporate title of said company is M - L - T Motor Express, Inc.
2. The names of the incorporators are: John D. Harris, Postoffice Crystal Springs, Miss.; Loyd Bond, Postoffice Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Four Hundred (400) Shares of Common Stock at a par value of Twenty Five Dollars ($25.00) per share.

5. Number of shares for each class and par value thereof. Four Hundred (400) Shares of Common Stock at a par value of Twenty Five Dollars ($25.00) per share.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created:

To forward parcels, packages and merchandise and goods of all descriptions between cities and towns and other places in various parts of the United States;
To maintain and keep storage warehouses for the storage and deposit of goods and merchandise of all kinds and descriptions and conduct all business appertaining thereto, including the making of advances on goods stored and deposited with it and to have and receive all the rights and emoluments thereto belonging; to vend and deal in automobiles, motor cars, motor trucks, wagons and other mechanically propelled vehicles.
To carry on the business of commission merchants, or merchants to buy, sell, manipulate and deal in at wholesale or retail merchandise, goods, wares, food products and commodities of every sort, kind or description which can be conveniently carried on with any of the Company objects.
To do a general contracting business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 19

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

Forty (40) Shares.

John D. Harris,
Loyd Bond,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, John D. Harris, and Loyd Bond

incorporators of the corporation known as the M-L-T Motor Express, 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 October, 1935.

(SEAL)

(Miss) Sydney Crain,
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 , 193

Received at the office of the Secretary of State, this the 18th day of October, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Oct. 18th 1935

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of M-L-T Motor Express, Inc., is hereby appproved.

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 October, 1935.

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
October 22, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BULLOCK PECAN COMPANY, INC.

1. The corporate title of said company is Bullock Pecan Company, Inc.
2. The names of the incorporators are: William Bullock, Postoffice Natchez, Mississippi; Hayden Kaiser, Postoffice Natchez, Mississippi; Mrs. Marie Petkovsek, Postoffice Natchez, Mississippi.
3. The domicile is at Natchez, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Fifty (50) Shares at $100.00 each, all common.
5. Number of shares for each class and par value thereof. 50 shares at $100.00 par value. All common stock.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To buy, sell and trade in pecans and other nuts; to shell and prepare for market pecans and other nuts and to do any and all other things usually done in the purchasing, selling, marketing, storing and shelling of pecans and other nuts.

This corporation dissolved by decree of the Chancery Court of Adams County, Miss. on petition of William Bullock and Hayden Kaiser, rendered June 27, 1936 and filed in this office July 15, 1936.

8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.
9. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Fifty (50) shares common stock at $100.00 par value.

William Bullock,
Hayden Kaiser,
Mrs. Marie Petkovsek,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Adams,

This day personally appeared before me, the undersigned authority, William Bullock, Hayden Kaiser and Mrs. Marie Petkovsek,

incorporators of the corporation known as the Bullock Pecan Company, Inc.,

who acknowledged that ~~XXXX~~(they) signed and executed the above and foregoing articles of incorporation as ~~XXXX~~(their) act and deed on this the day of October, 193 5.

(SEAL)

A. M. McClure, 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 , 193

Received at the office of the Secretary of State, this the 28th day of October, A.D., 19 35, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Oct. 28th, 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Bullock Pecan Company, Inc.

is hereby appproved.

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 October, 193 5.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

October 29th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934

OCT 12 1935

The Charter of Incorporation of

OTT MERCANTILE COMPANY

1. The corporate title of said company is Ott Mercantile Company.
2. The names of the incorporators are: O. L. Ott, Postoffice Morton, Miss.; N. T. Stuart, Postoffice, Morton
3. The domicile is at Morton, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Five Thousand ($5,000) Dollars.
5. Number of shares for each class and par value thereof. Five Thousand Dollars, all common stock divided into fifty shares of the par value of $100.00 each.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To do a general merchandising business both wholesale and retail; to own, hold, use, sell and otherwise trade in all kinds of merchandise, and to buy, lease, hold, use and sell such real and personal property as may be necessary or proper to the conduct of such business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1

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

Ollie L. Ott,
Newton T. Stuart,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Scott.

This day personally appeared before me, the undersigned authority, O.L. Ott and N. T. Stuart,

incorporators of the corporation known as the Ott Mercantile Company who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the 30th day of October, 1935.

(SEAL)

Aubense Liles,
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 , 193

Received at the office of the Secretary of State, this the 30th day of October, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Oct. 30 1935.

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

Greek L. Rice, , Attorney General.

By: J. A. Lauderdale, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Ott Mercantile Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 30th day of October, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:

October 31, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

DEADENING PLANTATION, INC.

1. The corporate title of said company is Deadening Plantation, Inc.
2. The names of the incorporators are: S. V. Anderson, Postoffice Greenville, Miss.; J. H. Anderson, Postoffice Greenville, Miss.; D. S. Strauss, Postoffice Greenville, Miss.
3. The domicile is at Longwood, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $10,000.00 of common stock consisting of 100 shares at the par value of $100.00 per share.

5. Number of shares for each class and par value thereof: 100 shares at the par value of $100.00 per share.

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To own agricultural lands to the extent of not exceeding 10,000 acres; to conduct farming operations thereon; to lease and operate other lands for farming purposes; to own such personal property as is necessary or incident to the operation of a farm; to own and operate gins, commissaries, storage places and to do any and all things necessary or incident to the conduct of a planting business; to borrow money; to acquire real and personal property incident to farming operations and necessary to furnishing tenants and other labor and to execute mortgages as security therefor; to sell all or any part of the property owned; and to do any and all things reasonably incident to the specific powers above enumerated.

Charter Cancelled - Report of Organization not received in two years - By Opinion of Attorney General

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: The entire capital shall be issued and paid for before the corporation begin business.

S. V. Anderson,
J. H. Anderson,
D. S. Strauss,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Washington.

This day personally appeared before me, the undersigned authority, S. V. Anderson, J. H. Anderson and D. S. Strauss

incorporators of the corporation known as the Deadening Plantation, 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 21st day of October, 1935.

(SEAL)

C. B. Perrin,
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 , 193

Received at the office of the Secretary of State, this the 22nd day of October, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Oct. 30th, 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of DEADENING PLANTATION, INC.,
is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 30th day of October, , 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

October 31, 1935.

66 V

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Chas. Weaver and Company, Incorporated.

1. The corporate title of said company is Chas. Weaver and Company, Incorporated.
2. The names of the incorporators are: Chas. Weaver, Postoffice Anoka, Minnesota; Robert Weaver, Postoffice Anoka, Minnesota; John Spencer, Postoffice, Jackson, Mississippi.
3. The domicile is at Clarksdale, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof One Hundred Thousand Dollars, All common stock.
5. Number of shares for each class and par value thereof. one thousand shares common stock of par value of one hund dollars per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To enter into contracts with persons, firms, corporations, United Sta of America, States, Levee Boards, cities, highway departments, counties, municipalities a all subdivisions and districts thereof, for the construction, improvement and repair of r highways, and bridges, and the paving, grading, curbing and surfacing of streets, roads a highways, and the building and repair of levees and other construction work of a similar seter, and the doing of all of said things under said contracts; and the furnishing of la and materials in the performance of such construction and work; to carry on the general bu ness of contracting and construction work in all its branches; to do all and everything ne essary, suitable amd proper for the accomplishment of any of the purposes or the attainme any of the objects, or the furtherance of any of the powers hereinbefore set forth, eithe alone or in association with other corporations, firms or individuals, and every other ac acts, thing or things, incidental or appurtenant to or growing out of or connected with th aforesaid business and powers or any part or parts thereof, provided that 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 100, Code of Mississippi of

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

Chas. Weaver,
John Spencer,
Robert Weaver,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Coahoma.

This day personally appeared before me, the undersigned authority,

Chas. Weaver, John Spencer and Robert Weaver,

incorporators of the corporation known as the Chas. Weaver and Company, Incorporated,

who acknowledged that (~~he~~ (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 29th day of October, 1935.

(SEAL)

Ed Brewer, 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 , 193

Received at the office of the Secretary of State, this the 31st day of October, A.D., 1935, together with the sum of $ 210.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Oct. 31st 1935

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 Sta

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Chas. Weaver and Company, Incorporated, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 31st day of October, 1935

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER, Governor.

Recorded:

November 1, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

1. The corporate title of said company is Biloxi Fair Assn.

2. The names of the incorporators are: N. K. Nelson, Postoffice, Biloxi, Miss.; Randolph Raymond, Postoffice Biloxi, Miss.; Charles Comeaux, Postoffice, Biloxi, Miss.

3. The domicile is at Biloxi, Miss.

4. Amount of capital stock and particulars as to class or classes thereof None.

Be it resolved that N. K. Nelson, Randolph Raymond, or Charles Comeaux or all three of them be and they are hereby authorized and directed to apply for a charter of incorporation of Biloxi Fair AssN. I, N. K. Nelson President of the Biloxi Fair Assn. do hereby certify that the foregoing is a true and correct copy of a resolution unanimously passed at a meeting of the Biloxi Fair Assn. duly called and held on the 25th day of September 1935.

Witness my hand and signature this 30th day of Oct. 1935.

N.K.Nelson, Pres. Biloxi Fair Assn.

5. Number of shares for each class and par value thereof. None.

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

7. The purpose for which it is created: To operate a fair, Its purpose is to promote a permanent live at home and buy at home program, through modern agricultural and industrial activities and bring about a better and closer relationship between the city and country people. To operate a fair and to have and conduct same and to give in connection therewith entertainments, carnivals, shows, and booths also to do any and all acts in connection with said fair to carry on its object. It shall have the power to sue and be sued, to plead and implead and to do any and all acts in accordance with section 4131 Mississippi Code of 1930. Such corporations shall not be required to make publication of their charters, 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 their shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the cliams of creditors.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: None.

N. K. Nelson,
Randolph Raymond,
Chas. Comeaux,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, N. K. Nelson, Randolph Raymond, Chas. Comeaux

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 31st day of October, 193 5. (SEAL)

O. G. Swetman, 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 , 193

Received at the office of the Secretary of State, this the 5th day of November A.D., 19 35, together with the sum of $ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., November 5 193 5.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Biloxi Fair Assn.

is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 5th day of November, 193 5.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded:

November 6th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 OCT 4 1937

The Charter of Incorporation of

HEILDELBERG DRUG COMPANY

1. The corporate title of said company is Heidelberg Drug Company

2. The names of the incorporators are: Roy L. Heidelberg, Postoffice Baton Rouge, Louisiana; J. M. McCormick Jackson, Mississippi; M. H. Richardson, Postoffice Jackson, Mississippi.

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

4. Amount of capital stock and particulars as to class or classes thereof Six Thousand Dollars ($6,000.00) of Common Stock.

5. Number of shares for each class and par value thereof. Sixty (60) Shares of Common Stock of the par value of One Hundred Dollars ($100.00) per share.

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

7. The purpose for which it is created: To own and operate a drug business, both at wholesale and retail; to and operate drug stores, laboratories and drug factories; to buy, sell and deal in drugs, sundries, general merchandise; to own and operate soda fountains, refreshment parlors, restaurants and confectioneries; to buy, own, and lease, real and personal property for the operation of said business and to do any and all things necessary or germain to the carrying on of said businesses.

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

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

Thirty (30) Shares of Common Stock.

Roy L. Heidelberg,
J. M. McCormick,
M. H. Richardson,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds, City of Jackson.

This day personally appeared before me, the undersigned authority, Roy L. Heidelberg, one of the incorporators of the corporation known as the Heidelberg Drug Company, who acknowledged that (he) signed and executed the above and foregoing articles of incorporation as (his) act and deed on this the 5th day of November, 1935.

(SEAL)

E. C. Miller,
Notary Public

My commission expires August 15

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, J. M. McCormick and M. H. Richardson, two of the incorporators of the corporation known as the Heidelberg Drug Company, who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 5th day of November, 1935.

(SEAL)

E. C. Miller,
Notary Public

My Comm in expires Aug 15/1938

Received at the office of the Secretary of State, this the 6th day of November, A.D., 1935, together with the sum of $ 22.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., November 6 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Heidelberg Drug Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 6th day of November, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
November 8, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

TRULY LAND COMPANY

1. The corporate title of said company is Truly Land Company.
2. The names of the incorporators are: Jeff Truly, Postoffice, Fayette, Mississippi; M. W. Truly, Postoffice, Fayette, Mississippi.
3. The domicile is at Tru Haven, Fayette, Mississippi, R.F.D.
4. Amount of capital stock and particulars as to class or classes thereof $5,000.00 capital stock, all of one class of Common Stock. The incorporators shall have full power to employ manager, secretaries or other employees, who need not be stockholders in the corporation. No amendment to this charter shall be permitted without the unanimous vote of every stockholder, but a majority of the stockholders in number may alter, amend, or repeal the By-Laws at their pleasure.

5. Number of shares for each class and par value thereof. One Hundred shares of stock par value $50.00 each. The incorporators named shall constitute the Board of Directors, and shall assume their positions and enter into the discharge of duties immediately upon recording of this charter. No initial meeting being required.
The Capital Stock may be paid by conveyance of lands tp said corporation.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To buy, sell, lease or cultivate farms and agricultural and timber lands. To make contracts of lease with tenants from year to year, or for any term of years permitted by law.
This Corporation is not permitted to borrow money, mortgage property, contract indebtedness for supplying tenants, nor to execute promissory notes except vendor lien notes for unpaid portion of purchase money of lands which may hereafter be acquired.
This corporation is authorized and empowered to engage in raising pr breeding every kind and description of live stock and may operate dairy, swine or poultry establishments on its own lands.

Charter Cancelled. Applnt Organization not received in two years. By Opinion of the attorney General

8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.
Number of shares of each class to be subscribed and paid for before the corporation may begin business:

Entire amount shall be paid by conveyance of lands.

Jeff Truly,
M. W. Truly,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jefferson.

This day personally appeared before me, the undersigned authority,

Jeff Truly and M. W. Truly,
Truly Land Company,

incorporators of the corporation known as the who acknowledged that ~~XXXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXXX~~ (their) act and deed on this the 13th day of November, 193 5.

(SEAL)

F. V. Davis,
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 , 193

Received at the office of the Secretary of State, this the 14th day of November, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., November 14 193 5.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Truly Land Company is hereby appproved.

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 November, 193 5.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

November 14th, 1935

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 7/18/42-

The Charter of Incorporation of

CLINTON MOTOR COMPANY, INC.

1. The corporate title of said company is Clinton Motor Company, Inc.
2. The names of the incorporators are: W. H. Shores, Postoffice, Jackson, Mississippi; E. L. Freeman, Postoffice Clinton, Mississippi; M. Latimer, Postoffice, Clinton, Mississippi.
3. The domicile is at Clinton, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Fifty (50) Shares Common Stock, par value One Hundred Dollars ($100) per share.
5. Number of shares for each class and par value thereof. Fifty (50) shares common stock par value One Hundred Dollars ($100) per share.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To buy and sell gasoline and motor oils, to buy, sell, and generally deal in automobiles, trucks, and automotive accessories of every kind and character appertaining thereto, and any and all materials or articles required for, or used, or useful in connection with any or all of the objects aforesaid, to own and operate an automobile repair shop and to do all other things subsidiary, necessary, or convenient for carrying out and into effect the main purposes and object of the organization of the Corporation.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Fifteen (15) Shares of Common Stock.

W. H. Shores,
E. L. Freeman,
M. Latimer,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, W. H. Shores, E. L. Freeman, and M. Latimer, incorporators of the corporation known as the Clinton Motor Company, Inc., who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 12th day of November, 1935.

(SEAL)

A. E. Wood,
Mayor & Ex Off. J.P.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 14th day of November, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., November 14 1935.

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

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Clinton Motor Company, Inc., is hereby appproved.

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 November, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:

November 14th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Amite County Bank Securities Corporation, Gloster, Mississippi.

1. The corporate title of said company is Amite County Bank Securities Corporation.

2. The names of the incorporators are: C.E.Bates,Postoffice,Gloster,Mississippi, T.J.Breed,Postoffice,Gloster, Mississippi W.J.Conerly,Postoffice,Gloster,Mississippi,W.W.Jackson,Postoffice,Gloster,Mississippi; J.T.Lowrey,Postoffice, Gloster,Mississippi.

3. The domicile is at Gloster, Amite County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof The Corporation shall be capitalized at $30,000.00, all of which shall be common stock of the same class, and shall begin business when $30,000.00 of the stock shall have been ~~sbss~~ribed and paid for.

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

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

7. The purpose for which it is created: To purchase, hold, own, deal in, lend on and borrow money on assets of banks, either open or in liquidation, and particularly the Corporation shall have the right to purchase real estate, bonds, stocks, nptes or bills receivable, secured by mortgages and deeds of trust or unsecured, and other evidences of debt, from banks, either open or closed, and it shall have the right to hold, own, deal in, lend on, and borrow money on all such assets, and to do all other things authorized by law and as specifically authorized by Section 34, of Chapter 146, of the Laws of 1934.

The rights and powers that may be exercised by this corporation in addition to the foregoing are those conferred by Chapter 100, Code of Mississippi of 1930, and by Chapter 146 of the Laws of 1934, and all subsequent applicable laws and amendments.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Three hundred shares of common stock, of the par value of $100.00 per share, shall be subscribed and paid for before the Corporation may begin business.

C.E.Bates,
T. J. Breed,
W. J. Conerly,
W. W. Jackson,
J. T. Lowrey,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Amite.

This day personally appeared before me, the undersigned authority, C. E. Bates, T. J. Breed, W. J. Conerly, W. W. Jackson, and J. T. Lowrey,

incorporators of the corporation known as the Amite County Bank Securities Corporation who acknowledged that ~~xxx~~ (they) signed and executed the above and foregoing articles of incorporation as ~~xxxx~~ (their) act and deed on this the 7th day of November, , 193 5.

A. McLean, Notary Public.
My commission expires Jan. 1st. 1937.

(SEAL)

CONSENT AND APPROVAL OF THE COMPTROLLER

State of Mississippi.

I, M. D. Brett, State Comptroller, hereby certify that I have read the Charter of Incorporation of Amite County Bank Securities Corporation, Gloster, Mississippi, and that I do hereby give my consent and approval to the organization thereof, as contemplated by Section 34, of Chapter 146, of the Laws of Mississippi, of 1934.

Given under my hand and seal, this 9th day of November, 1935.

(SEAL)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 15th day of November, A.D., 1935, together with the sum of $ 70.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS. November 15 193 5.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Amite County Bank Securities Corporation is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 15th day of November, , 193 5.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded:

November 18th, 1935.

This Corporation dissolved and its charter surrendered to the State of Mississippi by action of the Amite County Board of Supervisors, last meeting in April, 1946. Certified copy of said action filed with Secretary of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934
OCT 12 1938

The Charter of Incorporation of

HAZLEHURST NICKLE STORES, INCORPORATED

1. The corporate title of said company is Hazlehurst Nickle Stores, Inc.
2. The names of the incorporators are: John I. Magee, Postoffice, Hazlehurst, Mississippi; R. T. Neely, Postoffice, Jackson, Mississippi; O. J. Carter, Postoffice, Jackson, Mississippi.
3. The domicile is at Hazlehurst, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $5,000.00 all common stock.
5. Number of shares for each class and par value thereof. Fifty shares of common stock, of the par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty Years.
7. The purpose for which it is created: To own and operate retail and wholesale mercantile businesses, to buy, sell, exchange merchandise and other commodities and to operate a chain of stores in the manner specified above, and to do and perform any and all things incident to the owning and operating of said mercantile establishments and stores; to buy, own, lease or sell real estate incidental to or necessary in said mercantile businesses.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 25 shares of common stock, par value of $100.00 per share.

Jno. I. Magee,
R. T. Neely,
O. J. Carter,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Copiah.

This day personally appeared before me, the undersigned authority, John I. Magee, one of the incorporators of the corporation known as the Hazlehurst Nickle Stores, Inc., 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 November, 193 5.

(SEAL) Bessie Mae Harlan Nelson, Notary Public.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, R. T. Neely, O. J. Carter, incorporators of the corporation known as the Hazlehurst Nickle Stores, Inc., who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 16 day of November, 193 5.

(SEAL) C. D. Hayes, Notary Public

Received at the office of the Secretary of State, this the 16th day of November A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS. November 16 193 5.

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 State

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Hazlehurst Nickle Stores, Incorporated is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 18th day of November, 193 5

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER, Governor.

Recorded:
November 20th, 1935

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 DEC 12 1937

1. The corporate title of said company is Holman Farms, Inc.
2. The names of the incorporators are: Gilbert L.Cleland, Postoffice, Lexington, Tennessee; Stanley H.Rice, Postoffice, Lexington, Tennessee; C.J.Bowers,Postoffice,Lexington,Tennessee; J.F.Pope,Postoffice, Lexington, Tennessee; Davis A. Milam, Postoffice, Lexington, Tennessee.
3. The domicile is at Cruger, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $5000.00 common stock.
5. Number of shares for each class and par value thereof. 100 shares common stock, par value $50.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To purchase, own, and operate a farm or farms and to carry on general farming operations in the State of Mississippi and especially in Holmes County, Mississippi, to own lands for agricultural purposes with right and power to purchase and sell incorporate name, provided that this corporation shall not hold and cultivate for agricultural purposes more than ten thousand acres of land in any one year.

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

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

Gilbert L. Cleland,
Stanley H. Rice,
CJ.Bowers,
J. F. Pope,
Davis A. Milam,

Incorporators.

ACKNOWLEDGMENT

STATE OF Tennessee, County of Henderson.

This day personally appeared before me, the undersigned authority, Gilbert L. Cleland, Stanley H. Rice, C. J. Bowers, J. F. Pope, Davis A. Milam,

incorporators of the corporation known as the Holman Farms, Inc.,

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 13th day of November, 1935. (SEAL)

Elmer L. Stewart,
Notary Public.
My commission expires January 8, 1939.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the 16th day of November, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., November 16 1935.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Holman Farms, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 18th day of November, 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

November 20th, 1935.

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934

Suspended by State Tax Commiss as Authorized by Section 15, Chap 121, Laws of Mississippi 193 OCT 4 1937 OCT 4 1937

The Charter of Incorporation of

Lester Alvis Company, Incorporated

1. The corporate title of said company is **Lester Alvis Company, Incorporated.**
2. The names of the incorporators are: **Lester Alvis, Postoffice, Jackson, Mississippi; Mrs. Lester Alvis, Post office, Jackson, Mississippi.**
3. The domicile is at **Jackson, Mississippi.**
4. Amount of capital stock and particulars as to class or classes thereof **Fifty (50) shares common stock of the par value of $100.00 per share.**
5. Number of shares for each class and par value thereof. **50 common $100.00 par value.**
6. The period of existence (not to exceed fifty years) is **50 years.**
7. The purpose for which it is created: **To buy, sell, trade, exchange, hypothecate, or otherwise deal in stocks, bonds, notes, or other evidences of indebtedness; to borrow money and secure the same by pledge, hypothecation or assignment of any property of the corporation.**

To act as agent in the sale, exchange, and hypothecation for others with respect to stocks, bonds, notes, mortgages, debentures, and any and all other forms of indebtedness securities.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
10 shares, each of par value of $100.00, aggregation $1000 (One Thousand) Dollars.

Lester Alvis,
Mrs. Lester Alvis
Lester Alvis
Mrs Lester Alvis

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of **Hinds.**

This day personally appeared before me, the undersigned authority, **Lester Alvis and Mrs. Lester Alvis, incorporators of the corporation known as Lester Alvis Company, Incorporated,**

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 **November,** , 193**5.** (SEAL)

Marietta Bishop,
Notary Public. 3/15/36

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the **21st** day of **November**, A.D., 19**35** together with the sum of $ **20.00** deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., **November 21** 193**5.**

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 Sta

Greek L. Rice, , Attorney General.

By: **J. A. Lauderdale,** , Assistant Attorney General

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of **Lester Alvis Company, Incorporated,** is hereby appproved.

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 **November** , 193**5.**

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER, Governor.

Recorded:

November 25th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE SOUTHERN NAVAL STORES COMPANY, INC.

1. The corporate title of said company is The Southern Naval Stores Company, Inc.

2. The names of the incorporators are: J. T. Latimer, Postoffice, Columbia, Mississippi; R. F. Anderson, Postoffice, Columbia, Mississippi; V. A. Anderson, Postoffice, Columbia, Mississippi.

3. The domicile is at Columbia, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof The amount of the capital stock shall be $160,000.00 divided into classes and shares as follows: (a) $60,000.00 6% Cumulative Preferred Stock, divided into 600 shares of the par value of $100.00 each; (b) $100,000.00 of no par value of Common Stock, divided into 1000 shares of no par value each.

5. Number of shares for each class and par value thereof. 600 shares ofthe par value of $100.00 per share for the 6% Cumulative Preferred Stock, and 1000 shares of no par value each, of the Common Stock.

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

7. The purpose for which it is created: To buy and otherwise acquire, and to sell and otherwise dispose of, lands and raw materials (suitable to be used for the manufacture of resin, turpentine, pine oil and by-products); to buy and otherwise acquire, sell and otherwise dispose of raw materials for the manufacture of staves and barrels; to buy and otherwise acquire, to manufacture, to sell and otherwise ~~acquire, to manufacture, to sell and otherwise~~ dispose of, resin, turpentine, pine oil and other by-products; to purchase and otherwise acquire, operate, sell and otherwise dispose of a Wood Reduction Plant for the manufacture of resin, turpentine, pine oil and other by-products, and also a Stave Mill for the manufacture of staves and barrels; and in general, to do all things necessary or incidental to the operation of a Wood Reduction Plant and a Stave Mill, including the right and privilege to buy and otherwise acquire, own, sell and otherwise dispose of gasoline, oil, tires and other motive accessories, and dynamite, caps, fuses and other explosives.

This corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the chancery of Marion County, Mississippi, dated 12-19-1936.
Certified copy of said decree filed in this office this 10/1/1949
by Hebert Dobbins, Secretary of State.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
600 shares of Preferred Stock, and 1000 shares of Common Stock.

J. T. Latimer,
R. F. Anderson,
V. A. Anderson,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Marion.

This day personally appeared before me, the undersigned authority, J. T. Latimer, R. F. Anderson and V. A. Anderson, incorporators of the corporation known as the The Southern Naval Stores Company, Inc., who acknowledged that ~~XX~~) (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the 12 day of November, 1935.

Hattie F. Robertson (nee Ford)
Notary Public.

(SEAL)

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 22nd day of November, A.D., 1935, together with the sum of $ 330.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., November 23 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of The Southern Naval Stores Company, Inc., is hereby appproved.

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 November, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
November 25th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

GOODWILL OIL AND GAS CORPORATION OF MENDENHALL, MISSISSIPPI

1. The corporate title of said company is Goodwill Oil and Gas Corporation.
2. The names of the incorporators are: C. R. McCollum, Postoffice, Mendenhall, Miss.; E. B. Hales, Postoffice, Mendenhall, Miss.; B. E. Berry, Postoffice, Mendenhall, Miss.; W. M. Lofton, Postoffice, Mendenhall, Miss.
3. The domicile is at Mendenhall, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Five Thousand ($5,000) shares, common stock, without nominal or par value.
5. Number of shares for each class and par value thereof. Five thousand (5,000) shares, common stock, without nominal or par value. The sale price of which may be fixed from time to time by the Board of Directors, not to exceed Five ($5.00) Dollars per share.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To purchase and otherwise acquire, and to own, sell and otherwise dispose of lands and mineral rights therein, for the purpose of exploring for, locating and distilling oil and gas, and other minerals, laying pipe lines, building tanks, power stations and structures thereon; to purchase, save, store and distribute said products on any and all lands acquired, owned or used by the said Corporation in the conduct of its business.

Said Corporation shall be authorized to make any and all contracts and to execute and deliver all legal documents not inconsistent with or obnoxious to the constitution and laws of the State of Mississippi and of the United States.

Issued by Secretary of State as Authorized by Section 121, Laws of Mississippi 1934. 4/1941.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: One Hundred (100) shares of common stock at not less than Five ($5.00) Dollars per share.

C. R. McCollum,
E. B. Hales,
B. E. Berry,
W. M. Lofton,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Simpson.

This day personally appeared before me, the undersigned authority, C. R. McCollum, E. B. Hales, B. E. Berry and W. M. Lofton,

incorporators of the corporation known as the Goodwill Oil and Gas Corporation

who acknowledged that ~~Their~~ (they) signed and executed the above and foregoing articles of incorporation as ~~their~~ (their) act and deed on this the 22nd day of November, 1935.

(SEAL)

S. J. Knight,
Notary Public.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority, Goodwill Oil and Gas Corporation

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 25rd day of November, A.D., 1935, together with the sum of $ 60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., November 23 1935.

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 St

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Goodwill Oil and Gas Corporation is hereby appproved.

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 November, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:

November 25th, 1935.

The Corporation dissolved by decree of the Chancery Court of Yazoo Co., Miss. rendered on the 14th day of Jan. 1938 in cause No. 7828 pending styled Re Yazoo Furniture Company and numbered on the docket of said Court. Certified copy of said decree filed here January 17th, 1938. 77

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

YAZOO FURNITURE COMPANY

1. The corporate title of said company is Yazoo Furniture Company.

2. The names of the incorporators are: C. H. Brooks, Postoffice, Yazoo City, Miss.; L. E. Napier, Postoffice, Jackson, Miss.; E. F. Batte, Postoffice, Jackson, Miss.; E. W. Priddy, Postoffice, Jackson, Miss.

3. The domicile is at Yazoo City, Miss.

4. Amount of capital stock and particulars as to class or classes thereof: is $5000.00 and is all common stock.

5. Number of shares for each class and par value thereof. 100 shares of common stock of the par value of $50.00 for each share.

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

7. The purpose for which it is created: To acquire by purchase or otherwise, and sell and dispose of all kinds of furniture; to manufacture furniture and dispose of same by sale, trade or otherwise; to acquire by purchase, trade, rough material which enters into the manufacture of furniture; to acquire by purchase, trade, lease or otherwise real property and to sell and dispose of same and engage in a general wholesale and retail furniture buiness.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: All stock to be fully subscribed and paid for.

C. H. Brooks,
L. E. Napier,
E. F. Batte,
E. W. Priddy,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Yazoo.

This day personally appeared before me, the undersigned authority, C. H. Brooks, one of the incorporators of the corporation known as the Yazoo Furniture Company who acknowledged that (he) signed and executed the above and foregoing articles of incorporation as (his) act and deed on this the 14th day of Nov., 1935.

T. H. Campbell, Jr.,
Notary Public for Yazoo County, Miss.
My commission expires 4/2/38.

(SEAL)

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, L. E. Napier and E. F. Batte, and E. W. Priddy, incorporators of the corporation known as the Yazoo Furniture Company, who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 16 day of November, 1935.

L. F. Watkins, Notary Public.
My commission expires August1, 1938.

Received at the office of the Secretary of State, this the 23rd day of November, A.D., 1935 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS. November 27 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Yazoo Furniture Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 27th day of November, 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

November 27th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

JAX BEER COMPANY

1. The corporate title of said company is Jax Beer Company.
2. The names of the incorporators are: E. J. Hiller, Postoffice, Jackson, Mississippi; Garner W. Green, Sr., Jackson, Mississippi; E. A. Knight, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof The amount of the capital stock is Five Thousand ($5,000.00) Dollars, but business may be begun when Twenty Five Hundred ($2500.00) Dollars shall have been paid in. Alll shares to be common.
5. Number of shares for each class and par value thereof. Fifty shares of common stock, each with a par value of One Hundred ($100.00) Dollars.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To be a distributor of lawful wine and beer, especially that produced by the Jackson Brewing Company of New Orleans, Louisiana, and thereasto to do only those acts by the law of the State of Mississippi permitted; two of its principal officers applying for permit to do such business to be residents of Mississippi.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1

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

Twenty Five Shares to be paid in full.

E. J. Hiller,
Garner W. Green, Sr.,
E. A. Knight,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, E. J. Hiller, Garner W. Green, Sr., and E.A.Knight

incorporators of the corporation known as the Jax Beer Company,

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 29th day of November, 1935. (SEAL)

Reynolds Cheney,
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 , 193

Received at the office of the Secretary of State, this the 29th day of November, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS. November 29th, 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Jax Beer Company,

is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 29th day of November, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:

November 29th, 1935.

This charter cancelled by reason no report of organization filed within two years from date of granting of charter as per opinion of the attorney General 1979

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SEAL LOCK COMPANY, INC.

1. The corporate title of said company is Seal Lock Company, Inc.

2. The names of the incorporators are: Clyde Washburn, Postoffice, Memphis, Tennessee; D. C. Lauderdale, Postoffice, Senatobia, Mississippi

3. The domicile is at Jackson, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof Six Thousand (6,000) shares of common stock without nominal or par value; and the sale price of same is hereby fixed at Ten ($10.00) Dollars per share. The Board of Directors is vested with authority to change said sale price from time to time.

5. Number of shares for each class and par value thereof. 6,000 shares common stock without nominal or par value.

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

7. The purpose for which it is created: 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; and to borrow money and secure the payment of same; to issue notes, bonds and other securities and secure them.

To apply for, obtain, purchase, lease or otherwise to acquire and to register, hold, use, own, operate and introduce any letters patent, licenses, trade marks or trade names, or grants in respect of letters patent, trade marks and trade names, inventions, improvements, processes, contracts and beneficial interests thereinm used in connection with or secured under letters patent of the United States or elsewhere or otherwise; and to engage in any other lawful business or undertaking and to enter into any contract, as principal or agent, not contrary to law.

7 (a) The first meeting of the persons in interest, for the purpose of organizing the corporation, may be held, with or without notice, on November 27th, 1935, or on a subsequent date.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Five hundred (500) shares common stock without nominal or par value.

Clyde Washburn,
D. C. Lauderdale,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Tate,

This day personally appeared before me, the undersigned authority, D. C. Lauderdale, one of the incorporators of the corporation known as the Seal Lock Company, Inc. who acknowledged that (he) signed and executed the above and foregoing articles of incorporation as (his) act and deed on this the 25th day of Nov., 1935.

(SEAL)

J. H. Crow, Notary Public

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Clyde Washburn, one of the incorporators of the corporation known as the Seal Lock Company, Inc., who acknowledged that (he) signed and executed the above and foregoing articles of incorporation as (his) act and deed on this the 27th day of November, 1935.

(SEAL)

Walker Wood,
Secretary of State.

Received at the office of the Secretary of State, this the 27th day of November, A.D., 1935, together with the sum of $ 130.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS. November 27 1935.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Seal Lock Company, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 27th day of November, 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

November 27th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Morton Manufacturing Company.

1. The corporate title of said company is Morton Manufacturing Company.
2. The names of the incorporators are: F. L. Adams, Postoffice Morton, Mississippi; G. H. Jones, Postoffice, Morton, Mississippi; M. L. Stewart, Postoffice, Morton, Mississippi.
3. The domicile is at Morton, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Ten Thousand ($10,000.00) Dollars Common Stock.
5. Number of shares for each class and par value thereof. Four Hundred (400) Shares, each of the par value of $25.00
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To do and engage in a general lumber, and lumber manufacturing busine to buy, sell, acquire and deal in and with Lumber and Timber; and lumber and timber produc and by-products; To own and operate lumber mills, saw mills and planing mills;

To acquire, sell, hold and deal in and with all kinds of property, whether the same be real, personal, or mixed, and to engage in the general mercantile business; To own and ope stores, warehouses and filling stations;

To lend money; to borrow the same; and to take security and protection and protection benefits; To acquire, sell, hold and deal in and with chattels, notes, choses in action, stocks, and shares in corporations;

And generally, to transact such other business as may be incidental, necessary or prop to the exercise of any or all of the aforesaid purposes of the company.

This corporation dissolved by decree of the Circuit Court of Scott County, Mississippi, entered in cause pending therein styled Morton Manufacturing Company et al vs. Carl Eubanks et al, cause number 1327 on the docket of said Court. Decree dated Jan. 30, 1937. Certified copy of said decree filed in this office Feby. 1, 1937.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1

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

F. L. Adams,
G. H. Jones,
M. L. Stewart,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Scott.

This day personally appeared before me, the undersigned authority, F. L. Adams, G. H. Jones, and M. L. Stewart,

incorporators of the corporation known as the Morton Manufacturing Company,
who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the 26th day of November, 193 5. (SEAL)

N. B. Kelly, Notary Publi
My Com. Exp. Nov. 7, 1938.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 27th day of November, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., 27th 193 5

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 Stat

Greek L. Rice, , Attorney General.
By: E. R. Holmes, Jr., , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Morton Manufacturing Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 27th day of November, 193 5.

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
November 27th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of See note below.
Levingston & Myers Dissolved as stated below.

1. The corporate title of said company is Levingston & Myers.
2. The names of the incorporators are: Ben Levingston, Postoffice, Cleveland, Mississippi; H. C. Levingston, Postoffice, Cleveland, Mississippi; Sol Myers, Postoffice, Cleveland, Mississippi.
3. The domicile is at Cleveland, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Ten Thousand ($10,000.00) Dollars all common stock.
5. Number of shares for each class and par value thereof. 100 shares of common stock of par value of $100.00 each.
6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: To buy and sell, at wholesale and/or retail, dry goods, notions, hardware, furniture, groceries and general merchandise, and to operate and engage in such business or businesses in such place and/or places and/orlocalities as said corporation may deem advisable; to own, purchase, sell, lease, and sub-lease, real and personal property in connection therewith, and in the operation of said business or businesses, to borrow money and give security therefor; to lend money and take security therefor; to execute deeds, conveyances, contracts, mortgages, deeds of trust and leases in connection with such business or businesses and to do any and every act incident to and necessary in the operation and carrying on of said business or businesses.

Note: The above corporation dissolved by decree of the Chancery Court of the 2nd Judicial District of Bolivar County, Miss. rendered 11th day of March, 1937, in cause therein pending styled Ex Parte Levingston & Myers, and numbered 5780 on the General Docket of said Court. Certified copy of said decree filed in this office March 15, 1937.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 100 shares of common stock.

Ben Levingston,
H. C. Levingston,
Sol Myers,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Bolivar.

This day personally appeared before me, the undersigned authority, in and for the aforesaid State and County, Ben Levingston, H. C. Levingston, and Sol Myers,

incorporators of the corporation known as Levingston & Myers,

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 26th day of November, 1935. (SEAL)

N. L. Cassibry, 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 , 193

Received at the office of the Secretary of State, this the 27th day of November, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., November 27th, 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Levingston & Myers, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 27th day of November, 1935.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded: November 29th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

B & P Brokerage & Produce Company

1. The corporate title of said company is B & P Brokerage & Produce Company.
2. The names of the incorporators are: V. E. Burkhead, Postoffice, Jackson, Mississippi; Park Phillips, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Hinds County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $5,000.00, all common stock.
5. Number of shares for each class and par value thereof. Fifty (50) shares of common stock of the par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To engage in a general brokerage and produce business and to act as jobbers and do such other things as are usual and incident to the operations of a general brokerage, produce and jobbers business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Fifteen (15) shares of common stock of par value of $100.00 per share.

V. E. Burkhead,
Park Phillips,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds,

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the V. E. Burkhead and Park Phillips, B & P. Brokerage & Produce Company, who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 3rd day of December, 1935.

(SEAL)

F. W. Bradshaw,
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 , 193

Received at the office of the Secretary of State, this the 3rd day of December, A.D., 19 35, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., December 3, 193 5.

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 State

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of B & P Brokerage & Produce Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 3rd day of December, 193 5.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:

December 3rd, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BALDWIN FUNERAL HOME

1. The corporate title of said company is Baldwin Funeral Home.
2. The names of the incorporators are: O. W. Baldwin, Postoffice, Jackson, Mississippi; Clarice W. Baldwin, Postoffice, Jackson, Mississippi; J. W. Walker, Postoffice, Forest, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $10,000.00 to be divided into 100 shares of $100.00 each.
5. Number of shares for each class and par value thereof. 100 shares of $100.00 each, common stock.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To operate an undertaking business and to do all things incident thereto including the purchase and resale of caskets, vaults, funeral supplies of all kinds at wholesale and retail, to own and operate ambulances, hearses and all equipment used in connection with funeral and ambulance services. To do embalming, to bury the dead and to own, lease, transfer and deal in real estate, securities and other property of value. And to operate a burial association subject to the provisions of Chapter 93 Code of Miss., of 1930.

This corporation dissolved by decree of the Chancery Court of the 1st Judicial District of Hinds County, at Jackson, Miss. rendered August 12, 1936, in cause numbered 23443 on the general docket of said court. Certified copy of decree filed in the office August 13, 1936.

8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.
8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 100 shares common stock.
O. W. Baldwin,
Clarice W. Baldwin,
J. W. Walker

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, O. W. Baldwin and Clarice W. Baldwin,

incorporators of the corporation known as the Baldwin Funeral Home,

who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the 27th day of November, 1935.

(SEAL)

Karenza Gilfoy,
Notary Public.
My commission expires June 8th, 1936

STATE OF MISSISSIPPI, County of Scott.

This day personally appeared before me, the undersigned authority,

J. W. Walker, one of the

incorporators of the corporation known as the Baldwin Funeral Home,

who acknowledged that (~~he~~) (~~they~~) he signed and executed the above and foregoing articles of incorporation as (his) (~~their~~) act and deed on this the 29th day of November, 1935.

(SEAL)

W.D.McCravey, Notary Public, Scott County, Miss.

Received at the office of the Secretary of State, this the 3rd day of December, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS. December 3rd 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Baldwyn Funeral Home is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 4th day of December, 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

December 4th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Southern Property Management and Appraisal Company

1. The corporate title of said company is Southern Property Management and Appraisal Company.
2. The names of the incorporators are: Jos. F. Ellis, Postoffice, Clarksdale, Mississippi; B. H. Hirsberg, Postoffice, Clarksdale, Mississippi; J. L. Stockett, Postoffice, Clarksdale, Mississippi.
3. The domicile is at Clarksdale, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: All said stock shall be of one class and there shall a capital stock of $5,000. of the par value of $100. per share, and this corporation may com business when as much as $1,000 thereof has been paid in in cash, or the equivalent thereof.
5. Number of shares for each class and par value thereof. Fifty shares of $100 per share par value.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: The purpose of this organization shall be: (1) To qualify and act as administrator of estates of decedents, guardian of minors and incompetents, trustee of every kind and nature of trust. (2) To conduct, own, manage and operate for itself or others reporting and collecting agencies, insurance agency of all kinds of insurance. (3) To conduct, manage and operate for itself or others real estate agencies, and to buy and sell real estate for itself and others, and to own and operate farming and timber lands, and/or mines, saw mills and other mills or manufacturies. (4) To conduct and make appraisals and estimates of cost and value of agricultural, grazing and timber properties and manufacturies, including timber mills, mines, oil wells, and/or other natural resources. (5) To hold, manage, own, operate, supervise and direct the organization and conduct of the agricultural, commercial and individual properties and enterprises and businesses for itself or for others either resident or non-resident including every sort of estate and trust. (6) To do and perform every act deemed necessary to the maintenance and completion of all the above matters.

Jos. F. Ellis,
B. H. Hirsberg,
J. L. Stockett,

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 4/24/44

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 19

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

Jos. F. Ellis,
B. H. Hirsberg,
J. L. Stockett,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Coahoma.

This day personally appeared before me, the undersigned authority, Jos. F. Ellis, B. H. Hirsberg and J. L. Stockett

incorporators of the corporation known as the Southern Property Management & Appraisal 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 27th day of November, 1935. (SEAL)

E. J. Mullen,
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 , 193

Received at the office of the Secretary of State, this the 4th day of December, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., December 4th 1935

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 State

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Southern Property Management and Appraisal Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 4th day of December, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
December 6, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Approved by State Tax Commission
Authorized by Section 15, Chapter
75, Laws of Mississippi 1934
OCT 12 1935

The Charter of Incorporation of

A. L. SAUNDERS, INC.

1. The corporate title of said company is A. L. Saunders, Inc.

2. The names of the incorporators are: A. L. Saunders, Postoffice, 1421 First Ave., Jackson, Miss.; Myrtle Saunders, Postoffice, 1421 First Ave., Jackson, Miss.; N. B. Corley, Postoffice, 405 North State St., Jackson, Miss.

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

4. Amount of capital stock and particulars as to class or classes thereof : 200 shares of common stock of no par value, which stock shall be paid for at the rate of $1.00 per share.
96 shares of preferred stock of a par value of $50.00 per share. The preferred stock shall be entitled to a preference as to net assets upon dissolution or winding up of the corporation; and shall be subject to payment of such dividends as may be from time to time provided by the Board of Directors.

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

200 shares of common stock of no par value, but at a fixed sale price of $1.00 per share.
96 shares of preferred stock of a par value of $50.00 per share.

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

7. The purpose for which it is created: To own, lease, buy, sell, operate, and otherwise use or control automobile trucks and other vehicles designed for the transportation of persons and property; to enter into contracts for or in connection with the operation of such trucks and vehicles; to borrow money and incur indebtedness and secure the same; to do all other things necessary and incidental in said business, and to engage generally in the business of hauling and transporting in and by said trucks and other vehicles all and sundry commodities and things. It is, however, expressly the purpose of this corporation to engage in the private business of operating such trucks and vehicles under contract or otherwise, but not to engage in the business of a common carrier. Said corporation may engage in business in Mississippi and in other states.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
200 shares of common stock.
10 shares of preferred stock.

A. L. Saunders,
Myrtle Saunders,
N. B. Corley,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority,

A. L. Saunders, Myrtle Saunders and N. B. Corley,

incorporators of the corporation known as the A. L. Saunders, 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 December, 1935.

(SEAL)

F. J. Lotterhos,
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 , 193

Received at the office of the Secretary of State, this the 7th day of December, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., December 7th 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of A. L. Saunders, Inc.,

is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 7th day of December, 1935

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:

December 9th, 1935.

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

CClarksdale Office Supply Company, IncORPORATED-

1. The corporate title of said company is Clarksdale Office Supply Company, Inc.
2. The names of the incorporators are: Mary Earle Ellis, Postoffice, Clarksdale, Mississippi; Flora Hirsberg Postoffice Clarksdale, Mississippi; Eleanor B. Ellis, Postoffice Clarksdale, Mississippi.
3. The domicile is at Clarksdale, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : All said stock shall be of one class and there shall be a capital stock of $5,000 of the par value of $100.00 per share, and this corporat may commence business when as much as $1,000.00 thereof has been paid in cash, or the equi lent thereof.
5. Number of shares for each class and par value thereof. Fifty shares of $100.00 per share par value.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To engage in a generak mercantile business, either as wholesale or re tail; to buy, sell, lease and operate real estate; and to do and perform every act deemed necessary to the conduct of a mercantile business.

FOR AMENDMENT SEE BOOK 40-41 PAGE 453

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1

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

10 shares of common stock of a par value of $100.00 per share.

Flora Hirsberg,
Mary Earle Ellis,
Eleanor B. Ellis,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Coahoma.

This day personally appeared before me, the undersigned authority, Mary Earle Ellis, Flora Hirsberg and Eleanor B. El

incorporators of the corporation known as the Clarksdale Office Supply 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 3rd day of December, 1935. (SEAL)

Jos. F. Ellis,
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 , 193

Received at the office of the Secretary of State, this the 6th day of December, A.D., 1935 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS. December 7th 1935

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 Sta

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Clarksdale Office Supply Company, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 7th day of December, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:

December 9th, 1935.

This corporation organized by order of Franchise Tax Bd. Dated Dec. 10, 1935. Alcorn Stillson

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6872

The Charter of Incorporation of
HARAWAY GROCERY COMPANY

1. The corporate title of said company is Haraway Grocery Company.
2. The names of the incorporators are: K. M. Haraway, Postoffice, Olive Branch, Mississippi; Mrs. A. M. Haraway, Postoffice, Olive Branch, Mississippi;
3. The domicile is at Olive Branch, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Amount of capital stock $2500.00 to be classed as common stock.

5. Number of shares for each class and par value thereof. Twenty-five shares of the par value of $100.00 each.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To buy, sell, and deal in all kinds and varieties and groceries, vegetables, and all other merchandise incident to the operation of a general grocery business, including cigars, cigarettes, tobacco, fruits, soft drinks, and hardware.
2. To buy, sell, and deal in gasoline, motor oils, tires and tubes.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Twenty-five shares.

K. M. Haraway
Mrs. A. M. Haraway,
Incorporators.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of DeSoto

This day personally appeared before me, the undersigned authority, in and for said county and State the within named Mrs. A. M. Haraway and K. M. Haraway

incorporators of the corporation known as the HARAWAY GROCERY COMPANY who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 7th day of December, 1935. (SEAL)

C. A. Henley, Notary Public.
My Commission expires Jan. 21, 1936.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 10th day of December A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Dec. 10, 1935.

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

Greek L. Rice, Attorney General.

By: J. A. Lauderdale, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of HARAWAY GROCERY COMPANY is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 10th day of December, 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded: December 11th, 1935

This document is attached to the plat of Haraway Grocery Co. Addition to the City of Olive Branch, DeSoto County, Mississippi, dated July 23, 1941, and recorded in the office of the Chancery Clerk of DeSoto County, Mississippi, this July 23, 1941. Chancery Clerk

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

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The Charter of Incorporation of
The Holmes County Implement Company.

1. The corporate title of said company is The Holmes County Implement Company.
2. The names of the incorporators are: R. M. Brown, Postoffice, Lexington, Mississippi; W. M. Vincent, Post-office, Lexington, Mississippi.
3. The domicile is at Lexington, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The capital stock is Ten Thousand ($10,000.00) Dollars of common stock, said capital stock to be paid in cash and/or property.
5. Number of shares for each class and par value thereof. 100 shares of common stock of the par value of One Hundred Dollars per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To do a general hardware and mercantile business; to buy and sell at wholesale and retail, for cash and credit, all kinds of hardware, merchandise, implements, tractors, and automobiles and repair the same; to buy and sell supplies of all kinds, goods wares, and merchandise for cash and credit; to take and give securities and other evidences debt in the general course of the operation of said business; to purchase, lease and otherwise acquire all necessary real and personal property for the operation of said business and to sell, lease and otherwise dispose of all such real and personal property, and to establ branch stores and places of business for above purposes in the State of Mississippi.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: One Hundred shares of common stock to be subscribed and paid for in cash and/or property before the corporation may begin business.

W. M. Vincent
R. M. Brown,
Incorporators.

ACKNOWLEDGMENT

Incorporators.

STATE OF MISSISSIPPI, County of Holmes.

This day personally appeared before me, the undersigned authority, in and for said County and State, the above named R. M. Brown and W. M. Vincent

incorporators of the corporation known as the The Holmes County Implement Company

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 9th day of December, 193 5.

(SEAL) J. D. Weeks, Circuit Clerk and Ex officio Notary Public. My Commissions expires Jan. 1st, 1940.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the 10th day of December, A.D., 19 35, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Dec. 10, 193 5.

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 State

Greek L. Rice, Attorney General.

By: J. A. Lauderdale, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of THE HOLMES COUNTY IMPLEMENT COMPANY is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 10th day of December, 193 5.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER, Governor.

Recorded: December 11th, 1935.

This Corporation dissolved and its charter surrendered to the State Tax Collector January 31, 1946. Certified Copy of said surrender filed in the Office of the Secretary of State January 31, 1946 - Walter Wood, Secretary of State.

FOR AMENDMENT SEE BOOK 45-46 PAGE 212 FOR AMENDMENT SEE BOOK 38-39 PAGE 376 ✓89

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

FOR AMENDMENT SEE BOOK 24 PAGE 307-310 photo-stat

The Charter of Incorporation of

THE G. & S. PETROLEUM CORPORATION

1. The corporate title of said company is The G. &. S. Petroleum Corporation.
2. The names of the incorporators are: J. M. Guice, Postoffice Laurel, Mississippi; F. W. Sullivan, Postoffice Laurel, Mississippi.
3. The domicile is at Laurel, Second District, Jones County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $10,000.00 divided into one hundred (100) shares, (common stock) of the par value of $100.00 each.

5. Number of shares for each class and par value thereof. one hundred shares of common stock of the par value of $100.00 each.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To engage in a general wholesale and retail business, buying or otherwise acquiring, owning, selling, trading and dealing in gasoline, kerosene, motor oils, lubricating and other oils, petroleum amd petroleum products, greases of all kinds, automobiles, automobile supplies, tires, accessories, and mill supplies; to establish and conduct branch offices, filling stations, sub-stations, warehouses, tanks and containers.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
50 shares of common stock of the par value of $100.00 each.

J. M. Guice,
F. W. Sullivan,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jones.

This day personally appeared before me, the undersigned authority,

J. M. Guice and F. W. Sullivan, both of Laurel, Mississippi

incorporators of the corporation known as the The G. & S. Petroleum Corporation who acknowledged that ~~it~~ (they) signed and executed the above and foregoing articles of incorporation as ~~its~~ (their) act and deed on this the 13 day of December, A.D., 1935. (SEAL)

W. J. Murdock, 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 , 193

Received at the office of the Secretary of State, this the 14th day of December, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., December 16, 1935.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of The G. & S. Petroleum Corporation is hereby appproved.

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 December, 1935.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded:

December 18, 1935.

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R AMENDMENT SEE BOOK 43-44 PAGE 306

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

LAUREL EQUIPMENT COMPANY

1. The corporate title of said company is Laurel Equipment Company
2. The names of the incorporators are: R. D. Burrow, postoffice Laurel, Mississippi; Mrs. Marie Burrow, post-office, Laurel, Mississippi.
3. The domicile is at Laurel, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Ten Thousand dollars ($10,000.00) all common stock
5. Number of shares for each class and par value thereof. one hundred shares of the par value of one hundred dollars ($100.00) per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To engage generally in the mercantile business, wholesale and retail; buy and sell for cash or on terms farm equipment, plows, trucks, machinery, tools and appliances to buy and sell farmers' supplies of all kinds; to acquire and deal in notes, mortgages and other evidences of indebtedness; to own and operate trucks or other vehicles for the purpose of transportation; to engage in the business of improving farm lands; to acquire, own, improve and sell real estate, factory sites and store buildings; to do any lawful things necessary or convenient for the operation of the said businesses or any one of them, and without limitation of its powers but in aid thereof it may buy and sell merchandise, buy and sell securities, raise capital for corporate purposes, lend moneys and take securities therefor, issue notes and bills to secure same; purchase or otherwise acquire, hold, sell, transfer and assign shares of capital stock, bonds or other evidences of indebtedness of corporations and exercise all of the privileges of ownership; to make and enter into all kinds of contracts, agreements and obligations by or with any person or persons, corporation or corporations for the purchasing, acquiring, holding, manufacturing, selling or otherwise disposing of all articles of commerce, with full power to perform any acts connected therewith or arising therefrom, or incidental thereto and do all acts proper or necessary for the purpose of the business. No power granted herein shall be considered as a limitation on any other power granted herein, but shall be construed as an enlargement thereof or in aid thereof.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 19

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Fifty (50) shares.

R. D. Burrow,
Mrs. Marie Burrow,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jones.

This day personally appeared before me, the undersigned authority, R. D. Burrow,

incorporators of the corporation known as the Laurel Equipment Company who acknowledged that ~~he~~ signed and executed the above and foregoing articles of incorporation as ~~his~~ their act and deed on this the 11 day of December, 193 5. (SEAL)

Mary L. Lewis,
Notary Public.

STATE OF ~~Mississippi~~ Louisiana, Parish of Orleans.

This day personally appeared before me, the undersigned authority, Mrs. Marie Burrow,

incorporators of the corporation known as the Laurel Equipment Company, who acknowledged that ~~she~~ signed and executed the above and foregoing articles of incorporation as ~~her~~ their act and deed on this the 14 day of December, 193 5. (SEAL)

O. H. Dabezies, Notary P

Received at the office of the Secretary of State, this the 16th day of December, A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., December 17, 193 5.

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 Stat

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Laurel Equipment Company is hereby appproved.

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 December, 193 5.

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
December 18th, 1935.

Photostat
FOR AMENDMENT SEE BOOK 66 PAGE 14-17 / 91

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

STEPHENS RELIABLE EXPRESS, INC.

1. The corporate title of said company is Stephens Reliable Express, Inc.
2. The names of the incorporators are: H. S. Stephens, postoffice, Laurel, Miss.; W. M. Snyder, postoffice, Jackson, Miss.;
3. The domicile is at Laurel, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Eight Hundred (800) Shares of common stock at a par value of Twenty Five Dollars ($25.00) per share.

5. Number of shares for each class and par value thereof. Eight Hundred (800) Shares of Common Stock at a par value of Twenty Five Dollars ($25.00) per share.

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To forward parcels, packages and merchandise and goods of all descriptions between cities and towns and other places in various parts of the United States;

To maintain and keep storage warehouses for the storage and deposit of goods and merchandise of all kinds and descriptions and conduct all business appertaining thereto, including the making of advances on goods stored and deposited with it and to have an d receive all the rights and emoluments thereto belonging: To vend and deal in automobiles, motor cars, motor trucks, wagons and other mechanically propelled vehicles.

To carry on the business of commission merchants, or merchants to buy, sell, manipulate and deal in at wholesale or retail merchandise, goods, wares, food products and commodities of every sort, kind or description which can be conveniently carried on with any of the Company's objects.

To do a general contracting business.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
One Hundred (100) Shares.

H. S. Stephens,
W. M. Synder,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, H. S. Stephens and W. M. Snyder,

incorporators of the corporation known as the Stephens Reliable Express, Inc.,
who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 9th
day of December, , 1935. (SEAL)

(Miss) Sydney Crain,
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 , 193

Received at the office of the Secretary of State, this the 10th day of December, A.D., 1935, together with the sum of $ 50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., December 16 1935.

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

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Stephens Reliable Express, Inc.,
is hereby appproved.

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 December, , 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

December 18th, 1935.

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

1. The corporate title of said company is Chi Chapter of Delta Kappa Epsilon Fraternity.
2. The names of the incorporators are: C. C. Stephenson, Jr., postoffice Holly Springs, Miss.; Louis H. Burghard, Postoffice Clinton, Miss.; Edwin S. Grantham, postoffice West Point, Miss.
3. The domicile is at Oxford, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: No capital stock.
5. Number of shares for each class and par value thereof. No par value, Non share corporation.
6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: Social, literary and fraternal purposes, without financial profit. 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 make expulsion the only remedy for non payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1

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

C. C. Stephenson, Jr.,
Louis H. Burghard,
Edwin S. Grantham,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lafayette.

This day personally appeared before me, the undersigned authority, C. C. Stephenson, Jr., Louis H. Burghard, and Edwin Grantham,

incorporators of the corporation known as the Chi Chapter of Delta Kappa Epsilon Frat.

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 December, 1935.

(SEAL)

C. H. Roach, Notary Public

My commission expires March 29, 193

Chi of Delta Kappa Epsilon
University of Mississippi.
Dec. 4, 1935.

The following is an extract from the minutes of Chi of Delta Kappa Epsilon. This comes from the meeting held on December 4, 1935. The paragraph is taken from page 235 of "Minutes of Chi Chapter".

Paragraph 4: "A discussion of the incorporation of Chi Chapter of Delta Kappa Epsilon ensued. After brief and concise discussion of this matter, Crosby made a motion that the chapter authorize C.C.Stephenson Jr., Louis Burghard, and Edwin S. Grantham to apply for a charter of incorppration of Chi Chapter of Delta Kappa Epsilon. This motion carried unanimously--all members except one being present."

Certified by: Davidd Neilson, Jr.
Davis Neilson, Jr., Secretary of Chi Chapter.

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Chi Chapter of Delta Kappa Epsilon Fraternity is hereby appproved.

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 December, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:

December 18, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934

OCT 12 1938

1. The corporate title of said company is C & R. Drug Company
2. The names of the incorporators are: W. J. Condon, postoffice Leland, Miss.; H. P. Reinsch, postoffice Leland, Miss.; Mrs. Selma A. Reinsch, postoffice Leland, Miss.; Mrs.Atna A. Condon, postoffice Leland, Miss.;
3. The domicile is at Leland, Washington County, Miss.
4. Amount of capital stock and particulars as to class or classes thereof $5,000.00, Five Thousand Dollars, all common stock.

5. Number of shares for each class and par value thereof. 50 shares at $100.00 each.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To buy and sell drugs, drug sundries, to compound drugs, to manufacture and sell cosmetics of all kinds. To buy and sell real estate necessary to carry on said business. To buy and sell merchandise commonly found in various stores.

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

Number of shares of each class to be subscribed and paid for before the corporation may begin business:
10 shares common stock at $100.00 per share---1000.00 Paid In.

H. P. Reinsch,
Mrs. Selma A. Reinsch,
W. J. Condon,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Washington,

This day personally appeared before me, the undersigned authority, W. J. Condon,

incorporators of the corporation known as the C & R Drug Co.,
who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 12
day of December, 1935. (SEAL)

Jimmie M. Walsh, Notary Public.

STATE OF MISSISSIPPI, County of Washington.

This day personally appeared before me, the undersigned authority, H. P. Reinsch,

incorporators of the corporation known as the C & R Drug Co.
who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 12
Dec. 1935 (SEAL)

Jimmie M. Walsh Notary Public

State of Mississippi, County of Washington.
This day personally appeared before me, the undersigned authority Mrs. Selma A. Reinsch incorporators of the corporation known as the C & R Drug Co who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 12 day of December, 1935. (SEAL)

Jimmie M. Walsh, Notary Public.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of C & R Drug Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 19th day of December, 1935.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded:
December 20th, 1935.

Proof of Publication, Showing publication made 3rd January 1936
Jany 25 1936
Walker Wood Secretary of State

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

This corporation dissolved and its charter surrendered to the State of Mississippi, by order of Chancery Court, Warren County, Mississippi, dated July 19, 1954. Certified copy of said decree filed in the Office of Secretary of State, this 21st day of August, 1954.

The Charter of Incorporation of

METZGERS

1. The corporate title of said company is Metzgers.

2. The names of the incorporators are: Marion Metzger, postoffice, Vicksburg, Mississippi; Ethel B. Metzger, postoffice, Vicksburg, Mississippi; Seymour Metzger, Postoffice, Vicksburg, Mississippi.

3. The domicile is at Vicksburg, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: Ten Thousand Dollars ($10,000.00) Common Stock, represented by four hundred (400) shares of the par value of Twenty-Five Dollars ($25.00) each.

5. Number of shares for each class and par value thereof. Four Hundred (400) shares of Common Stock of the par value Twenty-five Dollars ($25.00) each.

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

7. The purpose for which it is created: Retail mercantile business, more particularly the retail of shoes for both men, women and children, and footwear of various kinds, together with all allied and interpendent lines of business connected with said sale of merchandise and footwear; to own, purchase or lease the necessary buildings and real estate, and all equipment necessary or incidental for carrying out the above purposes.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: This corporation may commence business when one hundred (100) shares of the Common Stock have been paid in full.

Marion Metzger,
Ethel B. Metzger,
Seymour Metzger,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, Warren County.

personally appeared before me, the undersigned a Notary Public in and for Warren County, in the of Mississippi, the within named Marion Metzger, Ethel B. Metzger and Seymour Metzger, incorporators of the corporation known as the Metzgers, each of whom acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 17th day of December, 1935. Given under my hand and official seal on said the 17th day of Decem

(SEAL)

Bessie Davis, Notary Pub

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the 19th day of December A.D., 1935, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Dec. 19, 1935. OF METZGERS

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 St

Greek L. Rice, , Attorney General.

By: W. W. Piercem , Assistant Attorney General

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of METZGERS is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 19th day of December, 1935.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER, Governor.

Recorded:

December 20, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BELZONI COMPRESS & STORAGE COMPANY See note below

1. The corporate title of said company is Belzoni Compress & Storage Company.

2. The names of the incorporators are: B. B. Provine, Postoffice, Greenwood, Mississippi; W. M. Garrard, Postoffice, Greenwood, Mississippi; W.M.Garrard,Jr.,Postoffice,Shaw,Mississippi;B.B.Provine,Jr., Postoffice, Greenwood, Mississippi.

3. The domicile is at Belzoni, Humphreys County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof : One Hundred Thousand Dollars, ($100,000.00) capital stock. All of above to be 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 One Hundred Dollars ($100.00) per share.

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

7. The purpose for which it is created: To buy, own, acquire and maintain both real and personal property incident, convenient, or necessary to the proper conduct of a cotton compress and warehouse business. Further, to erect, construct, buy, own, acquire, maintain and operate one or more cotton compresses and warehouses, and to own and operate one or more cotton compresses and warehouses, and to own and operate a cotton pickery, and generally to carry on and undertake any business undertaking, transaction or operation commonly carried on or undertaken by cotton compresses and warehouses, and any other business which from time to time may seem to the directors capable of being conveniently carried on in connection with the above, or calculated directly or indirectly to enhance the value of or render profitable any of the company's properties or rights.

Note:

This corporation dissolved by decree of the Chancery Court of Humphreys County, Miss. rendered Sept 3rd 1937 in cause therein pending styled Ex Parte Petition of Belzoni Compress & Storage Company, et al, and numbered 1155, on the General Docket of said court. Certified copy of said decree filed here Sept 11th 1937.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Five hundred (500) shares of common stock to be subscribed and paid for before the corporation can begin business.

B. B. Provine,
B. B. Provine, Jr.,
W. M. Garrard,
W. M. Garrard, Jr.,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Leflore.

This day personally appeared before me, the undersigned authority, in and for the above jurisdiction, B. B. Provine and B. B. Provine, Jr., two of the incorporators of the corporation known as the Belzoni Compress & Storage Company, who acknowledged that ~~(X)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXXX~~ (their) act and deed on this the 17th day of December, 1935. (SEAL)

Mildred Burnham,
Notary Public.

STATE OF MISSISSIPPI, County of Leflore.

This day personally appeared before me, the undersigned authority, in and for the above jurisdiction, W. M. Garrard, one of the incorporators of the corporation known as the Belzoni Compress & Storage Company, who acknowledged that (he) ~~(XXX)~~ signed and executed the above and foregoing articles of incorporation as (his) ~~(XXXX)~~ act and deed on this the 17th day of December, 1935. (SEAL)

W. C. McDougal,
Notary Public.

~~35~~ ...ther with the sum of $ 210.00

State of Mississippi, County of Bolivar.

This day personally appeared before me, the undersigned authority in and for~~x~~ the above jurisdiction, W. M. Garrard, Jr., one of the incorporators of the corporation known as the Belzoni Compress & Storage Company who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 18 day of December, 1935. (SEAL)

Tom W. Moss, Notary Public.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Belzoni Compress & Storage Company, is hereby appproved.

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 December, 1935.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

December 24, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
Mississippi & Louisiana Truck Lines, Inc.

1. The corporate title of said company is Mississippi & Louisiana Truck Lines, Inc.
2. The names of the incorporators are: J. H. Thompson, Postoffice, Jackson, Mississippi. R. H. Thompson, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Two Hundred (200) shares of common stock at a par value of twenty-five dollars ($25.00) per share.

5. Number of shares for each class and par value thereof. Two hundred (200) shares of common stock at a par value of Twenty-five dollars ($25.00) per share.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To forward parcels, packages and merchandise and goods of all descriptions between cities and towns and other places in various parts of the United States;

To maintain and keep storage warehouses for the storage and deposit of goods and merchandise of all kinds and descriptions and conduct all business appertaining thereto, including the making of advances on goods stored and deposited with it and to have and receive all the rights and emoluments thereto belonging; to vend and deal in automobiles, motor cars, motor trucks, wagons and other mechanically propelled vehicles.

To carry on the business of commission merchants, or merchants to buy, sell, manipulate and deal in at wholesale or retail merchandise, goods, wares, food products and commodities of every sort, kind or description which can be conveniently carried on with any of the company objects.

To do a general contracting business.

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

Cancelled - Ruling Attorney General - no organization ever perfected within two years. Jan. 5/38.

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

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

Twenty (20) shares.

J. H. Thompson,
R. H. Thompson,

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, J. H. Thompson, and R. H. Thompson,

incorporators of the corporation known as the Mississippi & Louisiana Truck Lines, Inc.,
who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 31st day of December, 1935.

(SEAL)

Louise Melton,
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 , 193

Received at the office of the Secretary of State, this the 31st day of December, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., December 31 1935.

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

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Mississippi & Louisiana Truck Lines, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 31st day of December, 1935.

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
January 3, 1936.

NO REPORT OF ORGANIZATION FILED WITHIN TWO YEARS UNDER PROVISIONS OF SECTION 189 OF THE MISSISSIPPI CONSTITUTION.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

TEXAS SERVICE STATION, INC.

1. The corporate title of said company is Texas Service Station, Inc.

2. The names of the incorporators are: John A. Morson, Postoffice, Greenville, Mississippi; Ruth E. Morson, Postoffice, Greenville, Mississippi; Tommy Taylor, Postoffice, Greenville, Mississippi.

3. The domicile is at Greenville, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Five Thousand Dollars, all common.

5. Number of shares for each class and par value thereof. Fifty shares, par value $100.00 per share, all common.

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

7. The purpose for which it is created: To own, operate and conduct service stations in the State of Mississippi, for serving automobiles, trucks, tractors, and other gasoline using instrumentalities; to buy and sell gas, gasoline and oils; to deal in automobile accessories; to operate garages; to operate battery stations, washing and greasing plants; to own or lease real estate for carrying on its business wherever located.

The first meeting of persons in interest shall be held at the offices of Wasson & Wasson, Greenville, Mississippi, three days after the publication hereof, or such other time as said parties may agree.

Cancelled - Rules
Attorney General - No
organization ever perfected
& reported with in
years as required
Jan. 5/38

PROVISIONS OF SECTION 90 OF THE MISSISSIPPI CONSTITUTION.

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

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

J. A. Morson,
Tommy Taylor,
Ruth E. Morson,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Washington.

This day personally appeared before me, the undersigned authority, John A. Morson, Ruth E. Morson and Tommy Taylor, incorporators of the corporation known as the Texas Service Station, Inc., who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the 30th day of December, 1935.

(SEAL)

Ben F? Wasson,
County Judge.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority, incorporators of the corporation known as the who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 3rd day of January, A.D., 1935, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS. January 3rd, 1936.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Texas Service Station, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 4th day of January, 1936.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:
January 6th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 21, Laws of Mississippi 1934 OCT 12 1938

The Charter of Incorporation of

1. The corporate title of said company is McLain & Barnes, Inc.
2. The names of the incorporators are: P. K. McLain, Postoffice, Monticello, Mississippi; C. E. Barnes, Postoffice, Monticello, Mississippi; Mrs. P. K. McLain, Postoffice, Monticello, Mississippi.
3. The domicile is at Monticello, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Eight Thousand Dollars ($8,000.00)
5. Number of shares for each class and par value thereof. Eighty (80) shares of common stock of the par value of $100.00 for each share.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To buy, own and sell goods, wares, and merchandise and to do such other things as may be necessary to operate a general mercantile business, both wholesale and ret

This Corporation dissolved and its charter surrendered to the State by decree of Chancery Court of Lawrence County, Mississippi, dated June 17, 1939. Certified copy of said decree filed in this office this June 21, 1939. Walker Wood, Secretary of State.

of Mississippi of 1928.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 24, Code of Mississippi of 1906, and House Bill No.665, La

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

Fifty (50) shares of common stock of the par value of $100.00 per share.

P. K. McLain,
C. E. Barnes,
Mrs. P. K. McLain,

ACKNOWLEDGMENT

Incorporators.

STATE OF MISSISSIPPI, County of Lawrence,

This day personally appeared before me, the undersigned authority, P. K. McLain, C. E. Barnes, and Mrs. P. K. McLain,

incorporators of the corporation known as the McLain & Barnes, Inc.,

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 26th day of December, 1935.

(SEAL)

D. F. Lambert,
Chancery Clerk.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 28th day of December A.D., 1935, together with the sum of $ 26.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 2nd 1936.

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 Sta

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of McLain & Barnes, Inc.,

is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 4th day of January, , 1936.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:

January 6th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

HUNTER KIMBALL, Inc.

1. The corporate title of said company is Hunter Kimball, Inc~~ORPORATED~~.

2. The names of the incorporators are: Hunter Kimball, Postoffice, Jackson, Mississippi; Horatio Kimball, Raymond, Mississippi; C. K. Buckley, Postoffice, Raymond, Mississippi.

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof The capital stock of this corporation is Ten Thousand ($10,000.00) Dollars, divided in to one hundred shares of common stock of the par value of One Hundred ($100.00) Dollars per share.

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

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

7. The purpose for which it is created: To grow, buy, sell, and deal in generally, both at wholesale and retail, garden, farm and flower seeds, grains, bulbs, trees, plants, and other vegetable and horticultural growths, farm and agricultural products and implements.

To do, operate and control a general service, care and maintenance business for ~~lawns~~ lawns, gardens, orchards, etc., and to do, operate and control a general business for pest control, and to do, operate and control a general business for the cleaning, disinfecting, fumigating and conditioning of dwellings and other buidlings and structures of all kinds, and to manufacture and deal in and with generally, all insecticides, fungicides, chemicals, materials, supplies, equipment and implements, which may be necessary or convenient in and about any of the aforesaid businesses. And in general, to do any and all things necessary or convenient in the operating and carrying on of all of the businesses and things above named.

To acquire, own, operate, control, hypothecate, sell, and otherwise deal in and with any and all real and personal property which may be necessary or convenient in and about the conduct and operation of any and all of the above named businesses, which is not contrary to law, including the right to give and take mortgages and other liens on real and personal property.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Five shares of the capital stock shall be subscribed and paid for before this corporation begins business.

Hunter Kimball,
Horatio Kimball,
C. K. Buckley,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Hunter Kimball, Horatio Kimball and C. K. Buckley, incorporators of the corporation known as the Hunter Kimball, Inc., who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 4th day of January, 193 6.

(SEAL)

Mrs. Richard Whitehurst,
Notary Public.
My commission Expires April 27, 1939.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority, incorporators of the corporation known as the who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 6th day of January, A.D., 1936, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 6th 193 6.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Hunter Kimball, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 6th day of January, 193 6

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

January 6th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

W. S. CATCHINGS LOGGING, INC.

1. The corporate title of said company is W. S. Catchings Logging, Inc.
2. The names of the incorporators are: W. S. Catchings, Postoffice, Georgetown, Mississippi; Mrs. Leta S. Catchings, Postoffice, Georgetown, Mississippi; Max T. Allen, Postoffice, Georgetown, Mississippi.
3. The domicile is at Georgetown, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $5,000.00 of common stock.
5. Number of shares for each class and par value thereof. 50 shares of common stock of the par value of $100.00 per s
6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: To engage in cutting, loading and hauling logs, poles, piling, timber and other forest products. Also to haul any and all kinds of other products and commodities. do and perform anything incidental to or necessary to for said purposes. To buy, lease, own operate motor trucks, and vehicles with and without trailers. Also to buy, lease, own and op teams, wagons, and other vehicles and instruments used in cutting, loading and hauling forest products. To buy, sell, own and lease personal property and real estate necessary to or inci tal to carry out the purposes above specified.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
10 shares of common stock of the par value of $100.00 per share.

W. S. Catchings,
Mrs. Leta S. Cathhings,
Max T. Allen,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Copiah.

This day personally appeared before me, the undersigned authority, W. S. Cathchings, Mrs. Leta S. Catchings and Max Allen,

incorporators of the corporation known as the W. S. Catchings Logging, 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 7th day of January, , 193 6.

(SEAL)

Bessie Mse Harlan Nelson,
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 , 193

Received at the office of the Secretary of State, this the 8th day of January , A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 8th 193 6.

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 Stat

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of W. S. Catchings Logging, Inc.,

is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 8th day of January, , 193 6.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
January 9th, 1936.

Suspended by State Tax Commission on February 19, 1963 for non payment of franchise tax - Ellen Anderson Secretary of State

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MISS. FURNITURE CO., INC.

1. The corporate title of said company is Miss. Furniture Co., Inc.
2. The names of the incorporators are: J. L. Speed, Postoffice, Jackson, Mississippi; Mrs. J. L. Speed, Postoffice, Jackson, Mississippi; O. A. Purser, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Hinds County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Five Thousand Dollars ($5,000.00); all common; One Hundred Dollars ($100.00) per share.
5. Number of shares for each class and par value thereof. Fifty (50) shares at One Hundred Dollars ($100.00) per share.
6. The period of existence (not to exceed fifty years) is Fifty (50) Years.
7. The purpose for which it is created: To own, operate and conduct a general mercantile furniture business; to make and execute all lawful contracts; to acquire by purchase, lease or other contract, and to own, sell or lease all forms and classes of property incident to the lawful and proper conduct of said business, and to exercise all rights, privileges and powers authorized and conferred 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 100, Code of Mississippi of 1930.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Twelve and one-half (12-1/2) Shares.

J. L. Speed,
Mrs. J. L. Speed,
O. A. Purser,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, in and for said County and State, J. L. Speed, Mrs. J. L. Speed and O. A. Purser,

incorporators of the corporation known as the Miss. Furniture Co., Inc., who acknowledged that ~~xxx~~ (they) signed and executed the above and foregoing articles of incorporation as ~~xxxx~~ (their) act and deed on this the 8th day of January, , 1936.

(SEAL)

F. B. Allred,
Notary Public.
My commission expires May 31, 1938.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 9th day of January, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Jan. 9th, 1936

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

Greek L. Rice, , Attorney General.
By: J. A. Lauderdale, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Miss. Furniture Co., Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 9th day of January, 1936.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:
January 11th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

GATESVILLE GRAVEL COMPANY

1. The corporate title of said company is Gatesville Gravel Company.
2. The names of the incorporators are: W. O. Storey, Postoffice, Greenville, Mississippi; George H. Smith, Po office, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Fifteen Thousand ($15,000.00) Dollars of par value a
5. Number of shares for each class and par value thereof. One Hundred and Fifty (150) Shares at par value of $100,00 share.
6. The period of existence (not to exceed fifty years) is Fifty Years.
7. The purpose for which it is created: (a) To purchase, own, lease and sell gravel pits and lands necessary said purposes. (b) To mine, buy, sell and ship sand, clay and washed gravel; (c) To purchase, and operate all machinery necessary to conduct and operate a general gravel business; (d) To co tract for laying of gravel on highways, streets, alleys and thoroughfares, and to purchase, le or contract for motor vehicles necessary to carry out such contracts; (e) To do and perform an and all things necessary or deemed proper for carrying out the purposes for which this Corpora is formed.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of 1934, as amended.

FEB 13 1947

Walker Wood

SECRETARY OF STATE

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
One Hundred (100) shares of par value of $100.00 each.

W. O. Storey,
George H. Smith,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, W. O. Storey and George H. Smith,

incorporators of the corporation known as the Gatesville Gravel Company,
who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 8th
day of January, 1936. (SEAL)

June Shackelford,
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 , 193

Received at the office of the Secretary of State, this the 8th day of January, A.D., 1936, together with the sum of $ 40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 8 1936

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 Sta

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Gatesville Gravel Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 9th day of January, 1936.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:
January 11th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Recorded by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934

OCT 12 1938

The Charter of Incorporation of

LORENZ OFFICE SUPPLY COMPANY

1. The corporate title of said company is Lorenz Office Supply Company.
2. The names of the incorporators are: John Lorenz, Postoffice, Jackson, Mississippi; W. M. Snyder, Postoffice, Jackson, Mississippi;
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Two Hundred (200) Shares Common Stock, par value $25.00 per share.

5. Number of shares for each class and par value thereof. Two Hundred (200) shares of common stock par value $25.00 per share.

6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To carry on a general stationery and office supply business, sell and deal in such goods, supplies, equipment, furniture and merchandise incidental and pertaining to such business.

To service, repair, exchange and generally deal in office equipment and furniture.

To purchase, lease and otherwise acquire real estate, and to lease, sell and dispose of the same; and to do all other things subsidiary, necessary or convenient for carrying out and intp effect the main purposes and objects of the organization of the Corporation.

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

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

Twenty (20) shares.

John Lorenz,
W. M. Snyder,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, John Lorenz and W. M. Snyder,

incorporators of the corporation known as the Lorenz Office Supply Company, who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the 8th day of January, 1936.

(SEAL)

June Shackelford,
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 , 193

Received at the office of the Secretary of State, this the 8th day of January, A.D., 1936 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS. January 8th 1936

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Lorenz Office Supply Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 9th day of January, 1936

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

January 11th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

HESTER TRUCK LINES, INC.

1. The corporate title of said company is Hester Truck Lines, Inc.

2. The names of the incorporators are: W. E. Hester, Postoffice, Hazlehurst; W. E. Hester, Jr., Postoffice, Jackson; Blamche K. Hester, Postoffice, Hazlehurst.

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Two Hundred (200) shares of Common Stock at a par v of Twenty Five Dollars ($25.00) per share.

5. Number of shares for each class and par value thereof. Two Hundred (200) Shares of Common Stock at a par value of Twenty Five Dollars ($25.00) per share.

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

7. The purpose for which it is created: To forward parcels, packages and merchandise and goods of all descript between cities and towns and other places in various parts of the United States;

To maintain and keep storage warehouses for the storage and deposit of goods and merchan of all kinds and description and conduct all business appertaining thereto, including the mak of advances on goods stored and deposited with it and to have and receive all the rights and emoluments thereto belonging; to vend and deal in automobiles, motor cars, motor trucks, wago other mechanically propelled vehicles.

To carry on the business of commission merchants, or merchants to buy, sell, manipulate deal in at wholesale or retail merchandise, goods, wares, food products and commodities of ev sort, kind and description which can be conveniently carried on with any of the Company's ob

To do a general contracting business.

2/28/43

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Twenty (20) Shares.

W. E. Hester, Jr.,
Blanche K. Hester,
W. E. Hester,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Copiah.

This day personally appeared before me, the undersigned authority, W. E. Hester, W. E. Hester, Jr., and Blanche K. H

incorporators of the corporation known as the Hester Truck Lines, 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 6th
day of February , 193 5. (SEAL)

Emily Chunn,
Notary Public
My commission expires April 28,

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 8th day of January , A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 8th 193 6.

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 St

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Hester Truck Lines, Inc.,
is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 9th
day of January , 193 6.

By the Governor:
WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
January 11th, 1936.

Photo. Stat / No. 3 82-86 105

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

HUGH CRITZ MOTOR COMPANY

1. The corporate title of said company is Hugh Critz Motor Company.

2. The names of the incorporators are: Hugh M. Critz, Postoffice, Greenwood, Mississippi; H. T. Reese, Postoffice, Greenwood, Mississippi; J. H. Pettey, Postoffice, Greenwood, Mississippi; R. A. Billups, Postoffice, Greenwood, Mississippi; L.F.Hamrick, Postoffice, Greenwood, Mississippi.

3. The domicile is at Greenwood, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Twenty-five Thousand and No/100 Dollars ($25,000.00) all of common stock.

5. Number of shares for each class and par value thereof. 250 shares of the par value of $100.00 per share.

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

7. The purpose for which it is created: To acquire, buy, sell, assemble, store, let, hire, repair, paint, trade and deal generally in and with new and used automobiles, motors, trucks, and motor vehicles of every kind and description propelled by gas and other motive power; and to buy, acquire, sell, trade and deal generally in and with automobile parts, supplies, appliances, attachments, accessories and other goods, wares and merchandise for automobiles, motors, trucks and motor vehicles; to conduct, operate and maintain, repair, storage and service garage or garages and paint shops for motor vehicles of all kinds and to deal generally in both retail and wholesale in and with gasoline, oils, tires and all other supplies in any way connected with, pertaining to, or incidental to motor vehicles and other things hereinabove mentioned; to own, acquire, sell, hypothecate or otherwise deal in and with commercial paper generally, the payment of which is or shall be secured by any valid lien on automobiles, motors, trucks and motor vehicles of every kind and description, or on the parts, supplies, appliances, attachments, accessories and other goods, wares and merchandise; and for the purpose of maintaining and conducting such business or businesses, to receive securities for debts to the corporation, and to acquire, hold, encumber, alienate or dispose of, in any way, its property, both real and personal, if same be necessary, incidental or advantageous to the business of the corporation, and generally to do and perform any and all matters and things necessary, incidental or advantageous to such business; to own real estate and personal property necessary for the proper or profitable conduct to such business.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 120 shares of common stock of the par value of $100.00 per share.

Hugh M. Critz,
H. T. Reese,
J. H. Pettey,
L. F. Hamrick,
R. A. Billups,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Leflore.

This day personally appeared before me, the undersigned authority, Hugh M. Critz, H. T. Reese, J. H. Pettey, R. A. Billups and L. F. Hamrick,

incorporators of the corporation known as the Hugh Critz Motor Company who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 7th day of January, , 1936.

(SEAL)

P. S. Stubblefield,
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 , 193

Received at the office of the Secretary of State, this the 9th day of January, A.D., 1936, together with the sum of $60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 9th 1936.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Hugh Critz Motor Company, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 9th day of January, , 1936.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

January 11th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

FUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

O. K. STORAGE & TRANSFER CO.

1. The corporate title of said company is O. K. Storage & Transfer & Transfer Co.
2. The names of the incorporators are: E. R. McGehee, Postoffice, Jackson, Mississippi; L. R. McGehee, Postoffice, Jackson, Mississippi.
3. The domicile is at 1111 West Capitol Street, Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof 100 shares of common stock with no par value.
5. Number of shares for each class and par value thereof. 100 shares with no par value with a sale price of $50.00 p share, which sale price may be changed or fixed from time to time by the Board of Di rectors.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To engage in the general transfer business of hauling, transporting an delivering furniture, household equipment and every kind of personal property, and to purchase and sell real estate, and lease real estate and to own, operate or lease truck so on, and to engage in the general storage business of storing goods, merchandise, household equipment and furniture, and so on, and to own and operate storage warehou

Suspended by State Tax Commission as Authorized by Section 15, Chapter 221, Laws of Mississippi 1934 5/23/41.

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

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

E. R. McGehee,
L. R. McGehee,

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, E. R. McGehee and L. R. McGehee,

incorporators of the corporation known as the O. K. Storage & Transfer 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 11th day of January, 1936.

(SEAL) P. Z. Jones, Jr.,
Notary Public.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 11th day of January, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 11th, 1936.

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 Sta

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of O. K. Storage & Transfer Co., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 11th day of January, 1936.

By the Governor:
WALKER WOOD, Secretary of State.

Proof of Publication, Showing publication made on 1/15 1936
filed in this office 1/15/1936 19
Walker Wood Secretary of State

SENNETT CONNER,
Governor.

Recorded:
January 13th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6915 W

The Charter of Incorporation of

Overland Fast Freight, Inc.

1. The corporate title of said company is Overland Fast Freight, Inc.
2. The names of the incorporators are: John A. Harris, Postoffice, Crystal Springs, Mississippi; J. G. Bennett, Postoffice, Crystal Springs, Mississippi.
3. The domicile is at Crystal Springs, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Two Hundred (200)shares of Common Stock at a par value of Twenty Five Dollars ($25.00) per share.

5. Number of shares for each class and par value thereof. Two Hundred (200) Shares of Common Stock at a par value of Twenty Five Dollars ($25.00) per share.

6. The period of existence (not to exceed fifty years) is Fifty Years.
7. The purpose for which it is created: To forward parcels, packages and merchandise and goods of all description between cities and towns and other places in various parts of the United States:

To maintain and keep storage warehouses for the storage and deposit of goods and merchandise of all kinds and description and conduct all business appertaining thereto, including the making of advances on goods stored and deposited with it and to have and receive all the rights and emoluments thereto belonging; to vend and deal in automobiles, motor cars, motor trucks, wagons and other mechanically propelled vehicles.

To carry on the business of commission merchants, or merchants to buy, sell, manipulate and deal in at wholesale or retail merchandise, goods, wares, food products, and commodities of every sort, kind or description, which can be conveniently carried on with any of the Company's objects.

To do a general contracting business.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Twenty (20) shares.

John A. Harris,
J. G. Bennett,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Copiah.

This day personally appeared before me, the undersigned authority, John A. Harris amd J. G. Bennett,

incorporators of the corporation known as the Overland Fast Freight, 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 14th day of January, 193 6.

(SEAL)

Gladys Wallace,
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
, 193

Received at the office of the Secretary of State, this the 14th day of January, A.D., 19 36, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 14th 193 6

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Overland Fast Freight, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 16th day of January, 193 6.

By the Governor:

SENNETT CONNER,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

January 17, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6917 W.

The Charter of Incorporation of

S. J. Bertucci & Company

1. The corporate title of said company is S. J. Bertucci & Co.
2. The names of the incorporators are: S. J. Bertucci, Postoffice, Gulfport, Mississippi; B. M. Schloegel, Postoffice, Gulfport, Mississippi.
3. The domicile is at Gulfport, Harrison County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $10,000.00, 100 shares of Common Stock of the par value of $100.00 per share.

5. Number of shares for each class and par value thereof. 100 shares of Common Stock.

6. The period of existence (not to exceed fifty years) is Fifty Years.
7. The purpose for which it is created: To engage generally in the business of wholesale merchant, and in the selling by wholesale of beer and all other beverages and drinks which can ~~xx~~ lawfully be sold the State of Mississippi, and to buy and sell and act as agent for the buying and selling of a of the same; to own and operate cold storage plants; to establish, own, and operate branch pla of business, or sub-agencies of said business, and to do any and all things necessary in the c ing and operating of such business or any part of the same.

This corporation is chartered by decree of the Chancery Court of Harrison County, Miss. rendered May 29, 1936, in cause numbered 14754 on the general docket of said Court. Filed in this office the 1st day of June, 1936.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Fifty shares of Common Stock of the par value of $100.00 per share.

S. J. Bertucci,
B. M. Schloegel,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, S. J. Bertucci, B. M. Schloegel

incorporators of the corporation known as the S. J. Bertucci & 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 day of January, 1936. (SEAL)

Gaston H. Hewes,
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 , 193

Received at the office of the Secretary of State, this the 15th day of January, A.D., 1936, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 15 1936

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 St

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney Genera

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of S. J. BERTUCCI & COMPANY is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 16th day of January, 1936.

By the Governor:

WALKER WOOD, Secretary of State.

SENNETT CONNER,
Governor.

Recorded:
January 17th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Levy-Eidt Company

1. The corporate title of said company is Levy-Eidt Company.
2. The names of the incorporators are: Isidore Levy, Postoffice, Natchez, Mississippi; William L. Eidt, Postoffice, Natchez, Mississippi; Leon M. Levy, Postoffice, New Orleans, Louisiana.
3. The domicile is at Natchez, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $15,000.00 all common stock.
5. Number of shares for each class and par value thereof. 150 shares of the par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is: fifty years.
7. The purpose for which it is created: To buy and sell at wholesale and retail light wines and beer as allowed and authorized by law; to own, operate, sell and lease musical instruments known as audio-phones; to buy and sell at wholesale and retail cigars, cigarettes, tobacco and candies of all kinds; to operate a restaurant and a lunch stand; to own, operate, sell and lease radios of all kinds; to conduct and operate a wholesale and retail grocery business; to buy and sell at wholesale and retail any and all kinds of groceries and food-stuffs; to operate a meat market; to buy, sell, own and lease property, real, personal and mixed, and to do any and all things necessary to be done and usually done in the conduct and operation of the afore mentioned businesses and necessary and incidental to the carrying out of the aforesaid purposes and not contrary to the laws of the State of Mississippi.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
One hundred (100) shares of the par value of $100.00 each.

Isidore Levy,
William L. Eidt,
Leon M. Levy,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Adams, City of Natchez.

This day personally appeared before me, the undersigned authority, Isidore Levy and William L. Eidt and Leon M. Levy

incorporators of the corporation known as the Levy-Eidt Company who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 15th day of January, 1936.

(SEAL)

C. F. Patterson, Police Justice. & Ex-Officio Justice of the Peace of the City of Natchez, Adams County, Mississippi.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 17th day of January, A.D., 1936, together with the sum of $ 40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 17, 1936.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Levy-Eidt Company, is hereby appproved.

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 January, 1936.

By the Governor:

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

Recorded:

January 18, 1936

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

IRON-AID PRODUCTS COMPANY

1. The corporate title of said company is Iron-Aid Products Company.
2. The names of the incorporators are: John K. Flowers, Postoffice Kilmichael, Mississippi; G. A. Gunter, Sr., Postoffice Kilmichael, Mississippi.
3. The domicile is at Kilmichael, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof 500 shares of common stock at the par value of $10.00 per share, the total stock thereof being $5,000.00.
5. Number of shares for each class and par value thereof. 500 shares at $10.00 per share.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: mining, analyzing, classifying and combining minerals, or causing same to be done, and manufacturing, purchasing, preparing for sale, advertising and selling either at retail or wholesale, IRON-AID PRODUCTS; including also tonics, medicines, remedies, antiseptics, herb tablets, salves, etc., including any and all kinds of drugs, medicines usually kept in drug stores, and also the retail or wholesale distribution of all articles of merchandise and supplies ~~and supplies~~ incident~~al~~ to and as a part of said business; and to own and possesses lands and mineral rights for mining purposes, and own lands and buildings, and rent same, for the operation of its business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
100 shares, or $1,000.00.

John K. Flowers,
G. A. Gunter, Sr.,

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Montgomery.

This day personally appeared before me, the undersigned authority, John K. Flowers, and G. A. Gunter, Sr.,

incorporators of the corporation known as the Iron-Aid Products Company

who acknowledged that (~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the 21 day of February, 1936. (SEAL)

B. S. Kent,
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 , 193

Received at the office of the Secretary of State, this the 23rd day of January, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 23rd 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Iron-Aid Products Company is hereby appproved.

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 January, 1936.

By the Governor:
WALKER WOOD, Secretary of State.

Hugh White ~~XXXXXXXXXXXX~~,
Governor.

Recorded:
January 24th, 1936

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

PRICE AUTO SUPPLY COMPANY, INC.

1. The corporate title of said company is Price Auto Supply Company, Inc.
2. The names of the incorporators are: A. D. Binion, Postoffice Macon, Miss.; E. W. Price, Postoffice Columbus, Miss.
3. The domicile is at Columbus, Miss.
4. Amount of capital stock and particulars as to class or classes thereof Ten Thousand Dollars, all common, par value $100.00 per share.
5. Number of shares for each class and par value thereof. All common, par value $100.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To buy and sell automobile parts, accessories, tools and equipment; wholesale and/or retail; to buy and sell oils, lubricants and tires, and batteries; and to do any and all things necessary for the operation of a wholesale aut-supply business.
8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930/ and such other Miss. Laws applicable.

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

Fifty shares, all common, par value $100.00 each.

E. W. Price,
A. D. Binion,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Noxubee,

This day personally appeared before me, the undersigned authority, in and for said county and state, the above named E. W. Price and A. D. Binion

incorporators of the corporation known as the Price Auto Supply Company, Inc., who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 27th day of January, 1936.

(SEAL)

W. W. Martin,
Circuit Clerk, Nox 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 , 193

Received at the office of the Secretary of State, this the 21st day of January, A.D., 1936 together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS. January 21st 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of PRICE AUTO SUPPLY COMPANY, INC. is hereby appproved.

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 January, 1936.

Hugh White,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

January 24th, 1936.

This Corporation Charter issued by the State of Mississippi to the Charter Counties, Mississippi, dated June 27, 1936, Lee County, Mississippi, July 17, 1936. Walker Wood, Secretary of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

Proof of Publication, Showing Publication Began on TUCKER PRINTING HOUSE JACKSON MISS. 1st Feb. 1936

Filed in this office Feb. 17th 1936 Walker Wood, Secretary of State

The Charter of Incorporation of

RITZ THEATRE, INC.

1. The corporate title of said company is Ritz Theatre, Inc.
2. The names of the incorporators are: Louis Fry, Postoffice, Natchez, Mississippi; Laz Abraham, Postoffice, Natchez, Mississippi.
3. The domicile is at Natchez, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Five Thousand Dollars ($5,000.00) all common stock
5. Number of shares for each class and par value thereof. One Hundred Shares Common Stock, par value ~~$100.00~~ $50.00 per share
6. The period of existence (not to exceed fifty years) is Fifty Years.
7. The purpose for which it is created: To produce, conduct and display all manner and kinds of exhibits, shows performances and theatricals, motion pictures, talking pictures and pictures and reproductions of every kind; and to own, operate and conduct studios, art galleries and exhibits; to own, operate and conduct places of amusements and entertainments of all kinds not prohibited by law, and to act as broker and agent for the owners, operators and producers of operas, theatricals, motion pictures, talking pictures and pictures and reproductions of all kinds and all other kinds of performances, exhibitions and amusements; to make and manufacture, and acquire, buy and sell at wholesale or retail or both, on cash and on credit, and otherwise handle and deal in all kinds and character of property, the purchase, sale, or handling of which is not prohibited by law; and to own, operate, lease and rent restaurants and cafes; to own real estate in fee simple or otherwise (within the limit prescribed by law), and to buy, sell, rent, mortgage and otherwise deal in and encumber the same and to legally transfer, negotiate and dispose of such mortgages and deeds of trust, and indebtedness and evidences of indebtedness secured thereby, and to act as agents for others in buying, selling, leasing or otherwise dealing in real estate and its appurtenances.

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

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

Louis Fry,
Laz Abraham,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Adams,

This day personally appeared before me, the undersigned authority, Louis Fry and Laz Abraham

incorporators of the corporation known as the Ritz Theatre, Inc.,
who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 25th day of January, 1936.

W. A. Geisenberger,
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 , 193

Received at the office of the Secretary of State, this the 27th day of January, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 27, 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Ritz Theatre, Inc.,
is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 27th day of January, 1936.

Hugh White,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

January 28th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 5/14/41.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934

OCT 12 1938

The Charter of Incorporation of

THE DELTA MOTOR COMPANY

1. The corporate title of said company is Delta Motor Company.
2. The names of the incorporators are: J. H. Elliott, Postoffice Yazoo City, Mississippi; F. M. Dongieux, Postoffice Yazoo City, Mississippi; Alice C. Dongieux, Postoffice Yazoo City, Mississippi.
3. The domicile is at Yazoo City, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Five Thousand Dollars ($5000.00) common stock.
5. Number of shares for each class and par value thereof. Fifty (50) shares Common Stock, par value One Hundred Dollars ($100.00) each.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To engage in the business of buying and selling automobiles, trucks, tractors, and any device propelled by motors, all equipment, parts and accessories therefor and all tools, implements and attachments to be used therewith, to operate garages and repair shops for all motors and equipment, to operate service stations, and to buy and sell merchandise in connection therewith, to buy, own and sell all real estate and all personalty necessary, proper or incident to the several businesses to be engaged in or operated by the company and to exercise all corporate rights incident to the purposes enumerated above or generally granted to corporations. Also, to act as the agent or representative of manufacturers or distributors of all products to be sold in any said business, particularly in Yazoo City, Mississippi, and Yazoo County, Mississippi, but also in other localities, with full power to receive and hold franchises, permits and contracts making such agency and representation effective.

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

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

J. H. Elliott,
F. M. Dongieux,
Alice C. Dongieux,

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Yazoo.

This day personally appeared before me, the undersigned authority, in and for said county and state, J. H. Elliott, F. M. Dongiuex and Alice C. Dongieux

incorporators of the corporation known as the Delta Motor Company who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 22nd day of January, 1936. (SEAL)

Ethel North,
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 , 193

Received at the office of the Secretary of State, this the 23rd day of January, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 24th 1936.

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

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of The Delta Motor Company is hereby appproved.

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 January, 1936.

Hugh White,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

January 25th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Mississippi Sigma Chi Association

1. The corporate title of said company is Mississippi Sigma Chi Association
2. The names of the incorporators are: Harry M. Bryan, Postoffice, Jackson, Miss.; Thompson McClellan, Post-office, Jackson, Miss.; W. H. Hewitt, Postoffice, Jackson, Miss.
3. The domicile is at Jackson, Miss.
4. Amount of capital stock and particulars as to class or classes thereof None. The corporation shall issue no shares of stock shall divide no dividends or profits among their members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liability against the members for corporate debts, but the entire property shall be liable for the claims of creditors.
5. Number of shares for each class and par value thereof. None.
6. The period of existence (not to exceed fifty years) is Fifty Years.
7. The purpose for which it is created: To promote the general welfare of the Sigma Chi fraternity in Mississippi, and to facilitate the handling of the business of the order.

RESOLVED, that this unincorporated association, the Mississippi Sigma Chi Association, be incorporated and that Brothers Harry M. Bryan, Thompson McClellan, and W. H. Hewitt be authorized to apply for the charter.

This is to certify that the foregoing resolution was duly passed by the Mississippi Sigma Chi Association on December 30, 1935, and placed on the minutes of said organization.

W. H. Hewitt,
Secretary-Treasurer, Mississippi Sigma Chi Association.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930 and particularly, those having to do with fraternal organizations.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business: None.

Harry M. Bryan,
Thompson McClellan,
W. H. Hewitt,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Harry M. Bryan, Thompson McClellan and W. H. Hewitt

incorporators of the corporation known as the Mississippi Sigma Chi Association who acknowledged that each (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 23rd day of January, 1936. (SEAL)

Mrs. D.L.O. Balling,
Notary Public, Hinds 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 , 193

Received at the office of the Secretary of State, this the 24th day of January, A.D., 1936, together with the sum of $ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 24th 1936

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Mississippi Sigma Chi Association is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 25th day of January, 1936

Hugh White,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

January 25th, 1936.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 1/18/44

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934
DEC 12 1937

This suspension was lifted by order of State Tax Commission dated October 30, 1941, stating that suspension was effective as of January 1, 1941. Walker Wood, Secretary of State. By [illegible], Deputy.

The Charter of Incorporation of

SUPERIOR TURPENTINE COMPANY

1. The corporate title of said company is Superior Turpentine Company
2. The names of the incorporators are: H. J. Schmidt, Postoffice Pass Christian, Miss.; Mrs. H. J. Schmidt, Postoffice Pass Christian, Miss.; N. Hagin, postoffice Long Beach, Miss.
3. The domicile is at Long Beach, Miss.
4. Amount of capital stock and particulars as to class or classes thereof Five thousand dollars, all common stock, of the par value of one hundred dollars per share.
5. Number of shares for each class and par value thereof. All common stock of the par value of one hundred dollars per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To engage in the business of manufacturing turpentine and rosin, and to buy and sell leases on timber, to buy and sell crude gum, to buy and sell land and timber and to do any and all things necessary in the operation of said business.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: The said corporation may begin business when twenty five per cent of the shares of the capital stock is subscribed and paid for.

H. J. Schmidt,
Mrs. H. J. Schmidt,
N. Hagin,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, H. J. Schmidt, Mrs. H. J. Schmidt, N. Hagin, incorporators of the corporation known as the Superior Turpentine Company, who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the 1st day of February, , 1936.

Wm. H. Robinson,
Notary Public.

(SEAL)

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority, incorporators of the corporation known as the who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 3rd day of Feb. , A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., February 3rd, 1936

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Superior Turpentine Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 3rd day of February, 1936

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

February 4th, 1936.

Hugh White,
~~BENNETT CONNER,~~
Governor.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SERVICE INCORPORATED

1. The corporate title of said company is Service Incorporated.
2. The names of the incorporators are: E. C. Garrison, Postoffice, Utica, Mississippi; Mrs. Katie Stubbs, Postoffice Utica, Mississippi; A. J. Goodwin, Postoffice, Utica, Mississippi.
3. The domicile is at Utica, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Three Thousand Dollars ($3,000.00) capital stock, common stock.
5. Number of shares for each class and par value thereof. Sixty (60) shares of common stock with a par value of fifty dollars ($50.00) each.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: Dry Cleaning, Pressing and Laundry and retailing men's clothing,

Proof of Publication, Showing publication made on 2/14 1936
filed in this office 3/5 1936
Walker Wood, Secretary of State

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Out of the total sixty shares forty-nine of same are to be subscribed and paid for before said corporation may begin business.

E. C. Garrison,
Mrs. Katie Stubbs,
A. J. Goodwin,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, E. C. Garrison, Mrs. Katie Stubbs, and A.J.Goodwin

incorporators of the corporation known as the Service, Inc.
who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 23rd day of January, 1936. (SEAL)

Ruth Roberts,
Notary Public.
My commission expires Sept. 13th, 1937.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 30th day of January, A.D., 1936 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 30, 1936

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney Gener

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Service Incorporated is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 31st day of January, 1936

By the Governor:

WALKER WOOD, Secretary of State.

Hugh White,
Governor.

Recorded February 1, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE G. W. BILBO COMPANY, COLUMBIA, MISSISSIPPI

1. The corporate title of said company is G. W. BILBO COMPANY, INCORPORATED

2. The names of the incorporators are: G. W. Bilbo, Postoffice, Lumberton, Miss.; B. B. Bilbo, postoffice, Cyhur, Miss.; D. C. Bilbo, postoffice, Columbia, Miss.; H. K. Rouse, Postoffice, Poplarville, Miss.

3. The domicile is at Columbia, Mississippi. B.A.Bush, Postoffice, Jackson, Miss.; M.L. Culley, postoffice, Jackson, Miss.; H.W. Hart, postoffice, Columbia, Miss.

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

$10,000. Shares of Capital Stock without nominal or par value. Authority granted the Board of Directors to increase the amount of capital stock from time to time pursuant to Section 4132, the Code of Mississippi 1930.

Each share of capital stock sold and settled for may cast one vote in person or by proxy at each election of directors, special elections, or call elections.

5. Number of shares for each class and par value thereof. Only one class, 10,000 shares of capital stock, without nominal or par value. Present price per share $1.00. Authority granted the Board of Directors to fix the sale price of Capital Stock without nominal or par value from time to time pursuant to Section 4132 the Codes of Mississippi, 1930.

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

7. The purpose for which it is created: To explore, test, core-drill, survey, and map-out land areas which, in some manner or other, indicate a Natural mineral structure column. To lease, buy, or otherwise lawful possess lands which may contain lean or rich organic bodies, basic minerals, metals, ~~metals~~, oil traps, and gas folds. To drill wells for water, gas, oil, or any liquid or fluid substance. To mine, excavate, quarry, or otherwise work-out both veine and placier deposits of any valuable substance, mineral, metal, fossil, or element. To erect and use towers, tanks, derricks, plants, machinery, engines, boilers, pumps, equipment, buildings, appurtenances, supplies, scientific instruments, chemical apparatus, and etc. To construct and use inter-communication lines, pipe lines, drainage systems, booster stations, exchangers, refineries, absorbers, refractionaters, blenders, and etc. To buy, produce, develope, and sell or exchange any products in lawful manner, or in general do everything incident to the business of exploring for, drilling, producing, developing, and marketing-water, gas, oil, liquids, fluids, minerals, metals, or any substance akin to earthy matter for profit.

2/19/43.
This suspension set aside by an order of the State Tax Commission, dated 10/16/46. Copy of said order filed in this office, this the 17th day of October 1946. Charles Wood, Secretary of State.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
5,000 Shares Capitol Stock.

G. W. Bilbo,
B.B. Bilbo,
D.C.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lamar.

This day personally appeared before me, the undersigned authority, G. W. Bilbo, D. C. Bilbo, B. B. Bilbo and H. K. Rouse incorporators of the corporation known as the G. W. Bilbo Co., Inc.,

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority, M. L. Culley, one of the incorporators of the corporation known as the G. W. Bilbo Company, Inc., who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 2nd day of February, 1936.

(SEAL)

Freida M. Hothan,
Notary Public.
My commission expires August 27, 1938.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of The G. W. Bilbo Company, Incorporated is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 3rd day of February, 1936.

Hugh White,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:
February 4th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

McKay-Kilpatrick Company

1. The corporate title of said company is McKay-Kilpatrick Company.
2. The names of the incorporators are: H. D. McKay, postoffice, Louisville, Mississippi; Roger Kilpatrick, [illegible] office, Noxapater, Mississippi; G. W. Patty, postoffice, Louisville, Mississippi.
3. The domicile is at Louisville, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Five Thousand Dollars Common Stock.

5. Number of shares for each class and par value thereof. There shall be fifty shares common stock of the par value $100.00 per share.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: This corporation is created for the purpose of buying and selling furniture and other merchandise at retail to own or lease real estate and engage ina general furniture business, and to do any all things necessary to be done in the operation of such business and do such other things as it may legally do under the laws of Mississippi.

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

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

Thirty shares of the common stock par value of $100.00 each shall be subscribed and paid before the corporation may begin business.

H. D. McKay,
T. R. Kilpatrick,
G. W. Patty,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Winston,

This day personally appeared before me, the undersigned authority, H. D. McKay, Roger Kilpatrick and G. W. Patty,

incorporators of the corporation known as the McKay-Kilpatrick Company

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the day of January, , 1936.

(SEAL)

G.W.E.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 , 193

Received at the office of the Secretary of State, this the 3rd day of February A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Feb. 4 1936

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

Greek L. Rice, , Attorney General.

By: J. A. Lauderdale , Assistant Attorney General

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of McKay-Kilpatrick Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 5th day of February , 1936

By the Governor:

WALKER WOOD, Secretary of State.

Hugh White,
Governor.

Recorded:
February 5th, 1936/

This corporation drawn and its charter issued to the Secretary of State of Mississippi by a decree of the Chancery Court of Winston County, Mississippi, rendered January 30, 1945- certified copy of said decree filed in the Office of the Secretary of State January 31, 1945. Charter worthy $25.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

TRENTON STORES, INC. WIGGINS, MISS.

1. The corporate title of said company is Trenton Stores, Inc. Wiggins,
2. The names of the incorporators are: W. E. Guild, Postoffice, Miss.; G. N. Guild, Postoffice, Wiggins, Miss.; R. L. Dancer, postoffice, Wiggins, Miss.
3. The domicile is at Wiggins, Stone County, Mississippi.
4. Amount of capital stock $10,000.00.

5. The par value of shares is: $100.00 each.

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: is to do a general mercantile business; to buy, own and sell land; to buy, sell and deal in automobiles, gasoline and oils; to own and operate trucks, truck lines and freight service; to own and operate cotton gins and warehouses and storage depots; to own and operate tung oil crushing plants; to own and operate syrup refineries and equalizers; and to do any and all other things which may be necessary and profitable in furtherance of the principal objects of said business or businesses, and especially all things which may be authorized to be done under Chapter 100 of the 1939 Code of Mississippi, and all amendments thereto, heretofore or hereafter made.

All stock of this corporation is to be common stock, and the corporation may commence business when twenty-five shares of stock have been subscribed and fully paid for.

1906.
24, Mississippi Code,

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

W. E. Guild,
G. N. Guild,
R. L. Dancer,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Stone.

This day personally appeared before me, the undersigned authority, W. E. Guild, G. N. Guild and R. L. Dancer, incorporators of the corporation known as the Trenton Stores, Inc., who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 5th day of February, 1936. [SEAL]

U. B. Parker,
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 , 193

Received at the office of the Secretary of State, this the 6th day of February, A.D., 1936, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., February 6th, 1936

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Trenton Stores, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 6th day of Febraury, 1936

By the Governor:

WALKER WOOD, Secretary of State.

Hugh White,
Governor.

Recorded:

February 7th, 1936.

120 ✓ FOR AMENDMENT SEE BOOK 37-38 PAGE 543

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

A. J. WHITEHEAD, INCORPORATED

1. The corporate title of said company is A. J. Whitehead, Incorporated.
2. The names of the incorporators are: A. J. Whitehead, postoffice, Jackson, Mississippi; Mrs. Laura Whitehead, Postoffice, Jackson, Mississippi; Geo. W. May, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $25,000, all common stock.
5. Number of shares for each class and par value thereof. 250 shares of common stock of the par value of $100.00.
6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: To buy, own, sell, lease and deal generally in motor vehicles of every description, and to own, lease and operate garages and service stations and battery stations. To buy, own, sell and deal generally in oils, greases, gasoline and any and all other motor fuels. To buy, own, sell and deal generally in airplanes and other aircraft. To buy, own, sell, lease and deal in all parts and accessories for any of the foregoing articles. To buy, sell, own and lease such real and personal property as may be desired for the proper conduct of the business of the corporation. The said corporation shall have the right to engage in any other lawful business necessary or incident to the main purpose of this corporation.

The corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the chancery of Hinds County, Mississippi, dated 9-12-1947. Certified copy of said decree filed in this office, this the 30th day of September, 1947. Walter Wood, Secretary of State.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 250 shares of common stock.

A. J. Whitehead,
Mrs. Laura Whitehead,
Geo. W. May,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, A. J. Whitehead, Mrs. Laura Whitehead and Geo. W. May,

incorporators of the corporation known as the A. J. Whitehead, Incorporated,

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the day of February, 193 6.

(SEAL)

A. R. Covington, 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 , 193

Received at the office of the Secretary of State, this the 11th day of February, A.D., 1936, together with the sum of $ 60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS. February 11th, 1936

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

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney Gener

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of A. J. Whitehead, Incorporated, Jackson, Mississippi is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Eleven day of February, 193 6

By the Governor:

WALKER WOOD, Secretary of State.

Hugh White, Governor.

Recorded:

February 11th, 1936.

Photostat Two 140 √ 121

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE CORINTH AUTO EXCHANGE

1. The corporate title of said company is The Corinth Auto Exchange.

2. The names of the incorporators are: C. S. Wigginton, Postoffice Address, Corinth, Miss.; A. P. Johnson, Postoffice Address, Corinth, Miss.; H. A. Green, Postoffice Address, Corinth, Miss.

3. The domicile is at Corinth, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Six Thousand ($6,000.00) Dollars,-All common stock, with the right to begin business when $3,000.00 shall have been paid in.

5. Number of shares for each class and par value thereof. Sixty shares, of the par value of $100.00 per share.

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

7. The purpose for which it is created: To buy, sell, exchange and deal generally, at wholesale or retail, in new and used automobiles, trucks, tractors and all other kinds of motor vehicles and all parts, supplies and accessories therefor; and to deal generally, at wholesale or retail, as agent or principal, in all kinds of machinery, material and merchandise; to operate a repair shop for the repair of motor vehicles, machinery, electrical supplies and appliances; and to buy, own, lease, sell and convey lands for any and all purposes; not in conflict with the laws of the State of Mississippi and of the United States; and to borrow money and pledge, mortgage and apotecate any and all property, real or personal, and of the corporation to secure the corporation's indebtedness; and to do any and all things necessary, proper and incident to the proper conduct and operation of the business for which this corporation is created; and to operate and conduct the aforesaid business, or branches thereof; at Corinth, Mississippi, or at any other place, or places, in Mississippi.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 24, Code of Mississippi of 1906, and Chapter 90, Laws of Mississippi of 1928 and Chapter 100 Code 1930, and amendments thereto.

C. S. Wiggington,
H. A. Green,
A. P. Johnson,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Alcorn.

This day personally appeared before me, the undersigned authority, C. S. Wigginton, A. P. Johnson and H. A. Green, incorporators of the corporation known as the The Corinth Auto Exchange who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 8th day of February, 1936. (SEAL)

Ivry Butler,
Notary Public.
My commission expires Jan. 5, 1939

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 10th day of February A.D., 1936, together with the sum of $ 22.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., February 11, 1936

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

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of The Corinth Auto Exchange is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twelfth day of February, 1936.

Hugh White,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

February 12, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MODERN ENGINEERING COMPANY OF MEMPHIS

1. The corporate title of said company is Modern Enginaering Company of Memphis.

2. The names of the incorporators are: F.C. Heppel, Postoffice, Memphis, Tennessee; B. B. Drury, Jr., Postoffice, Memphis, Tennessee; Ernest Williams, Postoffice, Memphis, Tennessee.

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof The maximum number of shares of stock which this corporation is authorized to have at any time is fifty (50) shares of common stock of the par value of One Hundred ($100.00) dollars per share.

This corporation dissolved by decree of the Chancery Court of 1st Dist. of Hinds Co. Miss. rendered Dec. 24th 1937 in cause therein pending styled Ex parte Modern Engineering Company of Memphis and so entered on General docket of said Court. Certified copy of said decree filed here Dec 28, 1937

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

6. The purpose for which it is created: (a) To buy, sell, manufacture, and generally deal in and with all kinds makes of welding and cutting equipment, and spare or repair parts for any and all such equipment, including any kinds of goods, wares, merchandise and accessories that may pertain to any or all such equipment. (b) To act as distributing agent for any and all kinds and makes of welding and cutting equipment and spare or repair parts therefor, including all kinds of goods, wares, merchandise and accessories that may pertain to any or all such equipment. (c) To manufacture, buy, sell and generally deal in and with oxygen and/or acetylene, and/or other compressed gases and any equipment, materials and supplies useful in the production of said commodities, or in any way connected therewith, and any machinery, apparatus or accessories which may be used in the production, storing, transportation, or other handling of any such goods. (d) To manufacture, buy, sell, deal in, and engage in, conduct and carry on the business of manufacturing, buying, selling and dealing in goods, wares and merchandise of every class and description. (e) To do all and everything necessary and proper for the accomplishment of the purposes enumerated in this Certificate of Incorporation, or any amendment thereof, or necessary or incidental to the protection and benefit of the Corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the purposes or objects of the corporation, whether or not such business is similar in nature to the purposes set forth herein, or any amendment thereof, but not including any object for which corporations may not be formed under the general Corporate Act of the State of Mississippi.

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

7. Number of shares of each class to be subscribed and paid for before the corporation may begin business: is ten (10) shares of the par value of One Hundred ($100.00) Dollars per share.

F. C. Heppel,
B. B. Drury, Jr.,
Ernest Williams,

Proof of Publication, Closing publication made on 2/20 1936 in Jackson Miss. Daily News.

filed in this office 2/22 1936

Walker Wood Secretary of State

ACKNOWLEDGMENT Incorporators.

STATE OF Tennessee, Shelby County.

This day personally appeared before me, the undersigned authority, F. C. Heppel, B. B. Drury, Jr., and Ernest Williams

incorporators of the corporation known as the Modern Engineering Company of Memphis,

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the day of February, 1936.

(SEAL)

Henry M. Hezel,
Notary Public.
My commission expires Jan. 22, 1939.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 11th day of February, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., February 11th, 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney Gener

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Modern Enginaering Company of Memphis is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twelfth day of February, 1936.

Hugh White,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

February 12th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BISHOP SERVICE COMPANY, INC.

1. The corporate title of said company is Bishop Service Company, Inc.

2. The names of the incorporators are: W. B. Bishop, Postoffice Jackson, Mississippi; R. H. Hines, Postoffice Jackson, Mississippi; W. B. Fairchilds, postoffice, Jackson, Mississippi.

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Five Thousand Dollars, ($5,000.00)

5. Number of shares for each class and par value thereof. One Hundred Shares (100) of Common Stock of par value of Fifty Dollars each share.

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

7. The purpose for which it is created: To buy, sell, own, and deal in automobiles, motor trucks, automobile parts and accessories, gasoline, motor oils, tires tubes and other necessary equipment for motor vehicles; own and maintain repair shops, wash racks, grease racks, battery service, body and fender repair shops, paint shops, and any and all kinds of service to motor vehicles; buy, sell, and deal in notes, deeds of trust and commercial paper usual and incident to the sale of motor vehicles; buy, sell and own real estate and personal property necessary and incident to maintaining sales rooms, shops, gasoline and motor oil service stations and other facilities for engaging in the businesses hereinbefore mentioned.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Fifty shares of common stock.

W. B. Bishop,
R. H. Hines,
W. B. Fairchild,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, W. B. Bishop, R. H. Hines and W. B. Fairchild incorporators of the corporation known as the Bishop Service Company, Inc., who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 13th day of February, 1936.

(SEAL)

R. L. Stainton,
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 , 193

Received at the office of the Secretary of State, this the 13th day of February, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS. February 14, 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Bishop Service Company, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Fifteenth day of February, , 193 6.

Hugh White,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

February 15th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

FOR AMENDMENT SEE BOOK 35-36 PAGE 645

FOR AMENDMENT SEE BOOK 41-42 PAGE 122

The Charter of Incorporation of

GULF TRANSPORT COMPANY

1. The corporate title of said company is Gulf Transport Company
2. The names of the incorporators are: C. L. Hester, postoffice, Jackson, Mississippi; F. W. Bradshaw, post office, Jackson, Mississippi; K. D. Horton, postoffice, Mobile, Alabama.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Five Thousand ($5,000.00) Dollars, all common stock of the same class.
5. Number of shares for each class and par value thereof. Fifty (50) shares of par value of one hundred dollars ea
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To operate motor vehicles, including trucks and buses; to lease, pu chase and own motor vehicles to be used in its business; to operate as a common carrier of freight and passengers in intra-state and interstate commerce; to operate motor vehicles as common carrier and as a contract carrier and otherwise; to carry passengers, freight, expre and mail; to acquire rights and franchises to operate as such common carrier or contract ca or otherwise on the highways; to acquire and own such land and other property as may be req for stations or otherwise in the transaction of its business; to borrow money and execute t on any or all of its property; and to do any and all things incidental to and deemed to be n essary to the efficient and successful operation of its business.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: The corporation may begin business when Fifty (50) shares of the capital stock shall hav been subscribed and fully paid for.

C. L. Hester,
F. W. Bradshaw,
Kenneth D. Horton,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, C. L. Hester, F. W. Bradshaw and K. D. Horton,

incorporators of the corporation known as the Gulf Transport Company

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 18 day of February, 193 6.

Mary H. Atkinson,
Notary Public.

(SEAL)

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the 18th day of February A.D., 19 36, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., February 19, 193 6.

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 S

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney Gener

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Gulf Transport Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 18th day of February, 193 6

Hugh White,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded: February 18th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

GULFPORT SHIPPING CORPORATION

1. The corporate title of said company is Gulfport Shipping Corporation.
2. The names of the incorporators are: J. R. Porter, Postoffice, Gulfport, Mississippi; R. O. Thompson, postoffice, Gulfport, Mississippi; Paul W. Kennedy, postoffice, Gulfport, Mississippi.
3. The domicile is at Gulfport, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $5,000.00 Common Stock at $100.00 par value per share.
5. Number of shares for each class and par value thereof. 50 shares at $100.00 par value each.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To conduct a general ship agency, forwarding and custom house brokerage business; to charter ships and vessels to carry cargo for export in foreign and domestic commerce; to do any and all things necessary, incident or relating to the business authorized by this charter.

This corporation dissolved and its charter surrendered to the State of Mississippi by Harrison County, Mississippi on 30th day of June, 1942. Certificate of dissolution filed June 27, 1942. Certificate filed and recorded in Charter Record, Secretary of State.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
25 shares of common stock at $100.00 per share.

(J. R. Porter) J. R. Porter.
(R.O.Thompson) R.O.Thompson.
(Paul W.Kennedy) Paul W. Kennedy.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, J. R. Porter, R. O. Thompson, Paul W. Kennedy, incorporators of the corporation known as the Gulfport Shipping 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 18th day of February, 1936.

S. K. 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 , 193

Received at the office of the Secretary of State, this the 20th day of February, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., Feb'y 20th, 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Gulfport Shipping Corporation, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twentieth day of February, 1936.

Hugh White,
~~BENNETT CONNER,~~
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

February 21, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Southern Industrial Builder

1. The corporate title of said company is **Southern Industrial Builder.**
2. The names of the incorporators are: **W. K. Ritchey, postoffice, Jackson, Mississippi; Munro Nichols, postoffice, Jackson, Mississippi; P. M. Ritchey, postoffice, Jackson, Mississippi.**
3. The domicile is at **Jackson, Mississippi.**
4. Amount of capital stock and particulars as to class or classes thereof **One thousand shares of Capital Common Stock with par value of five dollars ($5.00) per share.**
5. Number of shares for each class and par value thereof. **One Thousand shares, par value five dollars ($5.00)**
6. The period of existence (not to exceed fifty years) is **Fifty years.**
7. The purpose for which it is created: **To own, buy, lease, sell or otherwise deal, in real estate or other property. To print, publish, or have printed magazines, newspapers, circulars, advertising or any other publication, necessary, or useful in the conduct of its business, and to operate, sell or otherwise deal in magazines, advertising or publications.**

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: **Five hundred shares.**

W. K. Ritchey,
P. M. Ritchey,
Munro Nichols,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of **Hinds.**

This day personally appeared before me, the undersigned authority, **W. K. Ritchey, P. M. Ritchey and Munro Nichols,**

incorporators of the corporation known as the **Incorporators**

who acknowledged that (~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as (~~XXX~~ (their) act and deed on this the 25th day of **February,** , 193 **6.**

(SEAL)

Bessie Smith,
Notary Public Hinds County, Miss.
My commission expires Feb. 21, 19

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the **25th** day of **February**, A.D., 19 **36** together with the sum of $ **20.00** deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., **February 25th, 1936.**

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 S

Greek L. Rice, , Attorney General.

By: **W. W. Pierce,** , Assistant Attorney Gener

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of **Southern Industrial Builder** is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 26th day of **February,** , 193 **6**

Hugh White,
~~SECRETARY OF STATE,~~
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

February 27th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Magnolia Petroleum Corporation

1. The corporate title of said company is Magnolia Petroleum Corporation.

2. The names of the incorporators are: L. W. Delany, postoffice, Natchez, Mississippi; Albert Lanius, postoffice, Natchez, Mississippi; Charles S. Kincke, postoffice, Natchez, Mississippi.

3. The domicile is at Natchez, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof $10,000.00. One Thousand $1000) shares at $10.00 per share, all common.

5. Number of shares for each class and par value thereof. 1000 shares common stock at $10.00 per share.

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

7. The purpose for which it is created: To buy, sell, produce, convey and transport oil, petroleum and gas, gasoline and all by-products of petroleum, oil or gas and to purchase, lease and acquire land and other property for the pur pose of selling by wholesale or by retail oil, petroleum and gas and other oil products and by-products and to buy, sell and deal in automobile supplies, accesories and equipment of all kinds and to engage in the business of washing, greasing and repairing motor cars and trucks of all kinds and in the repairing, buying and selling of tires, tubes and all kinds of things used in connection with automobiles or automobile accessories and to buy and sell automobiles and motor vehicles of all kinds and to operate the same in the transportation of passengers and merchandise and to do all things incidental to or necessary to the carrying out completely of each and all of the foregoing purposes; to do all kinds of mining for oil and other minerals of all kinds whatsoever and all kinds of manufacturing, transporting goods and merchandise by land, air or water in any manner; to enter into and carry out contracts of every kind pertaining to its business; to carry on its business and have offices and agencies therefor in all parts of the world; and to hold, purchase, mortgage, convey real estate and personal property and to do all of these things in the State of Mississippi and in all the other states and territories of the United States of America.

This corporation may be organized whenever the incorporators come together for that purpose and whenever as much as $1,000.00 of the stock has been subscribed for and paid in.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
One Hundred (100) shares.

L. W. Delany,
Albert Lanius,
Charles S. Kincke,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Adams.

This day personally appeared before me, the undersigned authority, L. W. Delany, Albert Lanius and Charles S. Kincke, incorporators of the corporation known as the Magnolia Petroleum Corporation, 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 March, 1936.

(SEAL)

Alma M. Alexander,
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 , 193

Received at the office of the Secretary of State, this the 9th day of March, , A.D., 1936, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., March 13th, 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Magnolia Petroleum Corporation, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Thirteenth day of March, 1936.

Hugh White,

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:
March 13, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

WOODSON-TENENT LABORATORIES OF MISSISSIPPI, INC.

1. The corporate title of said company is Woodson-Tenent Laboratories of Mississippi, Inc.
2. The names of the incorporators are: P. F. Woodson, Postoffice Memphis, Tennessee; A. H. Sorrelle, Postoffice Brownsville, Tennessee; Mrs. Mary B. Woodson, Postoffice Memphis, Tennessee.
3. The domicile is at Jackson, Hinds County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $10,000.00 Common Stock, in 100 shares of $100.00 par value; No preferred stock. The Corporation to begin business when $5000.00 cash paid in.

5. Number of shares for each class and par value thereof. $10,000.00 in 100 shares of $100.00 each, all common stock. No preferred stock. The Corporation to commence business when $5000.00 cash paid in.

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To own and operate an analytical and Chemical Laboratory, to make chemical or other analyses and tests of all types of agricultural products, soil, cottonseed, clays, sands, gravel, concrete, cement, or any other road building material or product, wood, paper products, and any and all other products, articles, minerals, etc., on which an analysis test may be required; To prepare, compound, produce, manufacture and process disinfectants, soaps, germicides, floor sweep and similar products; to own and acquire such real estate and ment as are reasonably necessary to the carrying out of the said charter powers and the operation of the business hereinabove described, within the limits prescribed by law.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 50 shares with par value of $100.per share to be subscribed and paid for before the Corporation begins business.

P. F. Woodson
A. H. Sorrelle
Mrs. Mary B. Woodson,
Incorporators.

ACKNOWLEDGMENT

STATE OF Tennessee, County of Haywood, City of Brownsville.

This day personally appeared before me, the undersigned authority, P. F. Woodson, A. H. Sorrelle, and Mrs. Mary B. W

incorporators of the corporation known as the Woodson-Tenent Laboratories of Mississippi, Inc., who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 4th day of March, 1936. (SEAL)

Rosa Haywood, Notary Public.
My commission expires Oct. 4, 1937.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 13th day of March, , A.D., 19 36, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., March 14, 193 6.

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

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney Gener

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Woodson-Tenent Laboratories of Mississippi, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Sixteen day of March, 193 6.

Hugh White,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded: March 17, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Registered by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934

Suspension set aside was authorized by Section 16 Chapter 121, Laws of 1934 this October 25, 1938 12 1938 Weatherwood Secy of State

The Charter of Incorporation of

McIntyre's, Inc., Jackson, Mississippi

1. The corporate title of said company is McIntyre's, Inc.
2. The names of the incorporators are: J. N. McIntyre, postoffice, 1438 N. State Street, Jackson, Mississippi.
E. M. Fife, Postoffice, 721 Arlington Street, Jackson, Mississippi.
George E. Shaw, 302 Century Building, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Five Thousand Dollars ($5,000.00), represented by 50 shares of Common Stock of the par value of $100.00 per share.

5. Number of shares for each class and par value thereof. 50 shares Common Stock of the par value of $100.00 per share.

6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: To buy, own, operate, sell, or manage, drug stores or other mercantile businesses: to manufacture drugs and sell or distribute same: to operate soda-fountains and lunch rooms: to own, maintain, and operate warehouses or storage houses; to ~~xx~~ buy, own, rent, and sell real estate: to buy and sell stocks and bonds: to operate a general retail and/or wholesale mercantile business, and to all lawful things necessary in~~x~~ the operation of same.

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

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

50 shares common stock of the par value of $100.00.

J. N. McIntyre,
E. M. Fife,
George E. Shaw,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, J. N. McIntyre, E. M. Fife, and George E. Shaw,

incorporators of the corporation known as the McIntyre's, Inc.,
who acknowledged that (~~xx~~ (they) signed and executed the above and foregoing articles of incorporation as ~~xxx~~ (their) act and deed on this the 25th
day of February, , 193 6. L. T. Musselwhite. (SEAL)

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 25th day of February, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., February 25th, 1936.

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

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of McIntyre's, Inc., Jackson, Mississippi is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 26th day of February, , 193 6.

Hugh White, Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

February 27th, 1936.

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6979 W

The Charter of Incorporation of
GULFPORT ICE COMPANY

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 DEC 12 193[illegible]

1. The corporate title of said company is Gulfport Ice Company.
2. The names of the incorporators are: E. C. Fishel, Postoffice, Hattiesburg, Mississippi; Elizabeth P. Gui[illegible] Postoffice, Hattiesburg, Mississippi.
3. The domicile is at Gulfport, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : $36,000.00, all common stock.
5. Number of shares for each class and par value thereof: 360 shares of common stock of the par value of $100.00 ea[illegible]
6. The period of existence (not to exceed fifty years) is fifty (50) years.
7. The purpose for which it is created: To engage in the business of manufacturing, buying and selling ice, either wholesale or retail, or both; and to own property real and personal necessary and incidental to said business; to engage in a refrigeration and meat curing business and to buy and sell fuel; and to engage in the mercantile business, and to do anything and everything necessary and incidental to the foregoing business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi [illegible]

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Not less than fifty (50) .

E. C. Fishel
Elizabeth P. Guice,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Forrest.

This day personally appeared before me, the undersigned authority, in and for said County and State, E. C. Fishel and Elizabeth P. Guice,

incorporators of the corporation known as the Gulfport Ice Company,

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 26th day of February, 1936.

(SEAL) Mrs. C. C. Burnham, 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 , 193

Received at the office of the Secretary of State, this the 26 day of February, A.D., 1936, together with the sum of $ 82.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., February 27th, 1936.

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 [illegible]

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney Gener[illegible]

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Gulfport Ice Company is hereby appproved.

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 February, 193 6.

Hugh White,
Governor.

By the Governor:
WALKER WOOD, Secretary of State.

Recorded: February 28, 1936

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934

OCT 12 1938 8661 21 130

The Charter of Incorporation of

DALE, INCORPORATED

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

2. The names of the incorporators are: W. E. Dale, postoffice, Ocean Springs, Mississippi; Albert Babendreer, postoffice, Ocean Springs, Mississippi, Eleanor Babendreer, postoffice, Ocean Springs, Mississippi.

3. The domicile is at Ocean Springs, Jackson, County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof : Twenty-Six Thousand ($26,000.00) Dollars, divided into Preferred and Common Stock, the Preferred Stock to be preferred as to principal and dividends but to be without voting power; and the Common Stock to have a voting power of one vote per share.

5. Number of shares for each class and par value thereof. There shall be Twelve-Hundred and Fifty (1250) shares of Preferred Stock at the par value of Ten ($10.00) Dollars per share; and Thirteen Thousand Five Hundred ($13,500) shares of common stock at a nominal value of One ($1.00) Dollar per share.

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

7. The purpose for which it is created: Is to manufacture, sell and/or lease lubricating pil-dispensing devices or apparatus; and to produce or blend and sell lubricating oils; to purchase or contract for the use of any patent issued on such oil-dispensing devises or apparatus; and/or to purchase or contracts for the use of any formula for the production or blending of such lubricating oils; and to pay for any or all ~~the~~ of the same in money or either class of stock of said corporation.

This Corporation dissolved and Charter surrendered to the State of Mississippi by decree of the Chancery Court of Jackson County Mississippi dated December 12, 1938. Certified copy of said decree filed in this office March 15, 1939. This March 15, 1939. Attest - Walker Wood, Secretary of State.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Ten Thousand (10,000) shares of the Common Stock are to be subscribed and paid for before said corporation may begin business.

W. F. Dale,
Albert Babendreer,
Eleanore Babendreer,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jackson.

This day personally appeared before me, the undersigned authority, W. F. Dale and Albert Babendreer,

incorporators of the corporation known as ~~the~~ Dale, Incorporated, who acknowledged that ~~(they)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(their)~~ (their) act and deed on this the 14th day of January, 1936.

O. D. Davidson,
Justice of the Peace.

(SEAL)

STATE OF MISSISSIPPI, County of Harrison,

This day personally appeared before me, the undersigned authority, Eleanore Babendreer,

incorporators of the corporation known as the Dale, Incorporated, who acknowledged that ~~(she)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(her)~~ (their) act and deed on this the 16th day of January, 1936.

Mazie D. Simpson,
Notary Public.

(SEAL)

Received at the office of the Secretary of State, this the 17th day of March, A.D., 1936, together with the sum of $62.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., March 17th, 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Dale, Incorporated, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Eighteenth day of March, , 1936.

Hugh White,
~~SEAL OF STATE~~
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

March 19, 1936.

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

Suspended by State Tax Commission
as Authorized by Section 15, Chapter
121, Laws of 1934, as amended

Heber Ladner

Secretary of State
State of Mississippi

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BRANDON HALL CORPORATION

1. The corporate title of said company is Brandon Hall Corporation.
2. The names of the incorporators are: W. P. Abbott, postoffice, Natchez, Mississippi; Louis Fry, postoffice, Natchez, Mississippi; Frank J. Duffy, Postoffice, Natchez, Mississippi; H. M. Alexander, postoffice, Natchez, Mississippi; Chas. F. Engle, Postoffice, Natchez, Mississippi.
3. The domicile is at Natchez, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $5,000.00; fifty (50) shares at $100.00 per share all common.
5. Number of shares for each class and par value thereof. 50 shares common stock at $100.00 per share.
6. The period of existence (not to exceed fifty years) is fifty (50) years.
7. The purpose for which it is created: To purchase, lease, hire or otherwise acquire real and personal prop... improved and unimproved, of every kind and description, and to sell, dispose of, lease, ... vey and mortgage said property, or any part thereof. To acquire, hold, lease, manage, o... develop, control, build, erect, maintain for the purposes of said corporation, construct, ... construct or purchase any lands, buildings, offices, stores, warehouses, mills, shops, f... plants, gas houses, machinery, rights, easements, permits, privileges, franchises and li... and all other things which may at any time be necessary or convenient in the judgment of ... board of directors for the purposes of the corporation, and not contrary to the laws of ... State of Mississippi. To sell, lease, hire or otherwise dispose of the lands, buildings ... other property of the company, or any part thereof.

To deal in oil, gas and minerals of all kinds and petroleum and petroleum products, ... automobiles and other motor vehicles and in their equipment and accessories of all kinds ... to explore any of its lands owned or leased by it or in any controlled by it for oil, ga... other minerals and to enter into and carry out contracts of every kind pertaining to its ... ness, and to do all of the above in the State of Mississippi and all other states of the ... States and territories.

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

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

Thirty-five (35) Shares.

W. P. Abbott,
Louis Fry,
Frank J. Duffy,
H. M. Alexander,
Chas. F. Engle,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Adams.

This day personally appeared before me, the undersigned authority, W. P. Abbott, Louis Fry, Frank J. Duffy, H. M. Alexander, and Chas. F. Engle,

incorporators of the corporation known as the Brandon Hall 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 March, , 1936. (SEAL)

Anna M. Alexander,
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 , 193

Received at the office of the Secretary of State, this the 20th day of March, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., March 20th, 1936.

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 S...

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney Gener...

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Brandon Hall Corporation is hereby appproved.

IN TESTIMQNY 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 March, 1936.

Hugh White,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded: March 21st, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

GREENWOOD BASEBALL COMPANY

1. The corporate title of said company is Greenwood Baseball Company.

2. The names of the incorporators are: Wm. H. Terry, postoffice Memphis, Tennessee; J. H.DeBerry, Savannah, Tennessee; R. J. Pettey, postoffice, Greenwood, Mississippi; T. E. Toland, postorrice, Greenwood, Mississippi; A. D. Liollio, postoffice, Greenwood, Mississippi; Earl Equen, postoffice, Greenwood, Mississippi.

3. The domicile is at Greenwood, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof : One Thousand and No/100 Dollars ($1000.00), all of common stock.

5. Number of shares for each class and par value thereof. Ten shares (10) of the par value of One Hundred dollars ($100.00) per share.

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

7. The purpose for which it is created: To own and operate a Baseball Team; to acquire by purchase or otherwise a franchise or franchises for the operation of a professional or non-professional baseball team; to contract with baseball players and to dispose of such contracts by sale or otherwise; and to do any and all things necessary toward the proper operation of a baseball team.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Ten shares (10) of common stock of the par value of One Hundred Dollars ($100.00) per share.

Wm. H. Terry,
J. H. DeBerry,
R. J. Pettey,
Earl Equen,
A.D.Liollio,
T. E. Toland,
Incorporators.

ACKNOWLEDGMENT

STATE OF ~~MISSISSIPPI~~ Florida, County of Escambia,

This day personally appeared before me, the undersigned authority, Wm. H. Terry and J. H. DeBerry, incorporators of the corporation known as the Greenwood Baseball Company who acknowledged that ~~(it)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 8th day of February, 1936.

(SEAL)

Philip Sanchez,
Notary Public, State of Florida
My Commission expires Feby 8, 1937.

STATE OF MISSISSIPPI, County of Leflore.

This day personally appeared before me, the undersigned authority, R. J. Pettey, T. E. Toland, A. D. Liollio and Earl Equen incorporators of the corporation known as the Greenwood Baseball Company who acknowledged that ~~(it)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(its)~~ (their) act and deed on this the 19th day of March, 1936.

(SEAL)

P.S. Stubblefield,
Notary Public.

Received at the office of the Secretary of State, this the 20th day of March, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., March 20th, 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Greenwood Baseball Company is hereby appproved.

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 March, 1936.

By the Governor:

Hugh White,
~~MISSISSIPPI~~
Governor.

WALKER WOOD, Secretary of State.

Recorded:
March 21st, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Supplied by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934
OCT 12 1938

The Charter of Incorporation of
WAGNER CHEVROLET COMPANY INC.

1. The corporate title of said company is Wagner Chevrolet Company
2. The names of the incorporators are: E. P. Wagner, Postoffice Water Valley, Miss.; C. B. Busby, Postoffice Water Valley, Miss.; Charles Moss, Postoffice Water Valley, Miss.
3. The domicile is at Water Valley, Yalobusha County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof 100 shares Capital Stock, par value $50.00 each,
5. Number of shares for each class and par value thereof. 100 shares, par value $50.00 each.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created:
To buy and sell automobiles, trucks, and other motor vehicles, supplies and accessories, to operate a garage and repair shop; to buy and sell farm implements, hardware and other merch and to do all other things necessary and proper in the conduct of such business.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
100 shares common stock $5,000.00

C. B. Busby
E. P. Wagner
C. M. Moss,

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Yalobusha.

This day personally appeared before me, the undersigned authority, E. P. Wagner, C. B. Busby and Charles Moss,

incorporators of the corporation known as the Wagner Chevrolet Company who acknowledged that XX) (they) signed and executed the above and foregoing articles of incorporation as XXX (their) act and deed on this the 20 day of March, 1936.

(SEAL) Sallie Markette, Notary Public.
My commission expires March 10th, 1940.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 21st day of March, A.D., 1936 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., March 21st, 1936.

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

Greek L. Rice, Attorney General.
By: W. W. Pierce, Assistant Attorney Gen

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Wagner Chevrolet Company, Inc. is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the twenty-day of March, 1936.

Hugh White
XXXXXXXXXXXX
Governor

By the Governor:
WALKER WOOD, Secretary of State.

Recorded: March 23, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

GLOSTER ICE AND STORAGE CORPORATION

1. The corporate title of said company is Gloster Ice and Storage Corporation

2. The names of the incorporators are: Charles M. Anderson, Postoffice Gloster, Mississippi; Tyler S. Conerly, Postoffice Gloster, Mississippi; Fred A. Anderson, Jr., Postoffice Gloster, Mississippi

3. The domicile is at Gloster, Amite County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof The capital stock to be ten thousand ($10,000.00) Dollars; One Hundred shares of common stock with a par value of One Hundred Dollars per share.

5. Number of shares for each class and par value thereof. One Hundred shares of common stock with a par value of One Hundred Dollars per share.

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

7. The purpose for which it is created: Manufacture, make, buy, sell for cash and credit, store, transport and deliver ice; to operate and maintain a cold storage for the storage for keeping and preserving of milk, all kinds of beef and meats eggs vegetables and any produce or by products of milk; to buy, sell, store, transport, cool milk and cream; to buy butcher store and sell for cash and credit all kinds of beef, pork and other meats, both wholesale and retail and to do and perform any and all other acts necessary and incident to the operation of a manufacturer and seller of ice and incident and necessary to the operation of a cold storage, for the storing and keeping of meats, vegetables, milk, cream and other produce and other acts and deeds incident to the operation of buyer and seller of meats both wholesale and retail, may determine the manner of calling and conducting of meetings, the mode of voting by proxy, make elect all necessary officers and prescribe the duties and salaries and tenure of office, may sue and be sued, and prosecute and be prosecuted, to judgment and satisfaction, before any court; may have a corporate seal; may contract and be contracted with within the limits of the corporate powers, may sell and convey real estate, and lease and let real estate, may sell personal property; may borrow money and secure the same by mortgage or otherwise; may issue bonds and secure them in the same way, ant may hypothecate its franchise, and may make all necessary by-laws not contrary to law.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
One Hundred shares of common stock at a par value of One Hundred ($100.00) Dollars per share thereof.

Charles M. Anderson
Fred A. Anderson, Jr.
Tyler S. Conerly,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Amite.

This day personally appeared before me, the undersigned authority, Charles M. Anderson, Tyler S. Conerly, and Fred A. Anderson, Jr., incorporators of the corporation known as the Gloster Ice and Storage Corporation, who acknowledged that ~~it~~ (they) signed and executed the above and foregoing articles of incorporation as ~~its~~ (their) act and deed on this the 20th day of March, 1936.

(S E A L)

A. McLean, 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 , 193

Received at the office of the Secretary of State, this the 21st day of March, A.D., 1936, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., March 21st 1936.

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Gloster Ice and Storage Corporation, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty-third day of March, 1936.

By the Governor:

Hugh White, Governor.

WALKER WOOD, Secretary of State.

Recorded: March 23, 1936.

Charter suspended 7-2-37 by order of Franchise Tax Com. Filed 7-5-37 Helen Lydon, Secretary of State

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

Suspended by State Tax Commission
as Authorized by Section 15, Chapter
21, Laws of Mississippi 1934
OCT 12 1938

The Charter of Incorporation of
SWINNEY GIN COMPANY

1. The corporate title of said company is Swinney Gin Company
2. The names of the incorporators are: A. E. Swinney, Postoffice Lexington, Mississippi; Gordon Ashley, office Lexington, Mississippi.
3. The domicile is at Lexington, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $20,000.00 stock and to be paid in full in cash or property.
5. Number of shares for each class and par value thereof. 200 shares par value $100.00 each.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To purchase, own, and operate one or more cotton gins in Holmes Co. and in the State of Mississippi; to buy and sell seed cotton, cottonseed and by-products, and all necessary machinery, buildings, lands, and other property incident to and in connection with; to purchase, own, and operate electric light and power machinery and plants, ice factories and creameries; to buy and sell all kinds and character of agricutlural products; to buy and sell real estate, including farm, agricultural and pasture lands and to operate the same, the amount of farm lands that may be so acquired, operated and farmed not to exceed the amount fixed by statute that corporations may hold; to buy, own, and sell all kinds of merchandise and personal property including fertilizers, seed, and feedstuff of every kind and character; to borrow and lend money, to give mortgages and deeds of trust and other liens on real and personal property, and to take mortgages and deeds of trust on real and personal property.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of 1906, Chapter 24, Code of 1906, and Chapter of Mississippi of 19 amendments thereto.

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

A. E. Swinney
Gordon Ashley,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Holmes.

This day personally appeared before me, the undersigned authority, in and for said county and state, A. E. Swinney, Ashley,

incorporators of the corporation known as the Swinney Gin Company

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of March, 1936.

(S E A L) Lelia Stansbury, Notary Public.
My commission expires August 11, 1936.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 23rd day of March, A.D., 1936 together with the sum of $ 50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., March 24th, 1936.

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Swinney Gin Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 25th day of March, 1936.

By the Governor:
WALKER WOOD, Secretary of State.

Hugh White, Governor.

Recorded: March 25, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of [illegible] 5/24/41.

The Charter of Incorporation of

SECURITIES BOND COMPANY

1. The corporate title of said company is Securities Bond Company
2. The names of the incorporators are: Nathaniel Hoggatt, Postoffice Vicksburg, Mississippi; Conway Hoggatt, Postoffice Vicksburg, Mississippi.
3. The domicile is at Vicksburg, Warren County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof

Five Thousand & No/100 Dollars ($5,000.00). Common Stock.

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

Fifty (50) Shares, Par Value One Hundred & No/100 Dollars ($100.00) per share.

6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created:

To operate and carry on a real estate and investment business. To borrow money and issue notes and bonds, or either, secured by real estate and personal property, or either; to buy, sell and deal in real and personal property.

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

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

Five shares. Common stock.

Nathaniel Hoggatt
Conway Hoggatt,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Warren.

This day personally appeared before me, the undersigned authority, Nathaniel Hoggatt and Conway Hoggatt, incorporators of the corporation known as the Securities Bond Company who acknowledged that ~~XX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XX~~ (their) act and deed on this the 11th day of March, 1936 (S E A L) A. H. Koerper, Notary Public. My commission expires March 6, 1938.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority, incorporators of the corporation known as the who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 16th day of March, , A.D., 1936 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., March 26th, 1936.

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

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Securities Bond Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 30th day of March, , 1936.

By the Governor:

WALKER WOOD, Secretary of State.

Hugh White, ~~XXXXXXXXXXXXXXXX~~ Governor.

Recorded: March 31, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 DEC 12 1937

The Charter of Incorporation of Brookhaven Construction Company, Incorporated.

1. The corporate title of said company is Brookhaven Construction Company, Incorporated.

2. The names of the incorporators are: Dr. N. R. Thompson, Postoffice Brookhaven, Mississippi; P. G. Harvey, Postoffice Memphis, Tennessee; Arthur Pew, Jr., Postoffice Atlanta, Georgia; F. D. Harvey, Postoffice Nashville, Tennessee.

3. The domicile is at Brookhaven, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof $20,000.00, all common stock.

5. Number of shares for each class and par value thereof. 200 shares common stock at $100.00 per share, par valu

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

7. The purpose for which it is created: To enter into contracts with persons, firma, corporations, Unite States of America, States, Levee Boards, cities, highway departments, counties, municipalit and all subdivisions and districts thereof, for the construction, improvements and repair of highways, and bridges, and the building, paving, grading, curbing and surfacing of streets, works, reservoirs, septic tanks, sewers, buildings and structures of every kind and characte and highways, and the building and repairing of levees and other construction work of a simi character and the doing of all said things under said contracts; and the furnishing of labor materialsin the perfoamance of such construction and work; to carry on the general business tracting and construction work in all its branches; to do all and every thing necessary; sui and proper for the accomplishment of any of the purposes in the attainment of any of the obj the furtherances of any of the powers hereinbefore set forth, either alone or in association other corporations, firms or individuals, and every other act or acts, things or things incid or appurtenant to or growing out of or connected with the aforesaid business and powers or a or parts thereof, provided that the same be not inconsistent with the laws of the State of M

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

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

Fifty (50)

Dr. N. R. Thompson
P. G. Harvey
Arthur Pew, Jr.
F. D. Harvey, Jr.,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lincoln.

This day personally appeared before me, the undersigned authority, Dr. N. R. Thompson, one of the incorporators of the corporation known as the Brookhaven Construction Company, who acknowledged that (he) signed and executed the above and foregoing articles of incorporation as (his) act and deed on this the day of March, 1936. (S E A L) R. Lee Moah, Circuit Clerk.

STATE OF

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 26th day of March, A.D., 1936, together with the sum of $ 50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., March 27th, 1936.

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 Unite

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney Ge

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Brookhaven Construction Company, Incorporated, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 30th day of March, 1936.

By the Governor:

WALKER WOOD, Secretary of State.

Hugh White, Governor

Recorded: March 31, 1936.

State of Tennessee
County of Shelby.

This day personally appeared before me. the undersigned authority P. G. Harvey, one of the incorporators of the Corporation known as Brookhaven Construction Company who acknowledged that she signed and executed the above and foregoing articles of incorporation as her act and deed on this 18th day of March, 1936.

N. R. Garner, Notary Public.
(S E A L) My commission expires Jan. 18, 1937.

State of Georgia
County of Fulton.

This day personally appeared before me, the undersigned authority, Arthur Pew, Jr., one of the incorporators of the corporation known as the Brookhaven Construction Company, who acknowledged that he signed and executed the above and foregoing articles of Incorporation as his act and deed on this the 20th day of March, 1936.

G. L. Lewis, Notary Public, Georgia, State at Large.
My commission expires Feb. 13, 1939. (SEAL)

State of Tennessee
County of Davidson.

This day personally appeared before me, the undersigned authority, F. D. Harvey, Jr,, one of the incorporators of the corporation known as the Brookhaven Construction Company, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 18 day of March, 1936.

Stuart H. Magee, Notary. (SEAL)
My commission expires Jan. 19, 1938.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SEAL GROCERY & SEA FOOD MARKET, INC.

OCT 12 1936

1. The corporate title of said company is Seal Grocery & Sea Food Market, Inc.

2. The names of the incorporators are: Robert B. Seal, Postoffice, Tupelo, Mississippi; H. G. Seal, Sr., postoffice, Tupelo, Mississippi; H. G. Seal, Jr., postoffice, Tupelo, Mississippi.

3. The domicile is at Tupelo, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Five Thousand Dollars ($5,000.00) Capital Stock, Fifty shares non par value stock not be sold for over $100.00 per share and all paid in, and

5. Number of shares for each class and par value thereof. Fifty shares of non par value stock, not to be sold for over $100.00 per share and all paid in, $5,000.00 surplus, all paid in.

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

7. The purpose for which it is created: To own, operate, engage in, and carry on a general retail of fancy and staple groceries, to handle sea foods, all kinds of meats; created to engage in the general mercantile business both retail and wholesale; and general merchandise; buy and sell real estate; to own operate and carry on a general real estate and rental agency, to own, improve, rent, lease, sell, buy and trade in real estate and personal property.

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

Number of shares of each class to be subscribed and paid for before the corporation may begin business: Entire amount paid up.

H. G. Seal, Jr.,
Robert B. Seal,
H. G. Seal, Sr.,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lee.

This day personally appeared before me, the undersigned authority, Robert B. Seal, H. G. Seal, Sr., and H. G. Seal, Jr., incorporators of the corporation known as the Seal Grocery & Sea Food 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 30 day of March, , 1936.

Willie Mayne Chenault,
Notary Public for Lee County, Miss.
My commission expires: September 25,1937

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority, incorporators of the corporation known as the who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 1st day of April, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., April 4th, 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Seal Grocery & Sea Food Market, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Fourth day of April, 1936.

HUGH WHITE
~~SENNETT CONNER,~~
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:
April 14th, 1936.

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

CARLEY, SIMS & RANKIN, INC.

1. The corporate title of said company is **Carley, Sims & Rankin, Inc.**
2. The names of the incorporators are: **N. H. Rankin, postoffice, Columbia, Mississippi; T. E. Carley, postoffice, Columbia, Mississippi; Mrs. Essie Denison Sims, postoffice, Columbia, Mississippi.**
3. The domicile is at **Columbia, Mississippi.**
4. Amount of capital stock and particulars as to class or classes thereof **(a) 120 shares of no par capital stock for which the stockholders are paying $5.00 per share, but which is believed to be worth $40.00 per share. (b) Number of shares of preferred stock and all other classes of stock---NONE.**
5. Number of shares for each class and par value thereof. **(a) 120 shares of no par value stock for which the stockholders are paying $5.00 per share, but which is believed to be worth $40.00 per share. (b) Number of shares of preferred stock and all other classes of stock---NONE.**
6. The period of existence (not to exceed fifty years) is **Fifty years.**
7. The purpose for which it is created: **The selling of fire, tornado, life, casualty and health insurance policies, and insurance policies protecting and indemnifying against all other kinds of hazards and risks ordinarily sold by insurance agents, and in general, to carry on a general insurance agency and to do and perform all things commonly and ordinarily done and performed in connection with or incidental to a general insurance agency; the purchase and acquisition otherwise, sale and disposal otherwise of real estate. The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100 of the 1930 Annotated Code of Mississippi and Laws Amendatory thereto.**

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi 1

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: **120 shares.**

T. E. Carley
Mrs. Essie Denison Sims
N. H. Rankin,

ACKNOWLEDGMENT

Incorporators.

STATE OF MISSISSIPPI, County of **Marion.**

This day personally appeared before me, the undersigned authority, **N. H. Rankin, T. E. Carley and Mrs. Essie Denison Sims,**

incorporators of the corporation known as the **Carley, Sims & Rankin, Inc.,**

who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the 29th day of **February**, 193**6.** (SEAL)

Hattie F. Robertson (nee [illegible])
Notary Public.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the **3rd** day of **April**, A.D., 19**36**, together with the sum of $ **20.00** deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., **April 4th,** 193**6.**

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

By: **Greek L. Rice,** , Attorney General.
W. W. Pierce, , Assistant Attorney Gener

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of **Carley, Sims & Rankin, Inc.,** is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the **Fourth** day of **April**, 193**6.**

HUGH WHITE
~~BENNETT CONNER~~,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

April 14th, 1936

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MUNDELL'S, INC.

1. The corporate title of said company is Mundell's, Inc.
2. The names of the incorporators are: W. D. Mundell, postoffice, Laurel, Mississippi; F. E. Nicholson, post-office, Laurel, Mississippi.
3. The domicile is at Laurel, Second District, Jones County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $6,000.00, par value $100.00 each.

5. Number of shares for each class and par value thereof. 60 shares, $100.00 each.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To own and operate mercantile stores, clothing stores, stores to sell goods to children, men, boys and women, and own such real estate as is necessary to own and operate such stores, and to establish branch stores in other towns or cities, and own and operate the same, and operate the above stores or stores, both retail and wholesale.

Application executed by W D Mundell, June 25, 1947, stating that this corporation has not been organized and no business commenced under this grant of Charter - Granted to State under provision of Section 180, Constitution of 1890. This June 26, 1947. Dan Wood, Secretary of State.

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

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

W. D. Mundell,
Fred E. Nicholson,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jones.

This day personally appeared before me, the undersigned authority, W. D. Mundell and F. R. Nicholson,

incorporators of the corporation known as Mundell's, Inc., who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 14th day of April, A. D., 1936.

A. B. Schauber, Notary Public. (SEAL)

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the 15th day of April, A.D., 1936, together with the sum of $ 22.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., April 15th 193 6.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Mundell's, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Eighteenth day of April, 193 6.

Hugh White, Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

April 18, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Associated Underwriters of the Honor System Finance Company

1. The corporate title of said company is Associated Underwriters of the Honor System Finance Company.
2. The names of the incorporators are: A. L. Fry, postoffice, Laurel, Mississippi; V. C. Fry, postoffice, Laurel, Mississippi; R. McNair, postoffice, Laurel, Mississippi.
3. The domicile is at Laurel, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $1,000.00 Common Stock.
5. Number of shares for each class and par value thereof. 100 shares Common Stock, $10.00 par ~~share~~ Value.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To establish, maintain and conduct a general mercantile agency; to do every branch of business usually transacted in connection therewith, including the obtaining and acquiring by purchase or in any other lawful manner information, statistics, facts and circumstances relating to, or affecting the business, capital, debt, solvency, credit, responsibility and condition and standing of any and all individuals, firms, associations and corporations, engaged or connected with any business, occupation, industry or employment in any part of the civilized world particularly in and throughout the United States and Canada, and to dispose of, sell, loan, pledge and use in any and all lawful ways the information, statistics, facts and circumstances so obtained or acquired; also to establish, maintain and conduct a general collection business for the recovery, forcement and collection of accounts, bills, debts, dues, demands and obligations and claims of all kinds; also to acquire, by purchase or otherwise, and to establish, maintain and conduct a general printing, publishing, bookbinding and advertising business, and to prepare and distribute newspapers, books, pamphlets, directories, catalogues, reports, ratings, digests, lists and other printed matter of interest or use to merchants, traders, bankers and lawyers; the corporation may merge with any corporation or with other corporations, domestic or foreign, or other corporation or corporations may be merged with this corporation by lawful action of a majority vote of the stockholders of the corporations involved, whether the said corporation or corporations merged with this one be domestic or foreign corporation; this corporation may be amalgmated with other corporations or may comsolidate with another corporation or corporations, whether domestic or foreign, on appropriate and lawful action of a majority vote of the stockholders of the corporations involved; in the event another corporation, domestic or foreign, is merged with this corporation, stock in this corporation may be issued to holders of the corporation or corporations merged with this corporation in lieu of stock held by them in the corporation or corporations merged with this one, on terms agreed upon by a majority of the stockholders in the respective corporations; none of the foregoing purposes shall embrace or body the right or power to in any manner engage in the practice of law.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 100 shares Common Stock, $10.00 par value.

A. L. Fry,
V. C. Fry,
R. M. McNair,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jones.

This day personally appeared before me, the undersigned authority, A. L. Fry, V. C. Fry and R. McNair,

incorporators of the corporation known as the Associated Underwriters of the Honor Finance Company, who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the day of April, 193 6. (SEAL)

E. D. Hurst, 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 , 193

Received at the office of the Secretary of State, this the 13th day of April, , A.D., 19 36, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., April 15th, 193 6.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Associated Underwriters of the Honor System Finance Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Eighteenth day of April, 193 6.

Hugh White, Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

April 18th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

1. The corporate title of said company is Lincoln County Gin Company
2. The names of the incorporators are: L. Arrington, Postoffice Brookhaven, Mississippi; E. Arrington, Postoffice Brookhaven, Mississippi; Wm. T. Smith, Postoffice Brookhaven, Mississippi.
3. The domicile is at Brookhaven, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $24,000.00 common stock.

5. Number of shares for each class and par value thereof. Common 240 shares, par value each share $100.00.

6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To operate cotton gins, buy and sell cotton, cotton seed, cotton seed meal, cotton seed hulls, bagging and ties and all kinds of fertilizers, and do any and all things in connection with the operation of cotton gins, in the ginning and to buy and sell all kinds of feed for live stock. To buy, own and sell gins and to operate one or more gins, and in the operation of gins to own trucks and to operate trucks and to own and operate any and all kinds of vehicles in connection in connection with the operation of gins, to own buy and sell real estate in connection with the operation of gins, to take notes and mortgages on personal and real estate and to buy and sell notes and mortgages in connection with the operation of gins; to buy, own and sell any and all kinds of equipment and machinery in connection with the operation of gins.

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

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

240 shares common stock.

L. Arrington
E. Arrington
W. M. T. Smith,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lincoln.

This day personally appeared before me, the undersigned authority, L. Arrington, E. Arrington and Wm. T. Smith, incorporators of the corporation known as the Lincoln County Gin Company, who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 17th day of April, 1936. (SEAL)

Terah Lovell, 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 , 193

Received at the office of the Secretary of State, this the 17 day of April, A.D., 1936, together with the sum of $ 58.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., April 17th, 1936.

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

Greek L. Rice, Attorney General.
By: W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Lincoln County Gin Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Eighteenth day of April, 1936.

By the Governor:

Hugh White
Governor.

WALKER WOOD, Secretary of State.

Recorded: April 18, 1936.

This Corporation Charter and is Charter Issued by a decree of the Chancery Court of Lincoln County, Mississippi, dated April 2, 1945. Certified Copy of Said decree filed in this Office, this November 14, 1945 [illegible]

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS.

The Charter of Incorporation of

LITTLE & HILL DRUG STORES

1. The corporate title of said company is Little & Hill Drug Stores.
2. The names of the incorporators are: W. R. Little, postoffice, Macon, Mississippi; Sam Hill, postoffice, Macon, Mississippi; Mrs. Mary Kate Little, postoffice, Macon, Mississippi; Mrs. Tennie B. Hill, postoffice, Artesia, Mississippi.
3. The domicile is at Artesia, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Authorized Capital Stock, $5,000.00; consisting solely of common stock.
5. Number of shares for each class and par value thereof. 50 shares of common stock only, at a par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To buy and sell at retail and wholesale, drugs, paints and oils, newspapers, magazines, books, stationery, ~~sapes~~, perfumeries, toilet powder, toilet articles, cigars, tobaccos, candies, confections, flower and garden seeds, medicine, both patent and prescription, ice cream and soft drinks, and to run and operate general drug stores and drug businesses, and soda fountains amd news-stands and book-stores in connection therewith, to mix and compound drugs and fill medical prescriptions and to sell the same and to buy the material necessary therefor, and to do any and all things necessary, proper, needful or helpful in and about the successful operation of drug stores or businesses with news-stands, soda fountains, book-stores and prescription counters in connection therewith; to sue and be sued; to buy, own, lease and sell lamds, buildings, fixtures and equipment necessary to be used in the successful operation of the business or businesses above named; to contract and be contracted with; to borrow money and execute valid notes therefor and to give any and all kinds of security therefor.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 25 shares of common stock of the par value of $100.00 per share, that is to be paid for at the rate of $100.00 per share.

W. R. Little,
Sam Hill,
Mrs. Mary Kate Little,
Mrs. Tennie B. Hill,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Noxubee.

This day personally appeared before me, the undersigned authority, W. R. Little, Sam Hill, Mrs. Mary Kate Little and Mrs. Tennie B. Hill,

incorporators of the corporation known as the Little & Hill Drug Stores,

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 18th day of March, 1936. (SEAL)

Mary Boothe Cline,
Notary Public Noxubee Co.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 18th day of April, A.D., 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., April 18th, 1936.

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney Gen

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Little & Hill Drug Stores, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 18th day of April, 1936.

Hugh White,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

April 18th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7044 W

The Charter of Incorporation of
Crosby Athletic Association

1. The corporate title of said company is Crosby Athletic Association

2. The names of the incorporators are: L. O. Crosby, Jr., Postoffice, Crosby, Mississippi; V. G. Oliver, Postoffice, Crosby,Mississippi; J. R. Clark,Jr.,Postoffice,Crosby, Mississippi; Louis Bickham, Postoffice, Crosby,Mississippi; Stanley Taylor, Postoffice, Crosby,Mississippi;Dr.D.H.Thornhill, Postoffice,Crosby,Mississippi S. N. Green,Postoffice,Crosby,Mississippi.

3. The domicile is at Crosby,Wilkinson County,Mississippi.

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

One Thousand Dollars ($1000.00)
Common Stock

5. Number of shares for each class and par value thereof. Two Hundred Shares, par value, Five Dollars ($5.00) each.

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

7. The purpose for which it is created: Construct, acquire, own and operate swimming pool and pools, tennis courts, baseball fields, foot ball fields, volley ball courts, golf courses, bowling alleys, billiard and pool tables, and conduct all such games, own and operate gymnasium and conduct all athletic sports, and to sell soft drinks, refreshments and lunches; acquire land by purchase and lease, and construct, own and lease buildings and improvements and equipment for foregoing purposes.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: One Hundred Shares, par value, five dollars, ($5.00) to be subscribed and paid for before corporation may begin business.

L. O. Crosby,Jr.,
V. G. Oliver
Stanley Taylor
J. R. Clark
D. H. Thornhill
S. N. Green
L. T. Bickham

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Amite

This day personally appeared before me, the undersigned authority, L. O. Crosby, Jr., V. G. Oliver, J. R. Clark, Jr., Louis Bickham, Stanley Taylor, Dr. D. H. Thornhill and S. N. Green,

incorporators of the corporation known as the Crosby Athletic Association

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 18th day of April, 1936. (SEAL)

B. F. Herman, Notary Public.
My Commission expires July 2, 1939.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the 22nd day of April, A.D., 19 36 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., April 22nd, 1936.

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

Greek L. Rice, Attorney General.

By: W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Crosby Athletic Association is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty-second day of April, 1936.

HUGH WHITE
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded: April 23, 1936.

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FOR AMENDMENT SEE BOOK No. 2 PAGE 515

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7050W

The Charter of Incorporation of

Enochs Lumber Company.

1. The corporate title of said company is **Enochs Lumber Company.**
2. The names of the incorporators are: **P. H. Enochs, Postoffice, Fernwood, Mississippi; Lamar Ramsay, Postoffice, Fernwood, Mississippi; James L. Kemper, Postoffice, Fernwood, Mississippi.**
3. The domicile is at **Fernwood, Pike County, Mississippi.**
4. Amount of capital stock and particulars as to class or classes thereof : **$25,000 Common Stock, all equal and of one class**
5. Number of shares for each class and par value thereof. **250 shares of Common Stock of the par value of $100.00 each**
6. The period of existence (not to exceed fifty years) is **Fifty years.**
7. The purpose for which it is created: **To engage in the sawmill, planing mill, lumber, timber, veneer, plywood, box factory, mercantile, brokerage, fabricating and manufacturing business or businesses, and business of any and every kind and nature.**

To buy, own, sell, lease or in any manner handle and deal in any and all kinds of property, real and personal, including any and all wood products, fabricated products, building materials and any and all kinds of goods, wares and merchandise, wholesale and retail.

To make any and all contracts and engagements, and do all things as may be necessary, incident or convenient in the carrying on of any or all of such businesses.

FOR AMENDMENT SEE BOOK 41-42 PAGE 2-91

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: **Fifty shares of Common stock**

P. H. Enochs
Lamar Ramsay
James L. Kemper
Incorporators.

ACKNOWLEDGMENT

Incorporators.

STATE OF MISSISSIPPI, County of **Pike**

This day personally appeared before me, the undersigned authority, **P. H. Enochs, Lamar Ramsay and James L. Kemper,**

incorporators of the corporation known as the **Enochs Lumber Company**

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

day of **April**, 193 **6.** (SEAL)

Elva Gardner, Notary Public.
My Commission expires August 1, 1936.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the **25th** day of **April**, A.D., 19**36**, together with the sum of $ **60.00**

deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., **April 25th,** 193 **6.**

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

Greek L. Rice, Attorney General.

By: **W. W. Pierce**, Assistant Attorney Gen

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of **Enochs Lumber Company**

is hereby appproved.

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 **April**, 193 **6.**

HUGH WHITE
Governor

By the Governor:

WALKER WOOD, Secretary of State.

Recorded: **April 29, 1936.**

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7049 W

The Charter of Incorporation of
Hamilton-Graves Company.

1. The corporate title of said company is Hamilton-Graves Company.
2. The names of the incorporators are: A. L. Hamilton, Postoffice, Laurel, Mississippi; J. R. Graves, Postoffice, Laurel, Mississippi.
3. The domicile is at Laurel, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $10,000.00 divided into one hundred shares of common stock, all of said shares being of the same class and with same privileges.

5. Number of shares for each class and par value thereof. One hundred shares of common stock of the par value of $100.00 each.

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: The general nature of the business of said corporation shall be to conduct a general mercantile business, both wholesale and retail, buying and selling and dealing in merchandise, personal securities, current and delinquent accounts, negotiable paper, securities, to buy, or otherwise acquire, own, hold, manage and control, in its discretion, real and personal property of every kind and description, including its own stock and stock in any other corporations, and to sell and convey, assign, mortgage, pledge, lease and sublet, or otherwise dispose of such property, or any part thereof, to deal in stocks, bonds, commercial paper, mortgages and other securities, buying, selling, leasing and subletting, improving and dealing in lands and tenements and the construction and selling of houses and buildings.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: The said corporation shall have the right to commence business when thirty (30) shares of its capital stock shall have been subscribed and paid for, either in cash or property worth at least as much as the total amount of the par value of said number of shares.

A. L. Hamilton
J. R. Graves, Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jones.

This day personally appeared before me, the undersigned authority, A. L. Hamilton and J. R. Graves

incorporators of the corporation known as the Hamilton-Graves Company who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 23rd day of April, , 193 6. (SEAL)

J. R. Buchanan, 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 , 193

Received at the office of the Secretary of State, this the 25th day of April , A.D., 19 36, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., April 25th, 193 6.

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

Greek L. Rice , Attorney General.

By: W. W. Pierce , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Hamilton-Graves Company, is hereby appproved.

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 April , 193 6.

By the Governor:

HUGH WHITE
Governor.

WALKER WOOD, Secretary of State.

Recorded: April 29th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7052 W

The Charter of Incorporation of
Meridian Oil & Gas Development Co., Inc.,

1. The corporate title of said company is Meridian Oil & Gas Development Co., Inc.,
2. The names of the incorporators are: R. E. Dalton Postoffice, Meridian, Mississippi; Howard Westbrook, P[ost]office, Meridian, Mississippi; W. E. Shepard, Postoffice, Meridian, Mississippi.
3. The domicile is at Meridian, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Five Thousand Dollars Capitol Stock; No Par Val[ue] All Common Stock.
5. Number of shares for each class and par value thereof. Fifty shares, no par or nominal value; sale price per sh[are] $100.00.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: Investigate, explore, prospect, drill and mine for and produce oil, gas and all other minerals; lay pipe lines, build tanks, power stations, telephone lines, other structures thereon to produce, save, take care of treat, transport and own said prod[ucts] and house its employees, both in this state, or in any other State, territory, possession the United States of America or foreign states; To buy, sell, lease, assign, hold, own rea[l] personal property of all kinds and character; To make and execute and receive negotiable i[n]struments of all kinds and character; to endorse negotiable instruments; To exercise the p[owers] herein or hereby conferred, in addition to such amendments hereto as may be made, either i[n] state of Mississippi, or in any state, territory, possession of The United States of Ameri[ca] or any foreign state.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Thirty Shares of Common St[ock] ($ 3,000.00)

R. E. Dalton
Howard Westbrook
W. E. Shepard,
Incorporators,

ACKNOWLEDGMENT

Incorporators.

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, R. E. Dalton, Howard Westbrook and W. E. Shepa[rd]

incorporators of the corporation known as the Meridian Oil & Gas Development 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 2[7th]
day of April , 193 6. (SEAL) W. L. Carter, Notary Public.

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, R. E. Dalton, Howard Westbrook, W. E. Shepard

incorporators of the corporation known as the Meridian Oil & Gas Development 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
day of April , 193 6.

Received at the office of the Secretary of State, this the 27th day of April , A.D., 19 36, together with the sum of $ 20.0[0]
deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.
JACKSON, MISS., April 27th, 1936.

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 Uni[ted States]

By: Greek L. Rice , Attorney General.
W. W. Pierce , Assistant Attorney G[eneral]

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Meridian Oil & Gas Development Co., Inc.,
is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty[-seventh]
day of April, , 193 6.

HUGH WHITE
Governor

By the Governor:
WALKER WOOD, Secretary of State.

Recorded: April 29th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7053 W

The Charter of Incorporation of
Ritz Theatre.

1. The corporate title of said company is Ritz Theatre.
2. The names of the incorporators are: Bramlett Roberts, Postoffice, Oxford, Mississippi; C. S. Haney, Postoffice, Oxford, Mississippi; Theron Lyles, Postoffice, Oxford, Mississippi; R. L. Smallwood, Jr., Postoffice, Oxford, Mississippi.
3. The domicile is at Oxford, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Fifteen Thousand Dollars Capital Stock. All Common Stock-No preferred.

5. Number of shares for each class and par value thereof. 150 Shares Common Stock-Par value $100.00 per share.

6. The period of existence (not to exceed fifty years) is 49 years.
7. The purpose for which it is created: The Corporation is created for the purpose of showing and exhibiting theatrical performances, shows, vaudevilles, motion pictures, and any and all other forms of public entertainments.

To do all things necessary to promote the welfare of the Corporation in and about the aforementioned businesses.

To buy, sell, rent, and lease real estate.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 80 Shares Common Stock.

R. L. Smallwood, Jr.,
C. S. Haney
Theron Lyles
Bramlett Roberts,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lafayette,

This day personally appeared before me, the undersigned authority, Bramlett Roberts, C. S. Haney, Theron Lyles, R. L. Smallwood, Jr.,

incorporators of the corporation known as the Ritz Theatre

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 27 day of April, 1936. (SEAL)

Pauline Hickey, Notary Public.
My Commission expires April 11, 1940.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 28th day of April, A.D., 1936, together with the sum of $ 40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., April 28th, 1936.

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

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Ritz Theatre is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the twenty-eighth day of April, 1936.

By the Governor:

HUGH WHITE
Governor.

WALKER WOOD, Secretary of State.

Recorded: April 29th, 1936.

The Corporation Disclosure and Charter Document of Ritz Theatre, dated April 28, 1936. Certified copy of Charter filed with Secretary of State, this April 30, 1936. Walker Wood, Secretary of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission

#7057 W

Authorized by Section 15, Chapter 221, Laws of Mississippi 1934 3/19/42

The Charter of Incorporation of Hewitt Clarke Lumber Company.

1. The corporate title of said company is Hewitt Clarke Lumber Company.
2. The names of the incorporators are: Hewitt R. Clarke, Postoffice, Meridian, Mississippi; Robert E. Parker, Postoffice, Meridian, Mississippi; Mrs. Louise P. McGinnis, Postoffice, Meridian, Mississippi.
3. The domicile is at Meridian, Lauderdale County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Ten Thousand ($10,000.00) Dollars, All Common and having a par value of Ten ($10.00) Dollars per share.
5. Number of shares for each class and par value thereof.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To buy, and sell timber, timber rights, and timber land. To manufacture lumber, and to buy and sell lumber; to maintain and operate a planing mill or mills; to maintain and operate dry kilns; to buy and sell lumber products, and other building materials and equipment, both wholesale and retail, and to engage in the wholesale commission brokerage lumber business; to buy and sell real and personal property and in additon, all

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: This corporation is authorized to commence business as soon as One Hundred (100) Shares of its capital stock is sold and paid for.

Hewitt R. Clarke
Robert E. Parker
Louise P. McGinnis
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, in and for said State and County, the above named Hewitt R. Clarke, Robert E. Parker and Mrs. Louise P. McGinnis

incorporators of the corporation known as the Hewitt Clarke Lumber Company,

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of April, 1936.

(SEAL) Robert R. Wallace, Notary Public.

Notary Public, Lauderdale County, Miss., My Commission expires Sept. 30, 1938.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 29th day of April, A.D., 1936, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., April 29th, 1936.

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

Greek L. Rice, Attorney General.

By: W. W. Pierce, Assistant Attorney Gen

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Hewitt Clarke Lumber Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Thirtie day of April, 1936.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE
Governor.

Recorded: April 30, 1936.

This Corporation dissolved and its Charter surrendered to the Secretary of State, by Stockholders' Meeting held on the 12th day of June A.D. 1946. Filed in the Office of the Secretary of State, this March 6, 1948. Helen Latham, Asst. Secy. of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7058 W

The Charter of Incorporation of
John Evans Hardware Company.

1. The corporate title of said company is John Evans Hardware Company.
2. The names of the incorporators are: John Evans, Postoffice, Laurel Mississippi; W. Calvin Smith, Postoffice, Laurel Mississippi.
3. The domicile is at Laurel, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Twenty thousand and no/oo Dollars ($20,000.00) represented by common stock only.

5. Number of shares for each class and par value thereof. Two hundred (200) shares of common stock of the par value of One hundred and no/100 Dollars ($100.00) each.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To buy and sell, both whole sale and retail, to manufacture, assemble, and to exchange for a profit all items usually classified as hardware, mill supplies, paints, oils, cements, lumber, brick, roofing, and other building materials, farm implements and equipment of every nature and kind, all manner of supplies for construction work, sporting goods, household utensils, and all other items usually found in a hardware store; to engage in a general hardware business with full power to perform any act or acts proper and necessary for the purpose of the business not prohibited by law; to bid on and contract for the delivery of any and all items of hardware, mill supplies, building material, and construction supplies; to buy, build, sell, or otherwise acquire or dispose of store building or buildings, both wholesale and retail, and factories or factory, and lands 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 100, Code of Mississippi of 1930.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: One hundred (100) shares of One hundred and no/100 Dollars ($100.00) each.

John Evans
W. Calvin Smith, Incorporators.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jones.

This day personally appeared before me, the undersigned authority, John Evans and W. Calvin Smith

incorporators of the corporation known as the John Evans Hardware Company,
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 27
day of April , 193 6. (SEAL) E. D. Hurst, 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 , 193

Received at the office of the Secretary of State, this the 29th day of April , A.D., 19 36 together with the sum of $ 50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., April 29th, 1936.

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

By: Greek L. Rice , Attorney General.
W. W. Pierce , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of John Evans Hardware Company, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Thirtieth day of April , 193 6.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE
Governor.

Recorded: May 1st, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7062 W

The Charter of Incorporation of

Mississippi Drive It Company, Incorporated.

1. The corporate title of said company is Mississippi Drive It Company, Incorporated.
2. The names of the incorporators are: D. H. Steverson, Postorfice, Jackson, Mississippi; Robert Hauberg, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Five thousand (5000) shares of common stock for a par value of One Dollars ($1.00) per share..
5. Number of shares for each class and par value thereof. Five thousand (5000) shares of common stock with a value of One Dollars ($1.00) per share.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To own, run and operate an automobile U-Drive-It business; or automobile-for-hire business; to buy, sell, own, lease, deal in and trade in each and every kind, type and description of automobile and/or motor cars.

   To buy, sell, own, lease and/or run and operate a general filling station business.

   To buy, sell, or lease and deal in such personal and real property as is, or may be, necessary and expedient or profitable in the operation of the Corporation's business.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Three Hundred (300) shares of common stock with par value of One Dollar ($1.00) per share.

D. H. Steverson
Robert Hauberg,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, D. H. Steverson and Robert Hauberg

incorporators of the corporation known as the Mississippi Drive It Company, Inc., 2nd

who acknowledged 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, 1936. (SEAL) Ione 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 , 193

Received at the office of the Secretary of State, this the 2nd day of May, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 2nd, 1936.

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

Greek L. Rice, Attorney General.
By: W. W. Pierce, Assistant Attorney Gen

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Mississippi Drive It Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Second day of May, 1936.

HUGH WHITE
Governor

By the Governor:

WALKER WOOD, Secretary of State.

Recorded: May 4th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

This suspension set aside under the provisions of Section 16 Chapter 121 Laws of 1934 this 11th day of Dec. 1937.

Suspended by State Tax Commission as authorized by Section 10 Chapter 121 Laws of Mississippi 1934 DEC 12 1937

7066 W

The Charter of Incorporation of
SWEET FEET, INCORPORATED.

1. The corporate title of said company is SWEET FEET, INCORPORATED.
2. The names of the incorporators are: R. D. Morgan, Postoffice, Columbia, Mississippi; Bidwell Adam, Postoffice, Gulfport, Mississippi, Lois Ramsay, Postoffice, Gulfport, Mississippi; R. B. Hamilton, Postoffice, Jackson, Mississippi; W.C. Capers, Postoffice, Gulfport, Mississippi.
3. The domicile is at Gulfport, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof :

$1,000.00 capital stock, all common.

5. Number of shares for each class and par value thereof. One Hundred (100) shares common stock, par value Ten Dollars ($10.000) per share.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To manufacture, compound, bottle and sell to wholesale and retail trade a preparation or preparations for the treatment of diseases of the feet and other skin infections.
To lease, rent, purchase and own such personal property and equipment and real estate as may be necessary to own and use in the operation and conduct of the business.

1 share

8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.
Number of shares of each class to be subscribed and paid for before the corporation may begin business: Fifty shares common.

Bidwell Adam
Lois Ramsay
R. B. Hamilton
W. C. Capers
R. D. Morgan,
Incorporators.

ACKNOWLEDGMENT

Incorporators.

STATE OF MISSISSIPPI, County of Harrison.
This day personally appeared before me, the undersigned authority, Bidwell Adam and Lois Ramsay
incorporators of the corporation known as the Sweet Feet, Incorporated
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 5th day of May , 193 6. (SEAL)
Gaston H. Hewes, Notary Public.

STATE OF MISSISSIPPI, County of Hinds,
This day personally appeared before me, the undersigned authority, R. B. Hamilton, W. C. Capers, R. D. Morgan
incorporators of the corporation known as the ------
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 6 day of May , 193 6. (SEAL)
Van W. Lowery, Notary Public. My Commission expires Jan.14,1940.

Received at the office of the Secretary of State, this the 6th day of May , A.D., 19 36 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 6th, 193 6.

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

By: Greek L. Rice , Attorney General.
W. W. Pierce , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Sweet Feet, Incorporated, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Sixth day of May , 193 6.

HUGH WHITE
Governor.

By the Governor:
WALKER WOOD, Secretary of State.

Recorded: May 6th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

PEOPLES' ICE COMPANY OF NATCHEZ, MISSISSIPPI

1. The corporate title of said company is PEOPLES' ICE COMPANY OF NATCHEZ, MISSISSIPPI
2. The names of the incorporators are: T. H. Stanley, Box 1983 Postoffice Alexandria, Louisiana
   J. H. Harris, 2705 Lee St. Postoffice Alexandria, Louisiana
   T. E. Wright, 940 Bailey Ave., Postoffice Jackson, Mississippi
3. The domicile is at Northeast Corner Jefferson and Rankin Sts., Natchez, Miss.
4. Amount of capital stock ~~and par value as to each class thereof~~ Forty-eight shares

5. ~~The par value of shares is~~ The par value of shares is--$100.00 per share

6. The period of existence (not to exceed fifty years) is Fifty (50) Years
7. The purpose for which it is created: To manufacture, buy, sell and deal in ice, ice cream, carbonated waters and all kinds of beverages, vegetables, nuts and various sundry foods and food products of every nature and kind whatsoeve to own and operate a cold storage plant and to lease space there and to store food and food products therein

8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 24 Code of Mississippi

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

J. H. Harris
T. H. Stanley
T. E. Wright

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Adams

This day personally appeared before me, the undersigned authority, T. H. Stanley, T. E. Wright, and J. H. Harris

incorporators of the corporation known as the Peoples' Ice Company of Natchez, Miss.
who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the
day of May , 1936 (SEAL)

Alma M. Alexander, Notary Publ

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 12 day of May , A.D., 1936, together with the sum of $ 20.00
deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.
JACKSON, MISS., May 12 1936

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 Unite

Greek L. Rice , Attorney General.
By: W. W. Pierce , Assistant Attorney Ge

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Peoples' Ice Company of Natchez, Mississippi is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Fourte
day of May , 1936

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE
Governor

Recorded: May 13, 1936

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

WILLIAM HIRSH AND COMPANY, INC.

1. The corporate title of said company is William Hirsh & Company, Inc.
2. The names of the incorporators are: H. Blumenfeld Postoffice Memphis, Tenn.
   Dora Blumenfeld Postoffice Memphis, Tenn.
   Martin Garner Postoffice Tunica, Miss.
3. The domicile is at Tunica, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof Three Thousand Dollars - Common only

5. Number of shares for each class and par value thereof. Thirty shares of Par Value of One Hundred Dollars each

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: General retail merchantile.

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

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

Thirty shares of One Hundred Dollars each all paid up

Harris Blumenfeld
Dora Blumenfeld
Martin Garner

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Tunica

This day personally appeared before me, the undersigned authority, Martin Garner

incorporators of the corporation known as the William Hirsh & 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 13th. day of May, 1936

Tennessee (SEAL OF NOTARY) M. D. Buckels, Jr., Notary Public

STATE OF ~~MISSISSIPPI~~ TENNESSEE County of Shelby

This day personally appeared before me, the undersigned authority, Harris Blumenfeld & Dora Blumenfeld

(SEAL OF NOTARY) H. F. Harvey, Notary Public. My Commission expires April 17th., 1938.

incorporators of the corporation known as the William Hirsh and 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 7th. day of May, 1936

Received at the office of the Secretary of State, this the 14th. day of May, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 14th. 1936

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

Greek L. Rice, Attorney General.

By: W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of WILLIAM HIRSH & COMPANY, INC. is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Fifteenth day of May, 1936

By the Governor:

HUGH WHITE
Governor.

WALKER WOOD, Secretary of State.

Recorded: May 15, 1936.

This charter of incorporation of William Hirsh & Company, Inc. Memphis, Tenn. by a license issued to the said company by the Chancery Court of Tunica County, Miss. on the 22 day of April 1936. Certified copy of said license filed in this office, this the 22 day of April 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7079 W

The Charter of Incorporation of
Mississippi Truck Equipment Company.

1. The corporate title of said company is Mississippi Truck Equipment Company.
2. The names of the incorporators are: J. D. Kirkpatrick, Jr., Postoffice, Birmingham, Ala; K. J. Kirkpatrick Postoffice, Jackson, Mississippi; Ann Tillman, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Hinds County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $5,000.00 of common

5. Number of shares for each class and par value thereof. 50 shares of $100.00 par

6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: To buy, sell and generally deal in bodies, winches, power brakes other equipment for motor trucks.

Suspended by State Tax Commission as Authorized by Section 15 Chapter 21. Laws of Mississippi 1934 OCT 12 1938

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 50 shares.

J. D. Kirkpatrick, Jr.,
K. J. Kirkpatrick
Ann Tillman
Incorporators.

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, in and for the City of Jackson, said County and J. D. Kirkpatrick, Jr., K. J. Kirkpatrick, and Ann Tillman

incorporators of the corporation known as the Mississippi Truck Equipment Company,

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of May, 193 6. (SEAL) June Shackelford, 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 , 193

Received at the office of the Secretary of State, this the 19th day of May, A.D., 19 36 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 19th, 1936.

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 Uni

By: Greek L. Rice, Attorney General.
W. W. Pierce, Assistant Attorney G

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Mississippi Truck Equipment Company, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 19th day of May, 193 6.

HUGH WHITE
Governo

By the Governor:

WALKER WOOD, Secretary of State.

Recorded: May 19th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7083 W.

The Charter of Incorporation of
Construction Materials Company.

1. The corporate title of said company is Construction Materials Company.
2. The names of the incorporators are: Bobbie Brown, Postoffice, Jackson, Mississippi; Mrs. Lester Jones, Post-Office, Jackson, Mississippi; R. L. Brown, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : $3000.00 of capital stock, consisting of 300 shares of common stock with par value of $10.00 per share.

5. Number of shares for each class and par value thereof. 300 shares of common stock with par value of $10.00 per share.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To buy, sell, deal in and manufacture sand, concrete, cement, gravel, stone, lime, brick and materials of every kind used in the construction and maintenance of roads, buildings, highway bridges, levees; to buy, sell, deal in, lease and rent, lands and other property necessary in the operation of said business; to buy, sell, lease, rent and operate, gravel and sand pits on land and in water; to buy, sell, lease, rent, build and operate plants, warehouses or other places for storage or manufacture of materials dealt in within the scope of this Charter; and to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, and every other act or acts, incidental or appurtenant to or growing out of or connected with the aforesaid business and powers thereof.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 150 shares of capital stock at $10.00 per share.

R. L. Brown
Bobbye Brown
Mrs. Lester Jones,
Incorporators.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Bobbie Brown and Mrs. Lester Jones and R. L. Brown incorporators of the corporation known as the Construction Materials Company, who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 20th day of May, , 1936. (SEAL)

Louise Melton, 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 , 193

Received at the office of the Secretary of State, this the 20th day of May, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 20th, 1936.

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

Greek L. Rice, Attorney General.

By: W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Construction Materials Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 20th day of May, 1936.

By the Governor:

HUGH WHITE
~~SENNETT CONNER~~
Governor.

WALKER WOOD, Secretary of State.

Recorded: May 21st, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

ASSOCIATED MOTOR CARRIERS OF MISSISSIPPI INCORPORATED

1. The corporate title of said company is Associated Motor Carriers of Mississippi.
2. The names of the incorporators are: Milson Magee, postoffice, Jackson, Mississippi; Ed Greer, postoffice, Jackson, Mississippi; James M. Fisher, postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Miss.
4. Amount of capital stock and particulars as to class or classes thereof None. This charter is for a non-share corporation, it shall consist of memberships only, to the mutual interests of it's members and the general public.
5. Number of shares for each class and par value thereof. None.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: The purpose of this Association is to promote and protect the interests of the motor transportation industry of Mississippi in its relations with the Government, the public, to assemble data and disseminate information for the benefit of the members, the public, and any duly organized agency of government when expedient or necessary, to represent the membership before the courts or regulatory bodies of government in matters affecting the general welfare of the industry; to bring about a spirit of cooperation between the members of Motor Carriers for mutual protection and benefits; to strive to establish the highest possible standards of transportation service as being necessary to the progress and prosperity of the people of the State of Mississippi; and to promote safety on the highways by the training and instruction of motor vehicle drivers and through the close cooperation and affiliation with the constituted authorities on the highways.
8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi.
9. Number of shares of each class to be subscribed and paid for before the corporation may begin business: None.

Milson Magee,
Ed Greer,
James M. Fisher,
Incorporators.

ACKNOWLEDGMENT

Incorporators.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority,

Milson Magee, Ed Greer and James M. Fisher,

incorporators of the corporation known as the Associated Motor Carriers of Mississippi who acknowledged 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, , 1936. (SEAL)

Winnie Greer, Notary Public
My commission expires July 18, 1939

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 26th day of May, A.D., 1936, together with the sum of $ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 26th, 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Associated Motor Carriers of Mississippi Incorporated is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Two day of May, 1936.

HUGH WHITE
Governor

By the Governor:

WALKER WOOD, Secretary of State.

Recorded: May 26th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

DELTA EXPRESS TRUCK LINES

1. The corporate title of said company is Delta Express Truck Lines.
2. The names of the incorporators are: C. C. Gibson, postoffice, Cleveland, Mississippi; I. M. Mullens, postoffice, Cleveland, Mississippi; J. L. Phillips, Cleveland, Mississippi.
3. The domicile is at Cleveland, Mississippi.
4. Amount of capital stock XXXXXXXXXXXXXXXXXXXXXXXXXXXXXX Ten Thousand Dollars ($10,000.00) in 100 shares of $100.00 each, all common stock, without preference.

5. XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX The Par Value of shares is: $100.00 per share, all common stock without preference.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To own and operate motor trucks, motor busses and motor vehicles in the business of hauling freight and/or passengers for hire; to purchase, acquire and own such busses, trucks and other motor vehicles and other personal property, ~~and real property~~, and real estate, such as is necessary or incidental to the business stated, and within any limits permitted by law.

8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter XX 24 Code of Mississippi XXXXX 1906
XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX

C. C. Gibson,
I. M. Mullens,
J. L. Phillips,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Bolivar.
This day personally appeared before me, the undersigned authority, C. C. Gibson, I. M. Mullens and J. L. Phillips,

incorporators of the corporation known as the Delta Express Truck Lines,
who acknowledged that XXX (they) signed and executed the above and foregoing articles of incorporation as XXX (their) act and deed on this the day of May, , 1936.

(SEAL) Otis F. Brugge, 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 , 193

Received at the office of the Secretary of State, this the 26th day of May, A.D., 1936, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.
JACKSON, MISS., May 26th, 1936.

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

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.
The within and foregoing charter of incorporation of Delta Express Truck Lines is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty-sixth day of may, 1936

HUGH WHITE,
XXXXXXXXXXXXX
Governor.

By the Governor:
WALKER WOOD, Secretary of State.
Recorded:
May 26th, 1936.

160 ✓ FOR AMENDMENT SEE BOOK 39-40 PAGE 586 FOR AMENDMENT SEE plat-book BOOK 25 PAGE 393-398

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

CRYSTAL SPRINGS SHIRT CORPORATION

1. The corporate title of said company is Crystal Springs Shirt Corporation
2. The names of the incorporators are: E. H. Nation, Postoffice, Jackson, Mississippi; W. W. Pointer, Jr., postoffice, Jackson, Mississippi; F. M. Featherstone, Jr., postoffice, Jackson, Mississippi.
3. The domicile is at Crystal Springs, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Five Thousand Dollars ($5,000.00) common stock.
5. Number of shares for each class and par value thereof. Fifty shares of common stock at par value of $100.00 p
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: (a) To manufacture, repair, buy, sell, import, export, use, prepare market, trade and deal in, wholesale and retail, the following: shirts, shirtwaists, pa collars, cuffs, underwear, hosiery, handkerchiefs, scarfs, cravats, neckwear, clothing, dry all kinds of wearing apparel for both sexes, haberdashery; and woolen, silk, cotton and other fabrics and materials of every kind and description, and any and all other materials used in manufacture of clothing or wearing apparel or articles usually dealt in therewith or in conn therewith, and to finish, bleach, color, clean and otherwise treat the same; and to manufactu sell, import, export, trade and deal in and use dies, chemicals and apparatus necessary or g used in connection with the aforesaid business; and generally to conduct the business of shi makers, dry goods and clothing merchants, tailors, haberdashers and general outfitters; tract with and manufacture for other persons, firms or corporations wheresoever domiciled, a or either of the garments of other articles of wearing apparel above mentioned, and to do any lawful acts and things necessary or advisable in carrying on said business. (b) To acquire by gift, lease or otherwise, land, tenements and hereditaments together with building or buildi on for factory site, and such other lands, tenements and hereditaments together with all imp thereon necessary, desirable or incidental to the carrying on of said business, otherwise. quire by purchase, gift or otherwise, all machines, machinery, mechanical devices, equipment paratus necessary, desirable or incidental to said business, together with formulae, process patents necessary, desirable or incidental in carrying on said business.

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

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

E. H. Nation,
F. M. Featherstone, Jr.,
W. W. Pointer, Jr.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, E. H. Nation, W. W. Pointer, Jr., and F. M. F stone, Jr.,

incorporators of the corporation known as the Crystal Springs Shirt Corporation

who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the day of May, 1936. (SEAL)

A. M. Nelson, Notary Pu
(My commission expires May 13, 1940

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 29th day of May, A.D., 1936 together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., May 29th, 1936.

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 Uni

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney G

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Crystal Springs Shirt Corporation is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the twen day of May, 1936.

HUGH WHITE
~~SENNETT CONNER~~,
Governor

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

May 29th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MISSISSIPPI PRODUCTS COMPANY

1. The corporate title of said company is Mississippi Products Company.
2. The names of the incorporators are: W. M. Bramlette, postoffice, Jackson, Mississippi; Chalmers Potter, postoffice, Jackson, Mississippi; Pauline Durham, postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Three Thousand shares, no par value, said shares to be sold at a price of $5.00 per share.
5. Number of shares for each class and par value thereof. Three thpusand share, no par value to be sold at a price of $5.00 per share.
6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: To manufacture, produce and sell cosmetics, soaps, hair tonic and medicines.

Report of Organization not filed within time limit of two years charter Cancelled -

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: One Thousand Shares.
W. M. Bramlette,
Chalmers Potter,
Pauline Durham,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, W. M. Bramlette, Chalmers Potter and Pauline Durham,

incorporators of the corporation known as the Mississippi Products Company,

who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the 2nd day of June, 1936. (SEAL)

A. M. Owen, 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 , 193

Received at the office of the Secretary of State, this the 2nd day of June, A.D., 1936, together with the sum of $ 40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 2, 1936.

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

Greek L. Rice, , Attorney General.

By: E. R. Holmes, Jr., , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Mississippi Products Company, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Second day of June, 1936.

Hugh White,
~~SENATE CONNER,~~
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

June 2nd, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

WADDELL COMPANY

1. The corporate title of said company is Waddell Company.
2. The names of the incorporators are: William Bullock, postoffice, Natchez, Mississippi; C. C. Goetz, post
Natchez, Mississippi; Frank L. Bryne, Natchez, Mississippi.
3. The domicile is at Natchez, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $25,000.00, all common, non assessable, of the
of $100.00 each.

5. Number of shares for each class and par value thereof.: 250 shares of the par value of $100.00 each.

6. The period of existence (not to exceed fifty years) is fifty (50) years.
7. The purpose for which it is created: To buy or otherwise acquire, to manufacture, market, prepare for m
sell, deal in and deal with, import and export food and food products of every class and
scription, fresh, canned or preserved or otherwise, and all food and other preparations;
chase, sell and manufacture and prepare for sale all kinds of foods, vegetables, farm an
products, tobaccos and tobacco products, hay and grains, chemical and medical supplies,
extracts or any article of commerce or live nature or pertaining to the business of whol
retail groceries, beverages, nuts, glassware, tinware, medicinal supplies, fruits, grain
cheese and such other articles as usually are bought, sold and traded in by wholesale gr
food merchants; also to have, use and rent cold storage space and to keep and store for
food products and articles in cold storage.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: William Bullock,
C. C. Goetz,
Frank L. Bryne,

ACKNOWLEDGMENT

Incorporators.

STATE OF MISSISSIPPI, County of Adams.

This day personally appeared before me, the undersigned authority, William Bullock, C. C. Goetz and Frank L. Bryn

incorporators of the corporation known as the Waddell Company,
who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the
day of May, , 1936. (SEAL)

Alma M. Alexander,
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 , 193

Received at the office of the Secretary of State, this the 1st day of June, A.D., 1936, together with the sum of $ 60.00
deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 2nd 1936.

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 Un

By: Greek L. Rice, , Attorney General,
W. W. Pierce, , Assistant Attorney G

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Waddell Company
is hereby appproved.

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 June , 1936

By the Governor:

WALKER WOOD, Secretary of State.

Fil

HUGH WHITE
Governo

Recorded:
June 6th, 1936.

Application duly made to the Chancery Court of Adams County, Mississippi, this the 1st day of June, 1936, and the Charter granted by said Court on the 3rd day of June, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

GOLDEN SAND & GRAVEL COMPANY

1. The corporate title of said company is Golden Sand & Gravel Company

2. The names of the incorporators are: Gilbert J. Bach, Postoffice 4240 Greenview Avenue, Chicago, Illinois; C. D. Carter, Postoffice Sheffield, Alabama; Walter P. Peyson, Postoffice 906 Addison Street, Chicago, Illinois.

3. The domicile is at Golden, Tishomingo County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof The aggregate number of shares, which the Corporation is authorized to issue is 3200, of common stock at the par value of $10.00 each.

5. Number of shares for each class and par value thereof. 3200 shares of common stock at $10.00 each.

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

7. The purpose for which it is created: To buy, sell, mine, quarry and deal in sand, gravel, stone and other minerals, and to manufacture the same into various products thereof, and to transport and sell the same in crude and manufactured form; to acquire, hold and sell real estate and to have, maintain and operate the necessary tools, machinery, appliances and plant; to hold, manage, deal with and improve the property of the Company, and to sell, lease, mortgage, pledge or otherwise dispose of the lands and other property of the Company, and to enter into such agreements, contracts and stipulations and make such arrangements as may be or seem necessary to carry out the same which seems conducive to any of the objects of the Company.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 3200 shares of common stock.

Gilbert J. Bach
C. D. Carter
Walter P. Peyson,

Incorporators.

ACKNOWLEDGMENT

STATE OF Illinois County of Cook.

This day personally appeared before me, the undersigned authority, Gilbert J. Bach, C. D. Carter and Walter P. Peyson, incorporators of the corporation known as the Golden Sand & Gravel Company who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 29th day of May, 193 6.

(SEAL)

Alexander H. Ruben, Notary Public.
My commission expires March, 1940.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority, incorporators of the corporation known as the who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 193

Received at the office of the Secretary of State, this the 2nd day of June, A.D., 19 36 together with the sum of $ 74.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 5th, 193 6.

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

Greek L. Rice, Attorney General.
By: W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Golden Sand & Gravel Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Fifth day of June, 193 6.

Hugh White, Governor

By the Governor:

WALKER WOOD, Secretary of State.

Recorded: June 6, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Lott Furniture Company, Inc.

1. The corporate title of said company is Lott Furniture Company, Inc.
2. The names of the incorporators are: Reuben Lott, postoffice, Laurel, Miss.; Mrs. Blondie Lott, postoffice, Laurel, Miss.; J. B. Harper, postoffice, Laurel, Miss.
3. The domicile is at Magee, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Amount of capital stock, $5,000.00 with par val

5. Number of shares for each class and par value thereof. 50 shares of the par value of $100.00 each.

6. The period of existence (not to exceed fifty years) is Fifty years (50) years.
7. The purpose for which it is created: The purpose for which it is created is to buy, sell, rent, borro exchange household goods, wares, merchandise and other household furnishings, both at wh and retail and to own, acquire by purchase or otherwise, to lease, release, sell, encumbe convey real estate and buildings necessary for the carrying on of the business of said co tion, and to contract and be contracted with, sue and be sued.

This corporation dissolved by decree of the Chancery Court of Jones County, Miss, rendered of chancery Court Sept 6, 1937, on cause No. 4354, on the docket of said Court. Reuben Lott et al, petitioner. Styled In the matter of petition of Reuben Lott et al, and numbered 4354, on the docket of said Court. Certified copy of said decree filed in the office of Secretary of State of Miss. on Sept. 21, 1937.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Twenty (20) shares at $100.00 each.

Reuben Lott,
Mrs. Blondie Lott,
J. B. Harper,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jones,

This day personally appeared before me, the undersigned authority, Reuben Lott, Mrs. Blondie Lott, and J. B. Harper

incorporators of the corporation known as the Lott 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 day of June, , 1936. (SEAL)

Mildred Wells, 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 , 193

Received at the office of the Secretary of State, this the 10th day of June, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 10th, 1936.

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 Un

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Lott Furniture Company, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 10th day of June, , 1936.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE
Governor

Recorded:

June 17th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934

OCT 12 1938

The Charter of Incorporation of
Charleston Auto Company.

1. The corporate title of said company is Charleston Auto Company.
2. The names of the incorporators are: C. L. Hendrix, postoffice, Charleston, Mississippi; J. J. Fulks, postoffice, Charleston, Mississippi; T. L. Harrison, postoffice, Charleston, Mississippi; O. L. Fox, Postoofice, Charleston, Mississippi.
3. The domicile is at Charleston, Mississippi.
4. Amount of capital stock Twelve Hundred ($1200.00) Dollars.

5. The par value of shares is Twenty-five ($25.00) Dollars.

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To buy and sell automobiles, automobile accessories, radios, refrigerators own and operate service stations and buy and sell gas and oils.

This suspension set aside by order of Tax Commission dated January 20, 1940 under provision of Section 16, Chapter 124, Laws of 1934. Copy of [illegible] filed this office January 20, 1940. Walker Wood, Secy. of State.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934
7/7/41.

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

C. L. Hendrix,
J. J. Fulks,
T. L. Harrison,
O. L. Fox,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Tallahatchie.
This day personally appeared before me, the undersigned authority, C. L. Hendix, J. J. Fulks, T. L. Harrison, O. L. Fox,
incorporators of the corporation known as the
who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 27
day of May, , 1936. (SEAL)

Charlie Cox,
Circuit Clerk.

STATE OF MISSISSIPPI, County of
This day personally appeared before me, the undersigned authority,
incorporators of the corporation known as the
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the
day of , 193

Received at the office of the Secretary of State, this the 11th day of June, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.
JACKSON, MISS., June 11, 1936.

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

Greek L. Rice, , Attorney General.
By: J. A. Lauderdale, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.
The within and foregoing charter of incorporation of Charleston Auto Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Eleventh day of June, , 1936.

HUGH WHITE
Governor.

By the Governor:
WALKER WOOD, Secretary of State.
Recorded:
June 17, 1936

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

JAYS, INCORPORATED

1. The corporate title of said company is Jays, Incorporated.
2. The names of the incorporators are: Joe Stein, postoffice, Greenville, Mississippi; Jake Stein, postoffice, Greenville, Mississippi; Bernard Stein, postoffice, Greenville, Mississippi.
3. The domicile is at Greenville, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Common stock $10,000.00, divided into 100 shares a par value of $100.00 per share.
5. Number of shares for each class and par value thereof. 100 shares of common stock, par value $100.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To buy and sell goods, wares and merchandise, and to engage in the mercantile business; to buy, own and sell such personal property and real estate as may be desired, within the limits prescribed by law.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Common stock, 50 shares.

Joe Stein,
Jake Stein,
Bernard Stein,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Washington.

This day personally appeared before me, the undersigned authority, Joe Stein, Jake Stein and Bernard Stein,

incorporators of the corporation known as the JAYS, INCORPORATED,

who acknowledged that (~~he~~ (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the day of June, , 193 6. (SEAL)

Maurice A. Bergman, 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 , 193

Received at the office of the Secretary of State, this the 10th day of June, A.D., 1936, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 10th, 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Jays, Incorporated, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Eleventh day of June, 193 6.

HUGH WHITE
~~SENNETT CONNER~~
Governor

By the Governor:

WALKER WOOD, Secretary of State.

Recorded: June 17th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

AVALON THEATRE

1. The corporate title of said company is Avalon Theatre.
2. The names of the incorporators are: G. A. Schmidt, postoffice, Pass Christian, Miss.; Max Connett, postoffice, Pass Christian, Miss.; Marguerite E. Schmidt, postoffice, Pass Christian, Miss.
3. The domicile is at Pass Christian, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Forty Thousand ($40,000.00) dollars common stock.

5. Number of shares for each class and par value thereof. 400 shares common stock par value $100.00.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: Own and operate theatrical and picture show business; own and operate confectionary, soft drink and sandwich stands; to buy and sell real estate and to do and perform any and all acts in accordance with ~~xxx~~necessary for the proper operation of picture shows and theatrical business.

This Corporation dissolved and its Charter surrendered to the State of Mississippi by a decree of the Chancery Court of Harrison County, Mississippi, Dated July 22, 1939. Certified Copy of said decree filed in this office this August 26, 1939.
Walker Wood, Secretary of State.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 300 shares common stock.

G. A. Schmidt,
Mrs. Marguerite E. Schmidt,
Max A. Connett,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison,

This day personally appeared before me, the undersigned authority, G. A. Schmidt, Mrs. Marguerite T. Schmidt and Max Connett,

incorporators of the corporation known as the Avalon Theatre who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 30th day of May, , 1936.

(SEAL)

E. A. Lang,
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 , 193

Received at the office of the Secretary of State, this the 10th day of June, , A.D., 1936, together with the sum of $ 90.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 10th, 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Avalon Theatre, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Eleventh day of June, 1936.

HUGH WHITE
~~SENNETT CONNER~~,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:
June 17th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Shreveport Brokerage Company

1. The corporate title of said company is Shreveport Brokerage Company.
2. The names of the incorporators are: R. M. Snowden, postoffice, Meridian, Mississippi; A. Thompson, post
Meridian, Mississippi; E. Thompson, postoffice, Meridian, Mississippi.
3. The domicile is at Meridian, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Five Thousand Dollars of Common Stock of equal
and privileges.
5. Number of shares for each class and par value thereof. Fifty shares of par value of $100.00 each.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To engage in the buying and selling, as owners or as brokers or co
sion merchants, at wholesale or retail, merchandise of all kinds; to do a general wholes
retail merchandise and brokerage business; to buy, own, hold, improve, sell and lease re
property necessary or convenient for carrying on the business of the corporation.
The corporation may carry on the authorized business at such point or points in th
or any other state as it may select.

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

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

Twenty shares.

R. M. Snowden,
A. Thompson,
E. Thompson,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, R. M. Snowden, A. Thompson, and E. Thompson,

incorporators of the corporation known as the Shreveport Brokerage Company,
who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the
day of June, , 193 6.

(SEAL)

R. L. Blanks,
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 , 193

Received at the office of the Secretary of State, this the 16th day of June, A.D., 1936, together with the sum of $ 20.00
deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.
JACKSON, MISS., June 16, 193 6.

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 Uni

Greek L. Rice, , Attorney General.
By: W. W. Pierce, , Assistant Attorney

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Shreveport Brokerage Company
is hereby appproved.

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 June, , 193 6.

HUGH WHITE
~~SENNETT CONNER~~
Governo

By the Governor:

WALKER WOOD, Secretary of State.

Recorded June 17th, 1936.

This corporation was extended for a period of fifty years from June 2, 1938. Laudersdale County, Mississippi, Office of Clerk of said County, June 2, 1938. Wheeler Saunders, Clerk and Ex-Officio Secretary of Board. (2)

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Scranton Rod and Gun Club.

1. The corporate title of said company is Scranton Rod and Gun Club.

2. The names of the incorporators are: M. M. Rosenbaum, postoffice, Meridian, Mississippi; R. L. Woodard, postoffice, Pascagoula, Mississippi; E. J. Lane, Jr., Postoffice, Pascagoula, Mississippi.

3. The domicile is at Pascagoula, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Two Thousand Dollars ($2000.00) common stock. Such stock shall consist of forty (40) shares of $50.00 par value, all of the same class (non-profit).

5. Number of shares for each class and par value thereof. Forty (40) shares all classed as common stock of the par value of $50.00 per share.

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

7. The purpose for which it is created: Is not for profit but alone for the social enjoyment of sport and pleasure and the happy pursuit of fishing with pole, hook and line and for hunting and such other social functions pertaining to such club and for the recreation of the members and their guests; the building and maintenance of comfortable buildings, quarters and boats for the members, their employees and guests; to acquire by lease or purchase real estate and personal property necessary and proper for these purposes.

This club is not for gain and profit and the shares of stock are non-transferable.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Said corporation shall be authorized to do business when $1,000.00 in amount or 20 shares of the capital stock shall have been subscribed and paid in, in cash or property.

M. M. Rosenbaum,
R. L. Woodward,
E. J. Lane, Jr.,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale. In and for the above county and state M. M. Rosenbaum, This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the Scranton Rod and Gun Club, who acknowledged that ~~(he)~~ ~~(they)~~ his signed and executed the above and foregoing articles of incorporation as ~~(his)~~ ~~(their)~~ act and deed on this the day of June, 1936.

(SEAL)

Stella A. Elson, Notary Public.
My commission expires March 10, 1939

STATE OF MISSISSIPPI, County of Jackson. This day personally appeared before me, the undersigned authority, in and for the above county and state, R. L. Woodward and E. J. Lane, Jr.,

incorporators of the corporation known as the Scranton Rod and Gun 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 13th day of June, 1936.

(SEAL)

H. G. Oliver, Notary Public.

Received at the office of the Secretary of State, this the 16th day of June, A.D., 1936, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 16th, 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Scranton Rod and Gun Club, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Seventeenth day of June, 1936.

HUGH WHITE
~~KENNETH CONNER,~~
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:
June 17th, 1936.

The Charter of Incorporation of

TOM L. KETCHINGS COMPANY.

1. The corporate title of said company is Tom L. Ketchings Company.
2. The names of the incorporators are: Tom L. Ketchings, postoffice, Natchez, Mississippi; Evelyn H. Ketchings, postoffice, Natchez, Mississippi; G. H. Brandon, postoffice, Natchez, Mississippi.
3. The domicile is at Natchez, Adams County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Twenty Thousand ($20,000.00) Dollars, all to be common stock and to be divided into Two Hundred (200) shares of a designated par value of One Hundred ($100.00) Dollars per share.
5. Number of shares for each class and par value thereof. Two hundred at par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is fifty (50) years.
7. The purpose for which it is created: To conduct a general printing, engraving, lithographing, book-binding, stationery, office-supply and merchandising business, both at wholesale and retail; to buy and sell merchandise and supplies of all kinds; to buy and sell machinery and equipment; to borrow money and secure the repayment thereof by any lawful means; to use and extend credit; to own property, real, personal and mixed, by any means or title and upon any terms that may be and to own, use and enjoy the same in any lawful manner, to sell, remt, let or otherwise of same; to execute notes, bonds and other evidences of indebtedness; to make and enter all lawful contracts and agreements; and to do any and all other things which may be lawfully done by any incorporated company in furtherance of both the specific and general purposes of incorporation.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Fifty (50) shares of common stock par value of $100.00 per share.

Tom L. Ketchings,
Evelyn H. Ketchings,
G. H. Brandon,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Adams.

This day personally appeared before me, the undersigned authority, Tom L. Ketchings, Evelyn H. Ketchings and G. H. Brandon,

incorporators of the corporation known as the Tom L. Ketchings,

who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the day of June, 193 6.

(SEAL)

Ethel B. 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 , 193

Received at the office of the Secretary of State, this the 10th day of June, A.D., 19 36, together with the sum of $ 50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 10th, 193 6.

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

Greek L. Rice, , Attorney General.

By: W. W. Pierce, , Assistant Attorney

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Tom L. Ketchings,

is hereby appproved.

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 June, 193 6.

Elected
HUGH WHITE
~~BENNETT CONNER~~
Governor

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

June 12th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

C & W STORE, INC.

1. The corporate title of said company is C & W Store, Inc.

2. The names of the incorporators are: William Cruso, postoffice, Biloxi, Mississippi; Elmer Williams, postoffice, Biloxi, Mississippi; Carroll Williams, Jr., postoffice, Biloxi, Mississippi.

3. The domicile is at Biloxi, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Ten Thousand ($10,000.00) Dollars, all of which shall be common stock.

5. Number of shares for each class and par value thereof. One Hundred (100) shares of common stock, having a par value of One Hundred ($100.00) Dollars per share.

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

7. The purpose for which it is created: To operate and engage in the wholesale and retail grocery, fruit and vegetable business; to buy and sell hardware and boat supplies; to buy and sell pipe, pipe fittings and plumbing supplies; and other wares and merchandise useful to the operation of a grocery, hardware and marine supply business; and to buy and sell shoes, clothing and to engage in a general mercantile business; to rent, own and/or operate delivery trucks, wagons or other vehicles; and to buy, sell, rent or lease real estate; to borrow money and deal in paper and collateral, insofar as is necessary for the conducting of any of the foregoing business.

And in furtherance of the general purpose above expressed, to do any and all acts that might be necessary in carrying out the object of this corporation and which are not violative of the laws or of the Constitution of the State of Mississippi.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Sixty (60) shares of common stock of the par value of One Hundred ($100.00) Dollars per share.

William Cruso,
Elmer Williams,
Carroll Williams, Jr.,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, William Cruso, Elmer Williams and Carroll Williams, Jr., incorporators of the corporation known as the C & W Store, Inc., who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 10th day of June, 1936.

F. C. Goodman,
(SEAL) 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 , 193

Received at the office of the Secretary of State, this the 11th day of June, A.D., 1936, together with the sum of $ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 11, 1936.

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

Greek L. Rice, , Attorney General.
By: J. A. Lauderdale , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of C. & W. Store, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Eleventh day of June, 1936.

HUGH WHITE
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:
June 17th, 1936.

This corporation dissolved and its charter surrendered to the Secretary of State of Mississippi by advertisement to that effect, and by a certified copy of said decree filed in this office, this 24th day of August, 1942.

Walker Wood, County of Harrison, Mississippi, by [illegible] Deputy
Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS.

The Charter of Incorporation of

COOPERATIVE FARMS, INC.

1. The corporate title of said company is Cooprative Farms, Inc.

2. The names of the incorporators are: Sherwood Eddy, postoffice, New York, N. Y.; John Rust, postoffice, Memphis, Tennessee; Sam H. Franklin, Jr., postoffice, Hillhouse, Mississippi; William R. Amberson, postoffice, Memphis, Tennessee.

3. The domicile is ~~xx~~ near Francis, Bolivar County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: Amount of authorized capital stock is Twenty-five Thousand and Dollars ($25,000.00), represented by two hundred fifty (250) shares of stock without nominal par value.

5. Number of shares for each class and par value thereof. The number of shares of stock shall be two hundred fifty (250) without par value, but the value at which said stock shall be sold is fixed at $100.00 per share, with authority of the Board of Directors of said corporation to change the sale price of said stock from time to time.

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

7. The purpose for which it is created: To organize cooperative farms and hold property in trust for cooperative farmers, and make transfers of property in trust to cooperative farmers. To engage in farming, including the cultivation of the soil; the planting, cultivating, harvesting and preparing for market of crops and agricultural products of all kinds; to engage in the raising of live stock of every kind and character, and the sale, barter and exchange of all agricultural products and live stock raised by or owned by the corporation; to operate community markets for the sale or exchange of such products; to conduct cooperative farming operations and cooperative markets among farmers, tenants, share-croppers, laborers and employes; to own and operate farm lands, not exceeding 10,000 acres; to buy, own, and/or sell city and town lots; to own personal property of all kinds usual and incident to the conduct of farming operations; to borrow and lend money and to take security on lands or personal property for money loaned; to own and operate saw mills, cotton gins, grist mills, feed mills, sorghum mills, canning factories, table packing plants, hatcheries, dairies, creameries, and/or storage plants for products of the farm and to operate general mercantile stores. The corporation shall not be operated for profit to the stockholders, but all profits shall be distributed among the permanent members of the cooperative farms. The directors of the corporation shall be trustees to act for the benefit of all persons taken into the cooperative farm organization to be established by the corporation, and the corporation shall have power to sell or transfer any part of the property to the cooperative farmers who have been awarded a permanent partnership in the cooperative farms. In event of the liquidation of the corporation the property owned by the corporation at that time shall be transferred to Sherwood Eddy, Trustee for the original donors of the capital stock of the corporation, and in event of the death or disability of Sherwood Eddy, then to such person, or persons, as the directors and trustees may designate.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: The corporation may begin business when as much as one hundred fifty (150) shares of the capital stock have been subscribed and paid for.

Sherwood Eddy,
William R. Amberson,
Sam H. Franklin, Jr.,
John Rust,

Incorporators.

ACKNOWLEDGMENT

STATE OF Missouri, ~~xxxxxx~~ City of St. Louis.

This day personally appeared before me, the undersigned authority, Sherwood Eddy, one of the incorporators of the corporation known as the Cooperative Farms, Inc., who acknowledged that (he) (~~xxx~~) signed and executed the above and foregoing articles of incorporation as (his) (~~their~~) act and deed on this the day of June, 1936.

(SEAL)

Anna M. Stephens,
Notary Public.
My commission expies March 8[illegible]

STATE OF Tennessee, County of Shelby.

This day personally appeared before me, the undersigned authority, Sam H. Franklin, Jr., William R. Amberson and John Rust, three of the incorporators of the corporation known as the Copperative Farms, 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 June, 1936.

(SEAL)

Lora McAdoo, Notary
My commission expires April 17, 19[illegible]

Received at the office of the Secretary of State, this the 18th day of June, A.D., 19 , together with the sum of $ 60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 18, 1936.

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

Greek L. Rice, , Attorney General.

By: J. A. Lauderdale, , Assistant Attorney G[illegible]

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Cooperative Farms, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Eight[h] day of June, 1936.

HUGH WHITE
~~xxxxxxxxxxxxxx~~
Governor

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

June 18th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

CONSUMERS CO-OPERATIVE OIL COMPANY, INC.

1. The corporate title of said company is Consumers Co-Operative Oil Company, Inc.

2. The names of the incorporators are: E. H. Condon, postoffice, Jackson, Mississippi; E. B. Alexander, Sr., postoffice, Jackson, Mississippi; Henry B. Leach, postoffice, Jackson, Mississippi; E.B.Alexander, postoffice, Jackson, Mississippi; Postoffice, Jackson, Mississippi.

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof; Fifteen thousand ($15,000.00) Dollars. One Thousand (1000) shares, each of the par value of $10.00, preferred, 6% annual dividend guaranteed, subject to redemption after one year and within five years after date of issuance. Five thousand (5000) shares of common, no par value stock, with sale price fixed at One ($1.00) Dollar per share, and no dividend to be paid on it until all obligations have been fully met as to the preferred stock.

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

1000 shares, $10.00 per share par value, preferred stock (above)
5000 shares, no par value, common stock, sale price fixed at $1.00 per share.

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

7. The purpose for which it is created: To buy, build, lease, own, sell, trade and in any lawful manner engage in the operation and management of gasoline and/or oil stations or both; to buy, sell and deal in gasoline, oils and all by-products, including petroleum products of every kind, at wholesale and retail; to buy, sell and deal in general merchandise, including automobile tires, parts and accessories of every kind and nature; to buy, lease, sell, own and operate real estate, as well as personal property of every kind, including Automobiles and Trucks, and to buy, lease, own and sell gasoline and oil tanks, drums and such other containers as are necessary to the operation of the business engaged in, both as wholesalers and retailers; to buy, build, lease, own, sell and operate, directly or through agencies, refineries, distilleries and blending plants of gas, gasoline, oil and other petroleum products, crude and otherwise, and all its by-products, and to buy, lease, own and operate and to trade and deal in and sell all products therefrom, or thereunto connected, crude or refined, manufactured or bought, necessary for such businesses, or in any wise connected therewith, at home or abroad; and to import, deport, transport and deal and trade in all such products necessary for, and in any wise connected therewith.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Three Hundred (300) shares preferred, $10.00 per share, par value stock.
Three Hundred (300) shares common, no par value stock, sale price fixed at $1.00 per share.

E. H. Condon,
E. B. Alexander, Sr.,
E. B. Alexander, Jr.,
Henry B. Leach,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, E. H. Condon, E. B. Alexander, Sr., E. B. Alexander, Jr., and Henry B. Leach,

incorporators of the corporation known as the Consumers Co-operative Oil Company, Inc., who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 11th day of June, 1936.

(SEAL)

Mrs. Willard Hill,
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 , 193

Received at the office of the Secretary of State, this the 11th day of June, A.D., 1936 together with the sum of $ 40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 20, 1936.

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

Greek L. Rice, , Attorney General.

By: J. A. Lauderdale, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Consumers Co-Operative Oil Company, Inc., is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 20th day of June, 1936.

HUGH WHITE
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

June 20th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

J. W. STAMPS & SON, Inc,

1. The corporate title of said company is J. W. Stamps & Son, Inc.
2. The names of the incorporators are: J. W. Stamps, postoffice, Prentiss, Mississippi; A. J. Stamps, post
Prentiss, Mississippi.
3. The domicile is at Prentiss, Jefferson Davis County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof One Thousand Six Hundred ($1,600.00) Dollars, Co
stock, par value of $100.00.

This corporation dissolved by decree of the Chancery Court of Jefferson Davis Co, Miss. rendered Dec 18th, 1937, in cause therein pending styled Ex Parte J. W. Stamps, et al, and numbered 2178 on the General Docket of said Court. Certified copy of said decree filed here Dec 20, 1937.

5. Number of shares for each class and par value thereof. Sixteen shares cash paid in stock, and the sale price
share shall be $100.00 each.

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: Is the operation of a portable Saw Mill for the manufacture of Rou
lumber, with the right to purchase timber, to secure the payment of such timber, if desir
securing the said purchase price with deed of trust or other security, to sell and place
rough lumber on the markets of the country for sale, to sell and dispose of such manufac
lumber and to do all kinds of business generally connected with a small saw mill outfit,
and be sued, and with the right to operate said Portable Saw Mill in Jefferson Davis Cou
such other counties adjacent thereto as may be desired by the incorporators herein, and
things legal, necessary or proper to be done for the successful conduct of the business
contemplated and incident to said saw mill business.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Sixteen shares cash subsc
and paid in stock which represents the said portable saw mill to be of a cash value of $
and each of the Ford Trucks of a cash value of $300.00 each, or a total value of $600.00

J. W. Stamps,
A. J. Stamps,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jefferson Davis.

This day personally appeared before me, the undersigned authority, in and for said county and state, J. W. Stamp
A. J. Stamps,

incorporators of the corporation known as the J. W. Stamps & Son, Inc.,

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

day of June, 1936. (SEAL)

W. J. Hubbard,
Chancery Clerk.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the 25th day of June, A.D., 19 36, together with the sum of $ 20.00
deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., June 25th, 1936.

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 Uni

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney G

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of J. W. Stamps & Son, Inc,
is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 25th

day of June, 1936.

J. B. Snider, Acting Gover
~~XXXXXXXXXX~~ SENNETT CONNER,
Governo

By the Governor:

WALKER WOOD, Secretary of State.

Recorded: June 25th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

HUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE MC WILLIAMS BUILDINGS, INCORPORATED.

1. The corporate title of said company is The McWilliams Buildings, Incorporated.
2. The names of the incorporators are: Hugh F. Causey, Postoffice Cleveland, Mississippi; Louis C. Hallam, Postoffice Cleveland, Mississippi; Dugas Shands, Postoffice Cleveland, Mississippi.
3. The domicile is at the City of Cleveland, in Bolivar County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Fifty Thousand ($50,000.00) Dollars of common stock.

5. Number of shares for each class and par value thereof. Twenty-five husdred shares of comron stock, having a par value of Twenty ($20.00) Dollars per share.

6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To operate an office and/or business building, or buildings; to rent and/or lease to others, offices, rooms, store rooms, or space therein; to sell, assign, or hypothecate, the rents, issues, and profits therefrom; to own, buy, sell, lease, rent, mortgage, or otherwise encumber, real, and personal property including promisory notes, bonds, bills of exchange, corporate stocks and securities. and other choses in action, and to sell, assign, pledge, and otherwise hypothecate the same; to borrow money and to secure the payment thereof, and to loan money and to take security therefor; to exercise all, or any one, or more of the above powers, either at the domicile of said corporation. or elsewhere, not inconsistent with the laws of said state, and to do all things, usual, necessary, and incidental to the exercise of the powers herein granted, or either of them.

Corporation Charter Fee Collected as Authorized by Section 10, Chapter 124, Laws of 1932, as amended.

FEB 13 1947

Walker Wood
SECRETARY OF STATE

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

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

Twenty-five Hundred (2500) shares.

Hugh F. Causey
Dugas Shands
Louis C. Hallam,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Bolivar.

This day personally appeared before me, the undersigned authority, Hugh F. Causey, Dugas Shands and Louis C. Hallam, incorporators of the corporation known as the The McWilliams Buildings, Incorporated. who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 4th day of July , 193 6. (SEAL) C. J. Craggs, 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 , 193

Received at the office of the Secretary of State, this the 7th day of July , A.D., 19 36, together with the sum of $ 110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., July 7th 193 6.

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

Greek L. Rice , Attorney General.
By: W. W. Pierce , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of The McWilliams Buildings, Incorporated, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Seventh day of July , , 193 6.

By the Governor:

Hugh White, Governor.

WALKER WOOD, Secretary of State.

Recorded: July 7, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

1. The corporate title of said company is Ole Miss Brewing Company.
2. The names of the incorporators are: H. H. Hansen, postoffice, Macon, Mississippi; Frank Dills, postoffi Jackson, Mississippi; B. F. Cox, postoffice, Macon, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: 6000 Shares of Preferred Stock, par value, $25.00 150000.00
   60000 Shares of Common Stock, par value .10 6000.00
   156000.00
5. Number of shares for each class and par value thereof.
6. The period of existence (not to exceed fifty years) is Fifty Years.
7. The purpose for which it is created: To build and operate a brewery for the manufacture, distribution a sales of beer and any and all other beverages; to buy and sell real estate; to operate tr lines and to engage in any and all other operations incidental to the operations of a bre

Proof of Publication, [illegible] publication made July 16th 1936
filed in this office July 20th 1936
Walker Wood, Secretary of State

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

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

2000 Shares Preferred stock @ 25.00	50000.00
5000 Shares Common Stock .10	500.00
	50500.00

H. H. Hanson,
Frank Dills,
B. F. Cox,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Noxubee.

This day personally appeared before me, the undersigned authority, H. H. Hansen and Frank Dills,

incorporators of the corporation known as the Ole Miss Brewing Co.,

who acknowledged that (~~XX~~ (they) signed and executed the above and foregoing articles of incorporation as (~~XX~~ (their) act and deed on this the day of June, 1936.

(SEAL)

T. A. McCaskill,
Justice of the Peace & Ex Officio Notary Public.

STATE OF MISSISSIPPI, County of Noxubee.

This day personally appeared before me, the undersigned authority, B. F. Cox,

incorporators of the corporation known as the Ole Miss Brewing Company

who acknowledged that (he) (~~XXX~~) signed and executed the above and foregoing articles of incorporation as (his) (~~their~~) XXXX act and deed on this the day of July, 1936.

(SEAL)

T. A. McCaskill,
Ex Officio Notary Public.

Received at the office of the Secretary of State, this the 8th day of July, A.D., 1936, together with the sum of $ 322 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., July 8th, 1936.

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 Unit

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney G

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Ole Miss Brewing Company is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Ten day of July, 1936.

HUGH WHITE
~~XXXXXXXXXXXXX~~
Governor

By the Governor:
WALKER WOOD, Secretary of State.

Recorded: July 10th, 1936

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

FIRST CHURCH OF CHRIST, SCIENTIST, MCCOMB, MISSISSIPPI.

1. The corporate title of said company is First Church of Christ, Scientist.

2. The names of the incorporators are: Mrs. Kate B. Reaben, postoffice, McComb, Mississippi; Miss Fannie K. Teunnisson, postoffice, Summit, Mississippi; Mr. T. Edwin Moore, postoffice, McComb, Mississippi; Mr. Jessie L. Holt, postoffice, McComb, Mississippi; Mrs. Mabel W. Holt, postoffice, McComb, Mississippi.

3. The domicile is at McComb, Mississippi.

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

None.

5. Number of shares for each class and par value thereof. None.

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

7. The purpose for which it is created: To hold Christian Science services in McComb, Mississippi. To maintain a Christian Science Reading Room. To do and perform all other acts and things, so far as may be applicable, authorized by the Manuel of the First Church of Christ, Scientist, Boston, Mass. (known as The Mother Church.)

Believing in the life and works of our Saviour, the members of First Church of Christ, Scientist, McComb, Mississippi, shall, so far as is within their power, practice and be permitted to practice Apostolic Healing according to the commands of the Master as understood and demonstrated by adherents of this Church.

Notice of the first meeting of the incorporators may be given, in writing, by any one of the incorporators addressed to the other incorporators, two days before the proposed meeting.

(Note: In accord with Section 4131 Code of 1930: "This Corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to 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 this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business: None.

Mrs. Kate B. Reaben,
Fannie K. Teunnisson,
Jesse L. Holt,
Mrs. Mabel W. Holt,
T. Edwin Moore,
Incorporators.

Members of First Church of Christ, Scientist, of McComb, Mississippi, a religious organization of the kind mentioned in Section 4131 of the Code of Mississippi of 1930, and as adopted in the Code of 1935, desiring to act as an organized body under the said code and to be incorporated and have all the benefits of said code section and other laws of the State of Mississippi applying to such religious organization, met on the third day of July, 1936, there being present the following members and organizers under said code section: Mrs. Ora Belle Edmiston, Mrs. Eloise M. Dampier, Mrs. Effie M. Heidenreich, Mrs. Agnes M. Herring, Miss Gladys Enos, Miss Daphne Herring, Mrs. Norma C. Moore, Mrs. Bettie C. King, Mr. T. Edwin Moore, Mrs. Kate B. Reaben, Mrs. Mabel W. Holt. On motion of Miss Enos, seconded by Mrs. Edmiston, the following resolution was unanimously passed:

Resolved, That the Board of Directors, consisting of Mrs. Kate B. Reaben, President; Mrs. Mabel W. Holt, Clerk; and Jessie L. Holt, T. Edwin Moore, and Miss Fannie K. Teunnisson, Directors at large, be, and they are hereby are authorized to make application to the State of Mississippi for a charter as provided for under the laws of the State of Mississippi, and as mentioned in Section 4131 of the Code of Mississippi of 1930, and as adopted by the Code of 1935, and to sign any and all papers in connection with such application for said charter. The ballot taken resulted in eleven ayes; no nays. Ten members constituted a quorum. There being no further business to be transacted at this meeting, the meeting closed with the Daily Prayer from the Manual of The Mother Church.

Respectfully submitted,
(Kate B. Reaben) Mrs. Kate B. Reaben, President. (Mabel W. Holt) Mrs. Mabel W. Holt, Clerk and Treasurer.

We certify that the above is a true and correct copy of the minutes of the meeting of the membership of First Church of Christ, Scientist, of McComb, Mississippi, held on July 3, 1936.
(Kate B. Reaben) Mrs. Kate B. Reaben, President. (Mabel W. Holt) Mrs. Mabel W. Holt, Clerk and Treas.

STATE OF MISSISSIPPI, County of Pike. ACKNOWLEDGMENT

This day personally appeared before me, the undersigned authority, Mrs. Kate B. Reaben, Miss Fannie K. Teunnisson, Mr. T. Edwin Moore, Mr. Jesse L. Holt, and Mrs. Mabel W. Holt,

incorporators of the corporation known as First Church of Christ, Scientist,

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 29th day of May, A. D., 1936. (SEAL)

Nell W. Hunt, Notary Public.

Received at the office of the Secretary of State, this the 1st day of June, A.D., 1936, together with the sum of $ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., July 7th, 1936.

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

By: Greek L. Rice, , Attorney General.
W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of First Church of Christ, Scientist, McComb, Mississippi, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Seventh day of July, 1936.

By the Governor:

Hugh White,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

July 7th, 1936.

178 FOR AMENDMENT SEE BOOK 37-38 PAGE 406

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SOUTHERN ADVERTISING COMPANY, INCORPORATED

1. The corporate title of said company is Southern Advertising Company, Incorporated.
2. The names of the incorporators are: Chalmers Potter, postoffice, Jackson, Mississippi; W. B. Gowdy, postoffice, Jackson, Mississippi; Pauline Durham, postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Two classes, Common Stock $15,000.00 Common Stock "A" $1,000.00, Total $16,000.00 As to dividends and capital participating and distribution, each class participates on per dollar basis, as to voting power, on a per share basis.
5. Number of shares for each class and par value thereof: Common Stock 600 Shares at $25.00 per share; Common Stock "A" 1,000 Shares at $1.00 per share.
6. The period of existence (not to exceed fifty years) is: Fifty Years.
7. The purpose for which it is created: All forms of advertising, the purchase and sale of electrical fixtures and displays, and all other purposes incident thereto.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 200 shares of common stock and 1,000 Shares of Common Stock "A".

W. B. Gowdy,
Chalmers Potter,
Pauline Durham,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Chalmers Potter, W. B. Gowdy, and Pauline Durham

incorporators of the corporation known as the The Southern Advertising Company, Inc.,

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the day of June, 1936. (SEAL)

A. N. Owen, 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 , 193

Received at the office of the Secretary of State, this the 26th day of June, A.D., 1936, together with the sum of $ 42.50 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., July 9th, 1936.

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

By: Greek L. Rice, , Attorney General,
W. W. Pierce, , Assistant Attorney G

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Southern Advertising Company, Incorporated, is hereby appproved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Tenth day of July, 1936.

HUGH WHITE
Governor

By the Governor:

WALKER WOOD, Secretary of State.

Recorded: July 10th, 1936

Skips

178-301

from

FRONT

TUCKER PRINTING HOUSE JACKSON MISS

SUGGESTED FORM OF AMENDMENTS TO ARTICLES OF INCORPORATION FOR CONTINUING MISSISSIPPI STATE BANKS AND TRUST COMPANIES ISSUING ONE CLASS OF PREFERRED STOCK.

Proposed Amendments to Articles of Incorporation of

The Bank of Raleigh (Name of Bank), Raleigh (City), Smith (County), Mississippi (State)

RESOLVED FIRST, That the capital of this Corporation be increased in the sum of $7,500.00 by the issuance of $7,500.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $22,500.00, of which $7,500.00 is preferred and $15,000.00 is common stock.

RESOLVED SECOND, That, under the provisions of Section 9 of Senate Bill 227 of the Laws of 1934, the common capital stock of this corporation be reduced in the sum of $7,500.00, leaving the total common capital, after said reduction, $7,500.00.

RESOLVED THIRD, That no distribution of assets shall be made to the shareholders of the Corporation by reason of the reduction of the common capital stock of the Corporation, but a sum equal to the amount of said reduction shall be used to charge off or write down losses, sub-standard and/or non-acceptable assets and/or shall be transferred to surplus or undivided profits in accordance with the requirements of the Federal Reserve Board and/oe the State Comptroller.

RESOLVED FOURTH, That the Articles of Incorporation be amended by striking out Article _____ and inserting in place thereof the following:

"The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED FIFTH, That the Articles of Incorporation be further amended by striking out Article ____ and inserting in the place thereof the following:

_____(1) Amount, classes, and shares of capital stock.-- The amount of the capital stock of the Corporation shall be $15,000.00 divided into classes and shares as follows: (a) $7,500.00 par value of preferred stock (sebject to retirement as hereinafter provided) divided into 180 shares of th par value of $41 2/3 (1) each; and (b) $7,500.00 par value of common stock (subject to increase upo retirement of preferred stock as provided in the second paragraph of section 4 of this Article _____) divided into 150 shares of the par value of $50.00 each.

(2) Assessability of stock. -- The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock. -- The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when ans as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this Article _____) accruing after _____, 193_ (2) (hereinafter referred to as the "Recapitalization Date"), cash dividends

1. The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation,

thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value there and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half per cen per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rates required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock. -- Dividends or other distributions whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this Article _____) accruing after the Recapitalization Date. If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividenfs, and shall declare on the common stock, out of such special reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of any such stock dividend shall be issuable without any further vote on the part of the holders of stock of any class or any further approval on the part of the State Comptroller.

(5) Determination of net profits. -- For the purpose of this article _____, the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period: (a) All expenses for such period; (b) All interest accrued during such period; (c) All losses determined during such period, and such charge-pffs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves; (d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same; (e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and (f) The net loss, if any, determined in accordance with the provisions of this section 5,

(2) Insert date on which Articles of Incorporation amended by shareholders.

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accrued since the Recapitalization Date, accumulated to and existing at the beginning of such p provided, however, that no deductions from gross earnings for the six months' period ending ___ 193___(3) need be made by reason of any charge-offs or write-downs of assets or transfers to re required by the State Comptroller and approved in writing by Reconstruction Finance Corporation account of loss incurred prior to or depreciation in assets existing at the Recapitalization Da recoveries over net book value on assets previously charged off or written down or against whi serves have been set up, and all transfers from reserves to surplus or undivided profits (othe transfers made to reflect recoveries already treated as gross earnings), shall be considered g earnings for the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits. -- As long as any shares of preferred stock are outstandi Corppration, on each February 1 and August 1 (except that, as provided in paragraph (b) hereof ment shall be required pursuant to the provisions of such paragraph prior to August 1, 1936), the net profits of the Corporation for the six months' period ending on the next preceding Dec or June 30, as the case may be, to the following purposes and in the following order of priori

(a) To the payment of dividends on the outstanding preferred stock accrued to such Febru August 1, as the case may be. (b) To the payment into the preferred stock retirement fund (re to in section 8 of this article ____) on August 1, 1936, of a sum equal to three-quarters of cent of the aggregate par value of the preferred stock at the time outstanding, and on each Fe 1 and August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of cent of the aggregate par value of the preferred stock at the time outstanding, and on each Fe and August 1 thereafter of a sum equal to one-half of one per cent of the aggregate par value preferred stock at the time outstanding. In the event that the net profits of the Corporation any such February 1 or August 1 be insufficient to permit the payment into such preferred stoc ment fund of the full amount hereinabove provided for, the deficiency shall be fully paid befo net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter in this section 6. (c) To the payment into the preferred stock retirement fund (referred to 8 of this article ____) of a sum equal to forty per cent of the remainder, if any, of such ne Provided, however, That the aggregate amount paid into the preferred stock retirement fund in in accordance with the requirements of this paragraph (c) need not exceed five per cent of the aggregate par value of the preferred stock at any time outstanding, whether or not any such st have been subsequently retired or the aggregate par value thereof reduced in any manner whatso Provided, Further, however, That unless otherwise elected, from time to time, by the Corporati action of its Board of Directors, it shall not be required to make such payment into the prefe retirement fund required by this paragraph (c) except from such net profits as may have accrue after December 31, 1935. Subject to compliance with the provisions of section 7-(b) of Senate 227, Laws of 1934, any balance of net profits for any such period may be applied from time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the of section 7 of this article ____.

(7) Limitations on retirement of stock. -- Except with the approval of the State Comptro preferred stock shall be called or purchased for retirement by the Corporation unless the then capital, surplus and undivided profits of the Corporation, and the retirement funds provided

(3) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(after giving effect to the proceeds of the issuance of any stock issued to provide funds for tirement) exceed $15,000.00 (4) by an amount at least equal to the sum necessary to effect suc ment. No shares of preferred stock shall be called or purchased for retirement unless all accr dends (whether or not earned or declared) to the dividend payment date next preceding the date o tirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase. -- Subject to the provisions of section article ____, whenever the balance in the preferred stock retirement fund shall amount to as $1,000.00 (5) the Corporation shall (unless the Board of Directors shall elect to use the ent of such balance in the preferred stock retirement fund for the retirement of preferred stock provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to of record of preferred stock at their respective addresses as shown on the books of the Corpo specifying the balance in such fund and stating that the same is available for the purchase fo ment of preferred stock at the lowest prices (not in excess of the par value thereof and accru thereon, whether or not earned or declared, to the date of purchase) offered within twenty day date of such notice. At the expiration of such twenty days, the Corporation shall apply such the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of Within ten days after such expiration, subject to the provisions of section 7 of this article Corporation shall call for retirement, in the manner provided in section 9 hereof, the larges shares of preferred stock which can be retired from the balance in such retirement fund remai deducting the amount paid or to be paid for the purchase for retirement of preferred stock as and shall set aside from such retirement fund the sum necessary to effect such retirement, bu capital shall in no event be reduced below the minimum amount of capital required by law. Su provisions of section 7 of this article ____, at any time and from time to time the Corporatio such lawful transfers from its surplus and/or undivided profits to the preferred stock retirem as the Board of Directors may determine. All shares of preferred stock purchased for retirem Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and be reissued.

(9) Retirement of preferred stock by call. -- Subject to the provisions of section 7 of article ____, the Corporation may at any time, at its election as expressed by resolution of of Directors, retire the outstanding preferred stock as a whole, or from time to time in part or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of of the Corporation in its discretion shall from time to time determine, (and provided always capital shall in no event be reduced below the minimum amount of capital required by law) by each share to be retired a retirement price equal to the par value thereof plus all accrued d thereon, whether or not earned or declared, accrued to the date of such retirement. At least days prior written notice of every such retirement, stating the retirement date and the retire and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of each share to be retired, at the address of such holder as shown on the books of the Corpo Such notice having been so mailed, each holder of shares so called for retirement shall be en receive payment of the retirement price of such shares (without interest) upon surrender to th tion, on or after the retirement date, at the place designated in such notice, of the certific certificates therefor in transferable form and, if requested, properly stamped for transfer.

4. This figure, representing approximately the unimpaired capital structure of the Corporati giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Co before the purchase of the preferred stock.

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5. This figure will be fixed by Reconstruction Finance Corporation.

less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments to Articles of Incorporation, etc. -- By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the State Comptroller and such other conditions as at the time may be required by law ---- (a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred atock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article _____ in connection with the retirement of shares of preferred stock; (b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock; (c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches; (d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding; (e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all or substantially all of the assets and business of any banking corporation or trust company; (f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; (g) The Corporation may go into voluntary liquidation; and (h) Any plan of reorganization of the Corporation may be carried into effect -- Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this article _____ and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11) Preemptive rights. -- In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights. -- (a) Except as otherwise provided in sections 10 and 13 of this article _____ and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him. (b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit. (c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or nor earned or declared) on the preferred stock shall be in arrears (exclusive of any shah dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled. (d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in sub-paragraph (2) of section 13 of this article ____, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights. -- If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding --- (a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); (b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article ____) in accordance with the requirements of paragraph (c) of section 6 of this article ____on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or (c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance

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Corporation shall so elect), or as determined by the State Comptroller, shall be lesst han an a equal to all of its liabilities, including all capital stock outstanding; or (d) The Corporat violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incor then after written notice from Reconstruction Finance Corporation of the existence of any of sa tions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the State Comptroll time shall notify the Corporation that any director, officer or employee of the Corporation is by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced w director, officer, or employee satisfactory to it) ~~then~~ within thirty days after receipt by the tion of such notice, then, and until such removal and replacement shall have been effected, the of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matter the number of the votes to which the holders of common stock, as a class, are at the time entit each holder of preferred stock shall be entitled to a pro rata share of the votes to which his entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any re for its own use, or lease any real estate for its own use for a term longer than one year, with case the affirmative vote of the holders of a majority of the preferred stock at the time outs or a written waiver of voting rights in respect thereto by the holders of such majority; provi ever, that this limitation shall not apply to real estate acquired under the provisions of sub 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the cr without the affirmative vote of the holders of a majority of the preferred stock at the time o or a written waiver of voting rights with respect thereto by the holders of such majority, but edness herein referred to shall not be construed to include the issuance of circulating notes ceptance of time deposits, which may continue to be accepted by the Corporation under such con may be provided by law.

(14) Rights of preferred stock on liquidation. -- In the event of any receivership, cons liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, payment or other distribution, whether in cash, property, or otherwise shall be made to the ho common stock, the holders of preferred stock shall be entitled to receive, for each share of s held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid div whether or not earned or declared, accrued to the date of payment, but shall not be entitled or further payment; provided, however, that a merger or consolidation in accordance with law a Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the tion within the meaning of this Section 14.

_____(a) Officers.--- The Board of Directors shall elect one of its members President o ration. The Board may designate a director in lieu of the President to be Chairman of the Boa perform such duties as may be designated by the Board. The directors shall have power to elec more Vice-Presidents, at least one of whom shall also be a member of the Board of Directors, a be authorized, in the absence or inability of the President from any cause, to perform all act pertaining to the office of president except such as the President only is authorized by law t and to elect or appoint a Cashier, and such other officers and clerks as may be required to tr business of the Corporation; and subject to the provisions of sub-paragraph (1) and (2) of Sect article ____ hereof, to fix the salaries to be paid to them, and to continue them in office or them as in the opinion of a majority of the Board the interests of the Corporation may demand

(b) Powers of Board of Directors. -- The Board of Directors shall have the power to defin of the officers and clerks of the Corporation, to require bonds from them, and to fix the pena to regulate the manner in which election of directors shall be held and to appoint judges of t to make all by-laws that it may be proper for them to make, not inconsistent with law and these of Incorporation, for the general regulation of the business of the Corporation and the manage affairs, and generally to do and perform all acts that it may be legal for a board of director perform according to law and within the limits of these Articles of Incorporation.

_____. Special meetings of shareholders. -- Except as otherwise specifically provid special meetings of the shareholders may be called for any purpose at any time by the Board of or by the holders of at least ten per cent of the then outstanding shares of any class. Every meeting shall be called by mailing, not less than ten days before the time fixed for the meeti shareholders of record entitled to act and vote at such meeting, at their respective addresses on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may in writing.

RESOLVED SIXTH, That each shareholder of record may subscribe within five days from and a date of this meeting to such issue of preferred stock in proportion to the number of shares of stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED SEVENTH, That the Board of Directors through its proper officers, at the expirati said five days, shall sell the unsubscribed portion of such preferred stock at such price (not the par value thereof) to Reconstruction Finance Corporation and/or to such other person or per the Board of Directors may deem advisable.

At a meeting of the shareholders of The Bank of Raleigh (Name of Bank), Raleigh (City), Mississippi (State) on April 12, 1935, five days' notice of the proposed business having been given by registered m of the foregoing resolutions were adopted by the following vote, -- the affirmative vote repres 69 1/3% of the total number of shares of capital stock outstanding.

Total number of shares of capital stock -	150
Total number of shares represented at the meeting - - - - - - - - - - - - - - -	104
Total number of shares voted in favor of the resolution - - - - - - - - - - -	104
Total number of shares voted against the resolution - - - - - - - - - - - - -	None

I hereby certify that this is a true and correct report (a) of the number of days' notice, registered mail, of the meeting of shareholders of this bank held on the date above mentioned; vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the sha voting therefor and the number of shares voted by each is on file in the bank; (e) that no shar of this bank owned by this bank were voted at said meeting; (f) that no shares of stock held b as sole trustee were voted at said meeting; and (g) that no shares of stock of this bank held bank as co-trustee were voted at said meeting by this bank; and (h) that no director, other o

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employee acted as proxy at said meeting.

T. S. Huff, Cashier
T. A. Ford, President.

(SEAL OF BANK)

Subscribed and sworn to before me this 18th day of April, A. D., 1935.

Em Shelton, Notary Public.

(SEAL OF NOTARY)

STATE OF MISSISSIPPI
DEPARTMENT OF BANK SUPERVISION, JACKSON.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of the Bank of Raleigh, Raleigh, Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $7,500.00 by the issuance of $7,500.00 of preferred stock under the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, and contemperaneously therewith to reduce the common capital of said bank from $15,000.00 to $7,500.00, making the total capital of The Bank of Raleigh $15,000.00, $7,500.00 of which is Preferred Stock and $7,500.00 is common stock, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this 19th day of April, 1935.

M. D. Brett, State Comptroller.

(S E A L)

Received at the office of the Secretary of State, this the 19th day of April, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 19, 1935.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of The Bank of Raleigh is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 20th day of April, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: April 20, 1935.

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Charter of Incorporation of

CHANCELLOR LUMBER COMPANY

1. The corporate title of said Company is: CHANCELLOR LUMBER COMPANY.
2. The names and Post Office addresses of the incorporators are: J. W. Chancellor, Sr., Hattiesburg, Miss.; J. W. Chancellor, Jr., Hattiesburg, Miss.; G. A. Chancellor, Hattiesburg, Miss.; Woodrow Chancellor, Hattiesburg, Miss.; L. V. McNeal, Hattiesburg, Miss.
3. The domicile of the Corporation in this State is Forrest County, Mississippi.
4. Ampunt of Capital Stock, $15,000.00 consisting of 150 shares of the par value of $1[illegible] per share.
5. The period of existence is fifty (50) years.
6. The purpose for which it is created is to engage in a general sawmill, planing mill, lumber, lumber products and wood products business; to do a wholesale and retail lumber business; do a wholesale and retail gasoline, oil and oil products business; to buy, acquire, own, sell, otherwise dispose of lands, timber and any and all character of both real and personal property except as prohibited by law; to do a wholesale and retail mercantile business; to buy, own, lease, rent, or otherwise acquire, use and operate railroads, logging roads and tram roads, but not the right to engage in railroading as a common carrier of either freight or passengers; to improve, op, cultivate, sell and otherwise deal in wild, cutover and other lands in any quantity and in any manner authorized by law; to engage in a general farming business within the limits fixed by law; to buy, own, acquire, deal in, sell and otherwise dispose of stocks, bonds, notes, evidences of indebtedness, choses in action and negotiable instruments; to borrow and loan money; and generally to own, acquire and use and to sell, exchange and otherwise dispose of property, both real and personal, except as prohibited by law; and to do any and all things necessary of convenient for the business above specified.
7. The rights and powers that may be exercised by this Corporation are those that are granted by the provisions of Chapter 100 of the Mississippi Code of 1930 and amendments thereto.

J. W. Chancellor, Sr.,
J. W. Chancellor, Jr.,
G. A. Chancellor,
Woodrow Chancellor,
L. V. McNeal,
Incorporators.

State of Mississippi,
Forrest County.

Personally appeared before me, the undersigned authority in and for said County and State, J. W. Chancellor, Sr., J. W. Chancellor, Jr., G. A. Chancellor, Woodrow Chancellor and L. V. McNeal, who acknowledged that they, on this day executed the above and foregoing instrument.

Given under my hand and seal of office, on this the 25th day of April, A. D. 1935.

(SEAL) W. A. Lovett, Notary Public.

Received at the office of the Secretary of State, this the 26th day of April, A. D. 1935, together with the sum of $40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 26, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Chancellor Lumber Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi, to be affixed this 29th day of April, 1935.

Sennett Conner, Goverhor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 29th, 1935.

This Corporation dissolved and its Charter Surrendered to the State of Mississippi by a decree of the Chancery Court of Forrest County, Mississippi, dated December 11, 1943. Certified copy of said decree filed in this office this 13th day of December 1943. Walker Wood, Secy of State.

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Suggested Form of Amendments to Articles of Incorporation for Continuing Mississippi State Banks and Trust Companies Issuing One Class of Preferred Stock.

Proppsed Amendments to Articles of Incorporation of

THE SMITH COUNTY BANK, (Name of Bank) Taylorsville, (City) Smith, (County) Mississippi (State)

Resolved First, That the capital of this Corporation be increased in the sum of $15,000.00, by the issuance of $15,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $30,000.00, of which $15,000.00 is preferred and $15,000.00 is common stock.

Resplved Second, That the Articles of Incorporation be amended by striking out Article____ and inserting in place thereof the following: "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

Resolved Third, That the Articles of Incorporation be further amended by striking out Articles ____ and inserting in the place thereof the following:

_____. (1) Amount, classes, and shares of capital stock---The amount of capital stock of the Corporation shall be $30,000.00 divided into classes and shares as follows: (a) $15,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 1,000 shares of the par value of $15.00 (1) each; and (b) $15,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this Article____) divided into 1,000 shares of the par value of $15.00 each.

(2) Assessability of stock.---The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the corporation.

(3) Dividends on preferred stock.---The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this article____) accruing after _____, 193___(2) (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rates required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.---Dividends or other dsitributions whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this article____) accruing after the Recapitalization Date.

If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such special reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of any such stock dividmmd shall be issuable without any further vote on the part of the holders of stock of any class or any further approval on the part of the State Comptroller.

(5) Determination of net profits.---For the purpose of this article____, the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each months' period ending on December 31 or June 30 by dedeucting from the gross earnings from all sources for such period: (a) All expenses for such period; (b) All expenses accrued during such period; (c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-dpwns and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves; (d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ~~xxx~~ ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same; (e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by Section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and

(1) The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation. (2) Insert date on which Articles of Incorporation amended by shareholders.

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending _____ 193*** (3) need be made by reason of any charge-offs or write-wdoens of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made on account of loss incurred prior to or depreciation in assets existing at the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (Other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits.---As long as any shares of preferred stock are outstanding, the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, no payments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936), shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following order of priority: (a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be. (b) To the payment into the preferred stock retirement fund (referred to in section 8 of this article____) on August 1, 1936, of a sum equal to three-quarters of one per ceht of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1, thereafter, to and including February 1, 1940, of aum equal to one-quarter of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and

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August 1 thereafter of a sum equal to one-half of one per-cent of the aggregate par value of ferred stock at the time outstanding. In the event that the net profits of the Corporation on any such February 1 or August 1 be insufficient to per mit the payment into such preferred retirement fund of the full amount hereinabove provided for, the deficiency shall be fully pa any net profits of the Corporation shall be thereafter applied to any of the purposes hereina specified in this section 6. (c) To the payment into the preferred stock retirement fund (rei in section 8 of this article_____) of a sum equal to forty per cent of the remainder, if any such net profits: Provided, however, That the aggregate amount paid into the preferred stock ment fund in any one year in accordance with the requirements of this paragraph (c) need not five per cent of the maximum aggregate par value of the preferred stock at any time outstandi whether or not any such stock shall have been subsequently retired or the aggregate par value of reduced in any manner whatsoever: Provided further, however, That unless otherwise elected time to time, by the Corporation by action of its Board of Directors, it shall not be require make such payment into the preferred stock retirement fund required by this paragraph (c) exc such net profits as may have accrued from and after December 31, 1935.

Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws 1934, any balance of net profits for any such period may be applied from time to time to such purposes as may be determined by the Board of Directors, subject, however, to the provisions tion 7 of this article_____.

(7) Limitations on retirement of stock.---Except with the approval of the State Comptro preferred stock shall be called or purchased for retirement by the Corporation unless the the impaired capital, surplus and undivided profits of the Corporation, and the retirement funds ed for herein (after giving effect to the proceeds of the issuance of any stock issued to pro funds for such retirement) exceed $39,500.00 (4) by an amount at least equal to the sum neces effect such retirement. No shares of preferred stock shall be called or purchased for retire unless all accrued dividends (whether or not earned or declared) to the dividend payment dat preceding the date of such retirement shall have been paid on all shares of preferred stock time outstanding.

(8) Retirement of preferred stock by purchase.---Subject to the provisions of section this article_____, whenever the balance in the preferred stock retirement fund shall amount much as $1,000.00 (5), the Corporation shall (unless the Board of Directors shall elect to u entire amount of such balance in the preferred stock retirement fund for the retirement of p stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class prepaid, to all holders of record of preferred stock at their respective addresses as shown books of the Corporation, a notice specifying the balance in such fund and stating that the available for the purchase for retirement of preferred stock at the lowest prices (not in ex the par value thereof and accrued dividends thereon, whether or not earned or declared, to t of purchase) offered within twenty days after the date of such notice. At the expiration of twenty days, the Corporation shall apply such balance to the purchase for retirement of prefe stock, if obtainable, in accordance with the terms of such notice. Within ten days after suc piration, subject to the provisions of section 7 of this article_____, the Corporation shall retirement, in the manner provided in section 9 hereof, the largest number of shares of prefe stock which can be retired from the balance in such retirement fund remaining after deducting amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, a set aside from such retirement fund the sum necessary to effect such retirement, but the min ital shall in no event be reduced below the minimum amount of capital required by law. Subj the provisions of section 7 of this article_____, at any time and from time to time the Corpo may make such lawful transfers from its surplus and/or undivided profits to the preferred st tirement fund as the Board of Directors may determine. All shares of preferred stock purcha retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancel forthwith and shall not be reissued.

(9) Retirement of preferred stock by call.---Subject to the provisions of section 7 or ticle_____, the Corporation may at any time, at its election as expressed by resolution of th of Directors, retire the outstanding preferred stock as a whole, or from time to time in par rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the B Directors of the Corporation in its discretion shall from time to time determine (and provid ways that the capital shall in no event be reduced below the minimum amount of capital requi law) by paying for each share to be retired a retirement price equal to the par value there all accrued dividends thereon, whether or not earned or declared, accrued to the date of such tirement.

At least thirty days prior written notice of every such retirement, stating the retire and the retirement price, and the place of payment thereof, shall be mailed, first-class post paid, to the holder of record of each share to be retired, at the address of such holder as s the books of the Corporation. Such notice having been so mailed, each holder of shares so c for retirement shall be entitled to receive payment of the retirement price of such shares (interest) upon surrender to the Corporation, on or after the retirement date, at the place de in such notice, of the certificate or cetificates therefor in transferable form and, if requi properly stamped for transfer. In case less than all of the shares represented by any such c are retired, a new certificate shall be issued representing the unretired shares. From and retirement date (unless the Corporation shall default in the payment of the retirement price) dividends on shares called for retirement shall cease to accrue, such shares shall be deemed no longer outstanding, and all rights of the holders thereof as shareholders of the Corporati cept the right to receive the retirement price, shall terminate. All shares so retired shall celled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation, the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares class of stock at the time outstanding, and not otherwise, and subject to such approval by the Comptroller and such other conditions as at the time may be required by law---

(3) Insert June 30 or December 31 next succeeding the Recapitalization Date. (4) This figure senting approximately the unimpaired capital structure of the Corporation after giving effect issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to th chase of the preferred stock. (5) This figure will be fixed by Recosnstruction Finance Corpor

(a) The capital stock of the Corporation may be increased at any time and from time to time issuing additional shares of preferred stock and/or common stock, and/or through the creation or more additional classes of stock; provided, however, that no vote of the holders of prefer shall be required with respect to any issue of additional shares of common stock if the entir eeds of such issue are to be used for the retirement of shares of preferred stock; and provi ther, that no vote of the holders of stock of any class shall be required with respect to an of additional shares of common stock as a stock dividend, pursuant to the second paragraph of 4 of this Article_____ in connection with the retirement of shares of preferred stock. (b) tal stock of the Corporation may be decreased at any time and from time to time to any amount low the amount at the time required by law; provided, however, that no vote of the holders of any class shall be required with respect to the retirement of preferred stock; (c) The na Corporation and/or the place where its operations of discount and deposit are to to be carri be changed, but this clause shall notx be construed to abridge the powers of the Board of Dir under applicable law with reference to the establishment or change of location or closing of (d) These Articles of Incorporation may be amended at any time and from time to time in any respect, but not so as to change the respective voting rights of the preferred stock and com so long as any of the preferred stock remains outstanding; (e) The Corporation may be conse

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merged into or with any other bank, or may acquire all or substantially all of the assets and business of any banking corporation or trust company; (f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; (g) The Corporation may go into voluntary liquidation; and (h) Any plan of reorganization of the Corporation may be carried into effect---Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article____ and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative votes of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11) Preemptive rights.---In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares ~~xhxx~~ have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights.---(a) Except as otherwise provided in sections 10 and 13 of this article____ and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him. (b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one ~~s~~andidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit. (c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of ~~a~~hy such dividend which may be payable at ~~xxxy~~ any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid ~~a~~hd the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the h~~o~~lders of preferred st~~o~~ck at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata shares of the votes to which his class is entitled. (d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in subparagraph (2) of section 13 of this article____, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights.---If~~x~~ at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding---(a) The Corporation shall be in arrears in the payment of as many as two-semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend ~~w~~hich may be payable at any time within three (3) months from the date of issuance of the preferred stock); or (b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article____) in accordance with the requirements of paragraph (c) of section 6 of this article____ on and after February 1, 1937, ~~xxx~~ shall have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or (c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect, or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or (d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation---then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue: (1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock ~~xx~~ at the time outstanding. (2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled. (3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and ~~3~~ 3 of Section 53 of Senate Bill 227, Laws of 1934. (4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by ~~xxxxxxxxx~~ the holders of such majority; but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation.---In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation,

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dissolution, or winding up of the Corporation within the meaning of this section 14.

-------(a) Officers.---The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more vice Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President for any cause, tom perform all acts and duties pertaining to the office of president except such as President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and subject to the provisions of sub-paragraphs (1) and (2) of section 13 of article _____ hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them in the opinion of a majority of the Board the interests of the Corporation may demand;

(b) Powers of Board of Directors.---The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairsm and generally to do and perform all acts that shall be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

_____. Special meetings of shareholders.---Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least tenper cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED FOURTH, That each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED FIFTH, That the Board of Directors through its proper officers, at the expiration of the said five days shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other persons as the Board of Directors may deem advisable.

At a meeting of the shareholders of The Smith County Bank, Taylorsville, Mississippi.
(Name of Bank) (City) (State)

April 17th, 1935, 7 days' notice of the proposed business having been given by registered mail, of the foregoing resolutions were adopted by the following vote,---the affirmative vote representing 86% of the total number of shares of capital stock outstanding.

Total number of shares of capital stock 1000
Total number of shares represented at the meeting 861
Total number of shares voted in favor of the resolution 861
Total number of shares voted against the resolution none

I hereby certify that this is a true and correct report (a) of the number of days' notice by registered mail, of the meeting of shareholders of this bank held on the date above mentioned, (b) of the vote and (c) of the resolutions adopted at said meeting and (d) that a complete record of the shareholders voting therefor and the number of shares voted by each is on file in the bank, (e) that no shares of stock of this bank owned by this bank were voted at said meeting; (f) that no shares of stock held by this bank as sole trustee were voted at said meeting; and (g) that no shares of stock of this bank ~~of~~ this bank as co-trustee were voted were voted at said meeting by the bank, and (h) that no director, other officer or employee acted as proxy at said meeting.

T. A. Ford, Cashier,
J. T. Ford, President.

(SEAL OF BANK)

Subscribed and sworn to before me this 18th day of April, A. D. 1935.

(NOTARY PUBLIC) Em Shelton, Notary Public.

State of Mississippi
Department of Bank Supervision
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of The Smith County Bank, Taylorsville, Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $15,000.00 by the issuance of $15,000.00 of Preferred Stock under the provisions of Section 52 of Chapter 154 of the Laws of the State of Mississippi for the year 1934, making the total capital of The Smith County Bank $30,000.00, $15,000.00 of which is Preferred Stock and $15,000.00 is Common Stock, and do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 19th day of April, 1935. (SEAL)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 19th day of April, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 19, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of The Smith County Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 20th day of April, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: April 20th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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The Charter of Incorporation of

STRIBLING MOTOR COMPANY, INC.

1. The corporate title of said corporation shall be Stribling Motor Company, Incorporated.
2. The names and postoffice addresses of the incorporators are: R. W. Stribling, Hattiesburg, Mississippi; W. L. Stribling, Sr., Hattiesburg, Mississippi.
3. Domicile of said corporation is at Hattiesburg, Mississippi.
4. The amount of authorized capital stock is $5,000.00; all of said stock of the same class and with equal privileges are divided into fifty (50) shares, having a par value of $100.00 each.
5. The sales price per share shall be not less than par and subject to be fixed or changed as the board of directors may direct.
6. The period of existence is fifty (50) years.
7. The corporation is created for the purpose of buying, selling, trading, encumbering and otherwise acquiring and disposing of new and second hand automobiles, motor trucks, trailers and of automobiles parts and automobile necessities, including the right to buy and sell gasoline, motor oil and any and all other useful materials commonly used by automobile and motor vehicles.

The said corporation shall have the power and privilege to buy, sell, trade, encumber and otherwise dispose of notes, stock, bonds, deeds of trusts, mortgages and other evidences of debt upon real and personal property.

That said corporation shall have the further right to buy, own, lease and sell, encumber and otherwise dispose of a fixed place of business for the conducting of the affairs of said corporation as above enumerated. And such other powers, privileges and rights as are necessary to effectively carry out the rights herein above enumerated. And in addition to said rights, privileges and powers herein enumerated, all other powers and rights will be exercised by said corporation conferred by Chapter 100, Code of 1930, and amendments thereto.

8. The number of shares of stock necessary to be subscribed and paid in before the corporation shall begin business is fifty shares, par value of $100.00 each.

R. W. Stribling,
W. L. Stribling,
Incorporators.

State of Mississippi,
County of Forrest.

This day personally came and appeared before me, the undersigned authority in and for said county and state, R. W. Stribling and W. L. Stribling, each of whom acknowledged that they signed and executed the foregoing articles of incorporation as their free and voluntary act and deed.

Given under my hand and seal of office, on this, May 1st, 1935.

(SEAL)

J. B. Garraway,
Circuit Clerk.

Received at the office of the Secretary of State, this the 2nd day of May, A. D. 1935, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., May 2, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Stribling 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 2nd day of May, 1935.

Sennett Conner,
Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: May 3rd, 1935.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of 1934, as amended.
FEB 13 1947

Walker Wood
SECRETARY OF STATE

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE BURTON FISH LAKE COMPANY

(1) The corporation title of the Company shall be "The Burton Fish Lake Company."
(2) The names and postoffice addresses of the incorporators are as follows: P.L.B.Tay... Booneville, Mississippi; George Wileman, Booneville, Mississippi; T. R. Lacey, Booneville, M... sissippi, C. K. Smith, Booneville, Mississippi, W. T. Patterson, Paden, Mississippi, Charley ... terson, Booneville, Mississippi, J. S. Finch, Booneville, Mississippi, J. W. Taylor, Boonevil... Mississippi.
(3) The domicile of the corporation shall be Booneville, Prentiss County, Mississippi ... the office of said corporation shall be at such place at the above address as may be designa... the Board of Directors.
(4) The amount of authorized capital stock of said corporation shall be Eight Hundred ... ($800.00) Dollars; all common stock, no special privileges or restrictions, par value of eac... of stock Fifty ($50.00) Dollars.
(5) The sale price per share of stock is Fifty ($50.00) Dollars, with authority vest... the Board of Directors to change such sale price.
(6) The period of existence of said corporation to be fifty years, unless sooner diss... by a 3/4 vote of the stockholders.
(7) The purposes for which the corporation is created shall be as follows: To purcha... tain lands in Prentiss County, Mississippi, construct on and maintain thereon a dam for the ... tion, buildings and maintaining an artificial lake on said land for the propagation and growi... fish, the improvement of said lands and lake thereon to be used for the amusement and socia... joyment of the stockholders and members of said corporation, and the community at large, und... regulations as may be prescribed by the Board of Directors of said Company, to make contract... and be sued, convey, lease or let any of its property, borrow money, execute mortgages, and ... and perform all acts authorized by Chapter 100 of the Mississippi Code of 1930.
(8) The number of shares of stock necessary to be subscribed and paid for before the ... tion shall commence business shall be eight (8).
(9) The business of the corporation shall be managed by a Board of Three Directors ch... nually by the stockholders from their number to serve until their successors are elected and ... qualified.

T. R. Lacy, P. L. B. Taylo...
C. F. Patterson, W. T. Patterso...
C. K. Smith, J. W. Taylor,
E. F. Wileman, J. S. Finch,

State of Mississippi,
Prentiss County.

Personally appeared before me, S. V. Crowe, a Notary Public in and for said State and ... the within named P.L.B.Taylor, George Wileman, T. R. Lacy, C. K. Smith, W. T. Patterson, Cha... Patterson, J. S. Finch and J. W. Taylor, who acknowledged that they signed, sealed and deli... the foregoing instrument on this 26 day of April, 1935.

(SEAL)

S. V. Crowe,
Notary Public.

Received at the office of the Secretary of State, this the 29th day of April A. D. 19... gether with the sum of $20.00 deposited to cover the recording fee, and referred to the Atto... General for his opinion.

Walker Wood, Secretary of Sta...

Jackson, Miss., April 29, 1935.

I have examined this charter of incorporation of The Burton Fish Lake Company, and am... opinion that it is not violative of the Constitution and laws of this State, or of the Unit...

Greek L. Rice, Attorney Gener...
By W. W. Pierce, Assistant Attorney Gen...

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of The Burton Fish Lake Company is ... approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Missi... to be affixed, this 29th day of April, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 30th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

TOMICICH-GRANBERRY PRODUCE COMPANY, INCORPORATED

1. The corporate title of said company is TOMICICH-GRANBERRY PRODUCE COMPANY, INCORPORATED.
2. The names of the incorporators are: Roy Tomicich, Hazlehurst, Mississippi; Emanuel Tomicich, Hazlehurst, Mississippi; William Granberry, Hazlehurst, Mississippi; and M.S.McNeil, Hazlehurst, Mississippi.
3. The domicile is to be at Hazlehurst, Mississippi.
4. The amount of capital stock is 50 shares of Common Stock, of the par value of $100.00 per share.
5. The sale price per share of stock shall be $100.00 per share, and the Board of Directors shall have authority to change such price.
6. The period of existence shall be 50 years.
7. The purpose for which it is created is to own, control, lease and operate packing sheds; to buy and sell fruits and vegetables, and to engage in a general brokerage business in connection with the purchase and sale of fruits and vegetables.
The rights and powers that may be exercised by this corporation in addition to the foregoing are those conferred by Chapter 100, Code of Mississippi of 1930.
8. Number of shares to be subscribed and paid for before the corporation may begin business is twenty (20), of the par value of $100.00 per share.

Roy Tomicich,
W. H. Granberry,
E. H. Tomicich,
M. S. McNeil.

State of Mississippi,
County of Copiah.

This day personally appeared before me, the undersigned authority in and for said county and state, Roy Tomicich, Emanuel Tomicich, William Granberry and M. S. McNeil, incorporators of the corporation known as the Tomicich-Granberry Produce Company, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed.

Witness my signature, this the 25th day of April, A. D. 1935.
(SEAL)
Lena Zama, Notary Public.
My commission expires June 18, 1936.

State of Mississippi,
Received at the office of the Secretary of State, this the 25th day of April, A. D. 1935, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 25, 1935.

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

Greek L. Rice, Attorney General.
By Wm. H. Maynard, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Tomicich-Granberry Produce 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 25th day of April, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 26th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

See note below

The Charter of Incorporation
of

MARTIN, Incorporated.

We, the undersigned, hereby mutually agree to unite and associate ourselves as a corpora and for such purpose we hereby make, execute and adopt the following Charter of Incorporation

ARTICLE I.

The corporate title of said company shall be/is Martin, Incorporated.

ARTICLE II.

The names and postoffice addresses of the incorporators are as follows:

Names	Addresses
W. E. Martin	Tupelo, Mississippi
C. E. Montgomery	Tupelo, Mississippi
L. L. Martin	Tupelo, Mississippi

ARTICLE III.

The domicile of the corporation in this State shall be/is City of Tupelo, Lee County.

ARTICLE IV.

The amount of authorized capital stock shall be/is eighty (80) shares of common stock, no nominal par value.

ARTICLE V.

The sale price of the common stock shall be/is fifty dollars ($50.00) per share, and th Board of Directors shall have authority to change said sale price.

ARTICLE VI.

The purposes for which the corporation is to be created are as follows:

To deal in, buy, sell, transfer, store, distribute and/or otherwise handle gasolene, ke motor oils, greases, automobile tires, tubes, accessories, parts, fixtures and equipment, bo wholesale and retail; to engage in general merchandizing; to own, buy, transfer, sell, lease, manage or otherwise deal in such real estate, personal property, notes, stock, bonds, mortga other property, tangible and intangible, as may be necessary, incidental or advantageous to duct of the business for which the corporation is created.

The rights and powers which may be exercised by this corporation in addition to those above are those conferred by Chapter 100, Mississippi Code of 1930, and all laws amendatory

ARTICLE VII.

The number of shares of stock necessary to be subscribed and paid for before the corpo commence business is fifty (50) shares of common stock.

In Witness Whereof, we, the undersigned incorporators, have hereunto set our hands, th 23rd day of April, 1935.

Names
W. E. Martin,
C. E. Montgomery
L. L. Martin.

State of Mississippi,
County of Lee,
City of Tupelo.

This day personally appeared before me, the undersigned authority at law, in and for State and County, the within named W. E. Martin, C. E. Montgomery and L. L. Martin, incorpor the corporation known as Martin, Incorporated, who acknowledged that they signed and execute above and foregoing Charter of Incorporation as their act and deed, on this the 23rd day of 1935.

Given under my hand and seal this the 23rd day of April, 1935.

Julia Hillebrand,
Notary Public.

(SEAL)

Received at the office of the Secretary of State this the 23rd day of April, A. D. 193 gether with the sum of $20.00 deposited to cover the recording fee, and referred to the Atto General for his opinion.

Walker Wood,
Secretary of State.

I have examined this charter of Incorporation and am of the opinion that it is not vio of the constitution and laws of this state, or of the United States.

This April 25th, 1935.

Greek L. Rice,
Attorney General.
By W. W. Pierce, Assistant Attorney Ge

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Martin, Incorporated, is hereby a

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the St Mississippi to be affixed, this 25th day of April, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 26th, 1935.

This corporation dissolved Nov. 7, 1936, by decree of the Chancery Court of Lee County, Miss., rendered in cause styled In re: Martin, Incorporated and numbered 7944 on the General Docket of said Court.

RECORD OF CHARTERS 34-35---STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

SUGGESTED FORM OF AMENDMENTS TO ARTICLES OF INCORPORATION FOR CONTINUING MISSISSIPPI STATE BANKS AND TRUST COMPANIES ISSUING ONE CLASS OF PREFERRED STOCK

PROPOSED AMENDMENTS TO ARTICLES OF INCORPORATION OF

MONROE BANKING AND TRUST COMPANY
(Name of Bank)

Aberdeen (City) Monroe (County) Mississippi (State)

RESOLVED, FIRST, that the capital of this Corporation be increased in the sum of $75,000.00 by the issuance of $75,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $175,000.00, of which $75,000.00 is preferred and $100,000.00 is common stock.

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

"The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED, THIRD, that the Articles of Incorporation be further amended by striking out Articles 3 and inserting in the place thereof the following:

(1) **Amount, classes, and shares of capital stock.**—The amount of capital stock of the Corporation shall be $175,000.00 divided into classes and shares as follows:

(a) $75,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 2,000 shares of the par value of $37.50 (1) each; and

(b) $100,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second and third paragraphs of section 4 of this Article 3) divided into 1,000 Shares of the par value of $100.00 each.

(1) The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation.

(2) **Assessability of stock.**—The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) **Dividends on preferred stock.**—The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this Article 3) accruing after APRIL 18 1935 (2), (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including March 31, 1939, at the rate of four percent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share; provided, however, that, in the case of any share of such stock issued after AUGUST 1, 1935 (3), such dividends shall accrue on such share from the February 1 or August 1, as the case may be, next preceding the date of issuance thereof. Such dividends shall be cumulative so that if dividends at the full rate required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) **Dividends on common stock.**—Dividends or other distributions, whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this Article 3) accruing after the Recapitalization Date.

If any call or purchase for retirement of preferred stock pursuant to the provisions of sections 8 or 9 of this Article 3 would reduce the outstanding capital of the Corporation below the minimum amount at the time required by law, the Board of Directors, prior to or simultaneously with such retirement, shall declare on the common stock out of net profits of the Corporation accruing after the Recapitalization Date, a dividend in an amount equal to the sum required to maintain the capital of the Corporation at such minimum amount after giving effect to such retirement, such dividend to be payable in shares of common stock which shall be issued (without any action on the part of the holders of stock of any class or on the part of the Superintendent of Banks) pro rata to the holders of common stock.

(2) Insert date on which Articles of Incorporation amended by shareholders.

(3) Insert the February 1 or August 1 next succeeding the proposed date of purchase of preferred stock.

(5) **Determination of net profits.**—For the purpose of this Article 3, the net profits or net loss (as distinguished from usage of term "net profits" and "net loss" in reports required by the Superintendent of Banks) of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period:

(a) All expenses for such period;

(b) All interest accrued during such period;

(c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the Superintendent of Banks for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves;

(d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same;

(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending June 30, 1935 (4), shall be required by reason of any charge-offs or write-downs of assets or transfers to reserves made during said period on account of losses sustained on or prior to the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings) shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) **Application of net profits.**—As long as any shares of preferred stock are outstanding the Corporation, on each February 1 and August 1, shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 and June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be;

(4) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this Article 3) of a sum equal to forty per cent of the remainder, if any, of such net profits; provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever; provided, further, however, that unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund except from such net profits as may have accrued from and after December 31, 1935;

Subject to compliance with the provisions of Section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this Article 3.

(7) **Limitations on retirement of stock.**—Except with the approval of the Superintendent of Banks no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $175,000.00 (5) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) **Retirement of preferred stock by purchase.**—Subject to the provisions of section 7 of this Article 3, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,500.00 (6), the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this Article 3, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law.

(5) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.

(6) This figure will be fixed by Reconstruction Finance Corporation.

Subject to the provisions of section 7 of this Article 3, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) **Retirement of preferred stock by call.**—Subject to the provisions of section 7 of this Article 3, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part, pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, and provided always that the capital shall in no event be reduced below the minimum amount required by law, by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement. At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be cancelled forthwith and shall not be reissued.

(10) **Increase or decrease of capital stock; Amendments of Articles of Incorporation, etc.**—By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the Superintendent of Banks and such other conditions as at the time may be required by law—

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 3 in connection with the retirement of shares of preferred stock;

(b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock;

(c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;

(d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding;

(e) The Corporation may be consolidated or merged into or with any other bank;

(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan or reorganization of the Corporation may be carried into effect—

Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article..... and the fair value of the assets of the Corporation as determined by the Superintendent of Banks shall be less than an amount equal to all of its liabilities, including all ... stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the ... to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liqui... without the approval of the Superintendent of Banks.

(11) **Preemptive rights.**—In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be ... for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class ... them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription ... rants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not ... subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion ... number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares ... not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms ... Board of Directors may determine.

(12) **Voting rights.**—(a) Except as otherwise provided in sections 10 and 13 of this Article.....3.....and in this section 12, each holder of stock of any class ... entitled to vote on all matters one vote for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many ... as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable ... shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in ... (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of ... dends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have ... declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the ... of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the ... which his class is entitled.

(d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in sub-paragraph (2) of section 13 of this ... 3 ....., any one or more of the directors, officers, or employees of the Corporation, may be removed at any annual or special meeting of shareholders, for or without ... and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) **Other voting rights.**—If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of pr... stock at the time outstanding—

(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned ... declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the pr... ferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this Article.....3.....) on and after February 1, 1937, shall not hav... amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have ... been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed ... since January 1, 1936; or

(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation ... (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determ... mined by the Superintendent of Banks, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or

(d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation—

then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) ... shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote ... holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the Superintendent of Banks, at any time shall notify the Corporation that any director, of... employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from offi... if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee, satisfactory to it) within thirty days after receipt by the Corporation ... notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote ... matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a ... share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term ... than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting ... respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of subdivisions 2 ... Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority ... preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to ... be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation, under such condi... may be provided by law.

(14) **Rights of preferred stock on Liquidation.**—In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether vo... or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferre... shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, ... or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolid... accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section ...

(10) ..... (a) **Officers.**—The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lie... President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice-Pre... at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to per... acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other ... and clerks as may be required to transact the business of the Corporation; and, subject to the provisions of sub-paragraphs (1) and (2) of section 13 of Article..... to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may ...

(b) **Powers of Board of Directors.**—The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds fro... and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may ... for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of it... and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorpora...

(10) ..... **Special meetings of shareholders.**—Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any ... at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be ... mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses ... on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED, FOURTH, that each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in pro... to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED, FIFTH, that the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such p... stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors ma... advisable.

At a meeting of the shareholders of MONROE BANKING & TRUST CO., (Name of Bank) ABERDEEN (City), MISS. (State)

held on APR. 18 1935, 7 days notice of the proposed business having been given by registered mail, all of the foregoing resolutions were ... by the following vote,—the affirmative vote representing 77.3 % of the total number of shares of capital stock outstanding.

Total number of shares of capital stock..... 1000 Total number of shares voted in favor of the resolution..... 77...

Total number of shares represented at the meeting..... 773 Total number of shares voted against the resolution.....

I hereby certify that this is a true and correct report (a) of the number of days notice, given by registered mail, of the meeting of shareholders of this bank held ... date above mentioned; (b) of the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the shareholders voting therefor and the number of ... voted by each is on file in the bank; (e) that voting permits were procured from the Federal Reserve Board by such holding company affiliates of this bank as voted ... meeting the stock of this bank owned by such holding company affiliates; (f) that no shares of stock of this bank owned by this bank were voted at said meeting; (g) ... shares of stock held by this bank as sole trustee were voted at said meeting; and (h) that no shares of stock of this bank held by this bank as co-trustee were voted ... meeting by this bank; and (i) that no director, other officer or employee acted as proxy at said meeting.

SEAL OF BANK W. H. CARLISLE Pr...

Subscribed and sworn to before me this 24 day of Apr. A. D., 1935. HENRY DUGAN, CASHIER

SEAL OF NOTARY GUY C. WOOD Notary ...

STATE OF MISSISSIPPI
DEPARTMENT OF BANK SUPERVISION, JACKSON.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I ... examined the proposed amendment to the Charter of Incorporation of Monroe Banking and ... Company, Aberdeen, Mississippi, wherein it is proposed to increase the capital stock of ... said bank in the sum of $75,000.00 by the issuance of $75,000.00 of Preferred Stock ... the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi ... the year 1934, making the total capital of Monroe Banking and Trust Company $175,000.0... ~~$75,000.00~~ of which is Preferred Stock and $100,000.00 is Common Stock, and ... hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the ... 29th day of April, 1935. (SEAL) M. D. Brett, State Comptroller

GREEK L. RICE, Attorney G...

By W. W. PIERCE, Assistant Attorney ...

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, Jackson

The within and foregoing Amendment to the Charter of Incorporation of MONROE BANKING & TRUST 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 1st day of MAY ...

BY THE GOVERNOR.

WALKER WOOD, Secretary of State. SENNETT CONNER, Governo...

RECORDED: MAY 2nd 1935

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

DELTA CHAMBER OF COMMERCE

1. The corporate title of said company is DELTA CHAMBER OF COMMERCE.
2. The names of the incorporators are: W. M. Kethley, Postoffice, Cleveland, Miss.; H. M. Trice, Postoffice, Indianola, Miss., Stephen Schilling, Postoffice, Leland, Miss.
3. The domicile is at Stoneville, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof:

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

5. Number of shares for each class and par value thereof: _____
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created:

To promote the agricultural, industrial, commercial and civic advancement of the Mississippi Delta; to assist agricultural, commercial and civic organizations and agencies on all economic and social matters in the best interests of the Mississippi Delta; to cooperate with all departments and agencies of the State and Federal Governments on matters affecting the economic and social life of the Mississippi Delta.

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

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

W. M. Kethley, H. M. Trice, Stephen Schilling, Incorporators.

STATE OF MISSISSIPPI)
County of Washington)

This day personally appeared before me, the undersigned authority W. M. Kethley, H. M. Trice and Stephen Schilling, incorporators of the corporation known as the Delta Chamber of Commerce, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 4th day of May, 1935.

D. M. Paterson, Notary Public. (S E A L)
My commission expires June 2, 1937.

RESOLUTION TO INCORPORATE.

WHEREAS, an association known as the Delta Chamber of Commerce was organized by the adoption of by-laws and the election of a Board of Directors, at Stoneville, Mississippi, on March 7, 1935, and

WHEREAS, on March 14, 1935, at 2:00 P. M., there was held a regular meeting of said Board of Directors in compliance with said by-laws and in pursuance of a call duly made, and

WHEREAS, there were present and voting at said meeting of the Board of Directors a quorum of said members of the Board of Directors, and at which time and place in said meeting the following resolution was presented, offered and adopted, to-wit:

"RESOLVED, that the Delta Chamber of Commerce be incorporated under the laws of the State of Mississippi and that the President and Secretary of this Association be, and they hereby are, authorized and directed to apply for a charter of incorporation, execute all instruments of writing, and proceed to do all things necessary to put into effect this resolution."

NOW, THEREFORE, we, the undersigned, W. M. Kethley, President, and H. M. Trice, Secretary, of and for said Delta Chamber of Commerce, do hereby give notice of said proposal to incorporate and do hereby apply for charter of incorporation.

Witness our signatures, as President and Secretary respectively of the said Delta Chamber of Commerce on this 3rd day of May, 1935.

W. M. Kethley, President
H. M. Trice, Secretary.

Received at the office of the Secretary of State, this the 7th day of May, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 7th, 1935.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, JACKSON.

The within and foregoing Charter of Incorporation of Delta 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 7th day of May, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: May 10, 1935.

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Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 OCT 4 1937

The Charter of Incorporators of

Morrow Motor Company

I. The corporate title of said company is MORROW MOTOR COMPANY.
2. The names of the incorporators are: E. L. Morrow, Postoffice, Grenada, Mississippi, R. S. Morrow, Postoffice, Grenada, Mississippi, T. H. Meek, Postoffice, Grenada, Mississippi.
3. The domicile is at Grenada, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof:- Ten Thousand Dollars ($10,000), all of which is common stock of the same class and character.
5. Number of shares for each class and par value thereof: One Hundred (100) shares of common stock of par value of One Hundred Dollars ($100.00) per share.
6. The period of existence of this corporation (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To own and operate a general automobile and vehicle business, to buy, sell and deal in automobiles and other motor vehicles and parts and accessories thereof, to sell automobiles and other motor vehicles and parts and accessories thereof as agent for the manufacturers and other dealers and sellers thereof, to operate, maintain and conduct a general automobile garage, and to repair, fix, remodel and overhaul automobiles and motor vehicled and parts and accessories, and to carry and buy, sell and deal in such stocks of goods, wares and merchandise appertaining to and connected with such business as may be necessary and proper to the complete and effective carrying on of such business.
The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100 of the Mississippi Code of 1930.
8. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business: One Hundred (100) shares of the par value of One Hundred Dollars ($100.00) per share.
Witness our signatures, this the 10th day of May, A. D. 1935.

E. L. Morrow,
R. S. Morrow,
T. H. Meek,
Incorporators.

State of Mississippi,
County of Grenada.

This day personally appeared before me, the undersigned authority in and for said county and state, E. L. Morrow, R. S. Morrow, and T. H. Meek, incorporators of the corporation known as Morrow Motor Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 10th day of May, A. D. 1935.

Jack Sanderson, Notary Public
My commission Expires April 21, 1939

(SEAL)

Received at the office of the Secretary of State this the 15th day of May, 1935, together with the sum of $30.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., May 15th, 1935.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Morrow Motor Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 15th day of May, 1935.

Sennett Conner, Goverhor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: May 17th, 1935.

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SUGGESTED FORM OF AMENDMENTS TO ARTICLES OF INCORPORATION FOR CONTINUING MISSISSIPPI STATE BANKS AND TRUST COMPANIES ISSUING ONE CLASS OF PREFERRED STOCK.

Proposed Amendments to Articles of Incorporation of Newhebron State Bank (Name of Bank), Newhebron (City), Lawrence (County), Mississippi (State).

RESOLVED FIRST, That the capital of this Corporation be increased in the sum of $10,000.00, by the issuance of $10,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $20,000.00, of which $10,000.00 is preferred and $10,000.00 is common stock.

RESOLVED SECOND, That the Articles of Incorporation be amended by striking out Article _____ and inserting in place thereof the following: "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED THIRD, That the Articles of Incorporation be further amended by striking out Articles_____ and inserting in the place thereof the following:

_____(1) Amount, classes, and shares of capital stock. -- The amount of capital stock of the Corporation shall be $10.000.00 divided into classes and shares as follows: (a) $10,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 200 shares of the par value of $50.00 (1) each; and (b) $10,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this Article _____) divided into 200 shares of the par value of $50.00 each.

(2) Assessability of stock. -- The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock. -- The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this article _____) accruing after March 4th, 1935 (2) (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rates required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock. -- Dividends or other distributions whether in cash, property, stock or otherwise, shall so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this article _____) accruing after the Recapitalization Date. If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such special reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of any such stock dividend shall be issuable without any further vote on the part of the holders of stock of any class or any further approval on the part of the State Comptroller.

(5) Determination of net profits. -- For the purpose of this article _____, the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period: (a) All expenses for such period; (b) All interest accrued during such period; (c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves; (d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same; (e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements for the preferred stock; and (f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending June 30, 1935, (3) need be made by reason of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made on account of loss incurred prior to or depreciation in assets existing at the Recapitalization Date. All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers

1. The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation.
2. Insert date on which Articles of Incorporation amended by shareholders.

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made to reflect recoveries already treated as gross earnings), shall be considered gross earn the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits. -- As long as any shares of preferred stock are outstand Corporation on each February 1 and August 1 (except that, as provided in paragraph (b) hereof ments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936) apply the net profits of the Corporation for the six months' period ending on the next preced December 31 or June 30, as the case may be, to the following purposes and in the following or prbority: (a) To the payment of dividends on the outstanding preferred stock accrued to suc 1 or August 1, as the case may be. (b) To the payment into the preferred stock retirement ferred to in section 8 of this article ____) on August 1, 1936, of a sum equal to three-quart pwr cent of the aggregate par value of the preferred stock at the time outstanding, and on ea 1 and August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter cent of the aggregate par value of the preferred stock at the time outstanding, and on each and August 1 thereafter of a sum equal to one-half of one per cent of the aggregate par valu preferred stock at the time outstanding. In the event that the net profits of the Corporatio any such February 1 or August 1 be insufficient to permit the payment into such preferred st ment fund of the full amount hereinabove provided for, the deficiency shall be fully paid be net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter in this section 6. (c) To the payment into the preferred stock retirement fund (referred to 8 of this article ____) of a sum equal to forty per cent of the remainder, if any, of such ne Provided, however, that the aggregate amount paid into the preferred stock retirement fund in year in accordance with the requirements of this paragraph (c) need not exceed five per cent maximum aggregate par value of the preferred stock at any time outstanding, whether or not an shall have been subsequently retired or the aggregate par value thereof reduced in any manner Provided further, however, That unless otherwise elected, from time to time, by the Corporat of its Board of Directors, it shall not be required to make such payment into the preferred ment fund required by this paragraph (c) except from such net profits as may have accrued fr December 31, 1935.

Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws anymbalance of net profits for any such period may be applied from time to time to such lawfu as may be determined by the Board of Directorsm subject, however, to the provisions of section article ____.

(7) Limitations on retirement of stock. --, Except with the approval of the State Comp preferred stock shall be called or purchased for retirement by the Corporation unless the to capital, surplus and undivided profits of the Corporation, and the retirement funds provided (after giving effect to the proceeds of the issuance of any stock issued to provide funds for tirement) exceed $24,000.00 (4) by an amount at least equal to the sum necessary to effect ment. No shares of preferred stock shall be called or purchased for retirement unless all idends (whether or not earned or declared) to the dividend payment date next preceding the retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase. -- Subject to the provisions of section article ____, whenever the balance in the preferred stock retiremenf fund shall amount to $1,000.00 (5), the Corporation shall (unless the Board of Directors shall elect to use the of such balance in the preferred stock retirement fund for the retirement of preferred stock as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepai holders of record of preferred stock at their respective addresses as shown on the books of tion, a notice specifying the balance in such fund and stating that the same is available fo chase for retirement of preferred stock at the lowest prices (not in excess of the par value and accrued dividends thereon, whether or not earned or declared, to the date of purchase) twenty days after the date of such notice. At the expiration of such twenty days, the Corpo apply such balance to the purchase for retirement of preferred stock, if obtainable, in acc the terms of such notice. Within ten days after such expiration, subject to the provisions 7 of this article ____, the Corporation shall call for retirement, in the manner provided hereof, the largest number of shares of preferred stock which can be retired from the balan tirement fund remaining after deducting the amount paid or to be paid for the purchase for of preferred stock as aforesaid, and shall set aside from such retirement fund the sum neces effect such retirement, but the minimum capital shall in no event be reduced below the mini of capital required by law. Subject to the provisions of section 7 of this article ____, and from time to time the Corporation may make such lawful transfers from its surplus and/or profits to the preferred stock retirement fund as the Board of Directors may determine. All preferred stock purchased for retirement by the Corporation, whether from the retirement fun wise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call. -- Subject to the provisions of section article ____, the Corporation may at any time, at its election as expressed by resolution of Directors, retire the outstanding preferred stock as a whole, or from time to time in par or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of the Corporation in its discretion shall from time to time determine, (and provided always capital shall in no event be reduced below the minimum amount of capital required by law) by each share to be retired a retirement price equal to the par value thereof plus all accrued thereon, whether or not earned or declared, accrued to the date of such retirement. At lea days prior written notice of every such retirement, stating the retirement date and the reti and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holde of such share to be retired, at the address of such holder as shown on the books of the Corp Such notice having been so mailed, each holder of shares so called for retirement shall be receive payment of the retirement price of such shares (without interest) upon surrender to tion, on or after the retirement date, at the place designated in such notice, of the certi certificates therefor in transferable form and, if required, properly stanped for transfer. less than all of the shares represented by any such certificate are retired, a new certifica issued representing the unretired shares. From and after the retirement date (unless the Co shall default in payment of the retirement price), all dividends on shares called for retir cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of thereof as shareholders of the Corporation, except the right to receive the retirement price terminate. All shares so retired shall be canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation, the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares class of stock at the time outstanding, and not otherwise, and subject to such approval by Comptroller and such other conditions as at the time may be required by law --

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3. Insert June 30 or December 31 next succeeding the Recapitalization Date.
4. This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.
5. This figure will be fixed by Reconstruction Finance Corporation.

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuaing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article _____ in connection with the retirement of shares of preferred stock; (b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock; (c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches; (d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding; (e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all or substantially all of the assets and business of any banking corporation of trust company; (f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; (g) The Corporation may go into voluntary liquidation; and (h) Any plan of reorganization of the Corporation may be carried into effect -- Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article _____ and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11) Preemptive rights. -- In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights. -- (a) Except as otherwise provided in sections 10 and 13 of this article _____ and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him. (b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit. (c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of commons tock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled. (d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in sub-paragraph (2) of section 13 of this article _____, any one or more of the directors, officers or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other Voting rights. -- If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding --- (a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock; or (b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article _____) in accordance with the requirements of paragraph (c) of section 6 of this article _____ on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or (c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or (d) The Corporation shall violate or fail to observe any of the terms, provisions or conditions of its Articles of Incorporation-- then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c), and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates

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not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority o shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller time shall notify the Corporation that any director, officer, or employee of the Corporation is by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer or e is not removed from officer (and, if requested by Reconstruction Finance Corporation, replaced w director, officer or employee satisfactory to it) within thirty days after deceiot by the Corpor such notice, then, and until such removal and replacement shall have been effected, the holders ferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice number of the votes to which the holders of common stock, as a class, are at the time emtitled, holder of preferred stock shall be entitled to a pro rata share of the votes to which his class

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real for its own use, or lease any real estate for its own use for at erm longer than one year, witho each case the affirmative vote of the holders of a majority of the preferred stock at the time o or a written waiver of voting rights in respect thereto by the holders of such majority; provide that this limitation shall not apply to real estate acquired under the provisions of sub-divisio 3 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the crea of, without the affirmative vote of the holders of a majority of the preferred stock at the time or a written waiver of voting rights with respect thereto by the holders of such majority, but t debtedness herein referred to shall not be construed to include the issuance of circulating note acceptance of time deposits, which may continue to be accepted by the Corporation under such co as may be provided by law.

(14) Rights of preferred stock on liquidation. -- In the event of any receivership, con ship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involunta any payment or other distribution, whether in cash, property, or otherwise shall be made to the of common stock, the holders of preferred stock shall be entitled to receive, for each share o by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends whether or not earned, or declared, accrued to the date of payment, but shall not be entitled t or further payment; provided, however, that a merger or consolidation in accordance with law and Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the within the meaning of this section 14.

_____(a) Officers. -- The Board of Directors shall elect one of its members President of tion. The Board may designate a director in lieu of the President to be Chairman of the Board, perform such duties as may be designated by the Board. The directors shall have power to elect more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and be authorized, in the absence or inability of the President from any cause, to perform all acts pertaining to the office of president except such as the President only is authorized by law to and to elect or appoint a Cashier, and such other officers and clerks as may be required to tra business of the Corporation; and subject to the provisions of sub-paragraphs (1) and (2) of sect of article _____ hereof, to fix the salaries to be paid to them, and to continue them in offic dismiss them as in the opinion of a majority of the Board the interests of the Corporation may

(b) Powers of Board of Directors. -- The Board of Directors shall have the power to define of the officers and clerks of the Corporation, to require bonds from them, and to fix the penal to regulate the manner in which election of directors shall be held and to appoint judges of the to make all by-laws that it may be proper for them to make, not inconsistent with law and these of Incorporation, for the general regulation of the business of the Corporation and the manageme affairs, and generally to do and perform all acts that it may be legal for a board of directors perform according to law and within the limits of these Articles of Incorporation.

_____ Special meetings of shareholders. -- Except as otherwise specifically provided by special meetings of the shareholders may be called for any purpose at any time by the Board of or by the holders of at least ten per cent of the then outstanding shares of any class. Every sp meeting shall be called by mailing, not less than ten days before the time fixed for the meeting shareholders of record entitled to act and vote at such meeting, at their respective addresses a on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be in writing.

RESOLVED FOURTH, That each shareholder of record may subscribe within five days from and a date of this meeting to such issue of preferred stock in proportion to the number of shares of c stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED FIFTH, That the Board of Directors through its proper officers, at the expiration said five days, shall sell the unsubscribed portion of such preferred stock at such price (not l the par value thereof) to Reconstruction Finance Corporation and/or to such other person or pers the Board of Directors may deem advisable.

At a meeting of the shareholders of Newhebron State Bank (Name of Bank), Newhebron (City), Mississippi (State) on March 4th, 1935, _____days' notice of the propsed business having been given by registered ma of the foregoing resolutions were adopted by the following vote, -- the affirmative vote repres 100% of the total number of shares of capital stock outstanding.

Total number of shares of capital stock - - - - - - - - - - - - - - - - - -	200
Total number of shares represented at the meeting - - - - - - - - - - - - -	200
Total number of shares voted in favor of the resolution - - - - - - - - - -	200
Total number of shares voted against the resolution - - - - - - - - - - - -	None

I hereby certify that this is a true and correct report (a) of the number of days' notice, registered mail, of the meeting of shareholders of this bank held on the date above mentioned; vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the sha voting therefor and the number of shares voted by each is on file in the bank; (e) that no shares of this bank owned by this bank were voted at said meeting; (f) that no shares of stock held by as sole trustee were voted at said meeting; and (g) that no shares of stock of this bank held by bank as co-trustee were voted at said meeting by this bank; and (h) that no director, other offic employee acted as proxy at said meeting. Stockholders representing all stock being present, the waive any registration notice by mail.

Vernon L. Riley, Vice-President.

(SEAL OF BANK)

Subscribed and sworn to before me this 5th day of March, A. D., 1935.

(SEAL) My commission expires 3/26/36. Mamie Hutchins, Notary Publ

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STATE OF MISSISSIPPI
DEPARTMENT OF BANK SUPERVISION, JACKSON.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Newhebron State Bank, Newhebron, Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $10,000.00 by the issuance of $10,000.00 of preferred stock under the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, making the total capital of Newhebron State Bank $20,000.00, $10,000.00 of which is preferred stock and $10,000.00 is common stock, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 17th day of April, 1935.

(S E A L)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 17th day of April, A. D., 1935, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 17, 1935.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of Newhebron State Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this _____ day of April, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: April 20, 1935.

SUGGESTED FORM OF AMENDMENTS TO ARTICLES OF INCORPORATION FOR CONTINUING MISSISSIPPI STATE BANKS AND TRUST COMPANIES ISSUING ONE CLASS OF PREFERRED STOCK.

Proposed Amendments to Articles of Incorporation of

Bank of Bruce (Name of Bank), Bruce (City), Calhoun (County), Mississippi (State)

RESOLVED FIRST, That the capital of this Corporation be increased in the sum of $5,000.00, by the issuance of $5,000.00 pf preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $15,000.00, of which $5,000.00 is preferred and $10,000.00 is common stock.

RESOLVED SECOND, That, under the provisions of _____, the common capital stock of this Corporation be reduced in the sum of $5,000.00,, leaving the total common capital, after said reduction $5,000.00.

RESOLVED THIRD, That no distribution of assets shall be made to the shareholders of the Corporation by reason of the reduction of the common capital stock of the Corporation, but a sum equal to the amount of said reduction shall be used to charge off or write down losses, substandard and/or non-acceptable assets and/or shall be transferred to surplus or undivided profits in accordance with the requirements of the Federal Reserve Board and/or the State Comptroller.

RESOLVED FOURTH, That the Articles of Incorporation be amended by striking out Article ____ and inserting in place thereof the following: "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED FIFTH, That the Articles of Incorporation be further amended by striking out Article ____ and inserting in the place thereof the following:

_____(1) Amount, classes, and shares of capital stock. -- The amount of capital stock of the Corporation shall be $10,000.00 divided into classes and shares as follows: (a) $5,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 200 shares of the par value of $25.00 (1) each; and (b) $5,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this Article ____) divided into 200 shares of the par value of $25.00 each.

(2) Assessability of stock. -- The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock. -- The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this article ____) accruing after _____, 193___(2) (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of

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SUGGESTED FORM OF AMENDMENTS TO ARTICLES OF INCORPORATION FOR CONTINUING MISSISSIPPI STATE BANKS AND TRUST COMPANIES ISSUING ONE CLASS OF PREFERRED STOCK.

Proposed Amendments to Articles of Incorporation of Bank of Bruce (Name of Bank), Bruce (City), Calhoun (County), Mississippi (State)

RESOLVED FIRST, That the capital of this Corporation be increased in the sum of $5,000.00, by the issuance of $5,000.00 pf preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $15,000.00, of which $5,000.00 is preferred and $10,000.00 is common stock.

RESOLVED SECOND, That, under the provisions of _____, the common capital stock of this Corporation be reduced in the sum of $5,000.00,, leaving the total common capital, after said reduction $6,000.00.

RESOLVED THIRD, That no distribution of assets shall be made to the shareholders of the Corporation by reason of the reduction of the common capital stock of the Corporation, but a sum equal to the amount of said reduction shall be used to charge off or write down losses, substandard and/or non-acceptable assets and/or shall be transferred to surplus or undivided profits in accordance with the requirements of the Federal Reserve Board and/or the State Comptroller.

RESOLVED FOURTH, That the Articles of Incorporation be amended by striking out Article ____ and inserting in place thereof the following: "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED FIFTH, That the Articles of Incorporation be further amended by striking out Article ____ and inserting in the place thereof the following:

"_____ Corporation shall be $10,000.00 divided into classes and shares as follows: (a) $5,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 200 shares of the par value of $25.00 (1) each; and (b) $5,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this Article ____) divided into 200 shares of the par value of $25.00 each.

(1) Amount, classes, and shares of capital stock. -- The amount of capital stock of the

(2) Assessability of stock. -- The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock. -- The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this article ____) accruing after _____, 193__(2) (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of

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STATE OF MISSISSIPPI
DEPARTMENT OF BANK SUPERVISION, JACKSON.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Newhebron State Bank, Newhebron, Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $10,000.00 by the issuance of $10,000.00 of preferred stock under the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, making the total capital of Newhebron State Bank $20,000.00, $10,000.00 of which is preferred stock and $10,000.00 is common stock, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 17th day of April, 1935.

(S E A L)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 17th day of April, A. D., 1935, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 17, 1935.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of Newhebron State Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this _____ day of April, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: April 20, 1935.

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issuance of such share. Such dividends shall be cumulative, so that if dividends at the full ra quired by this section 3 to be paid on the preferred stock shall not have been paid upon or dec set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be de ordered, set apart, paid, or made in respect of the common stock., Dividends on the preferred st be deemed to accrue from day to day.

(4) Dividends on common stock. -- Dividends or other distributions whether in cash, proper or otherwise, shall so long as any shares of preferred stock are outstanding, be declared, order apart, paid, or made in respect of the common stock only out of the net profits of the Corporat termined as provided in section 5 of this article ____) accruing after the Recapitalization Da

If any retirement of preferred stock would decrease the outstanding capital of the Corpora the minimum amount required by law, the Board of Directors, prior to or simultaneously with such ment, shall transfer an amount equal to the aggregate par value of the preferred stock so retire reserves set up for the retirement of preferred stock to a special reserve fund for the payment mon stock dividends, and shall declare on the common stock, out of such special fund, a dividen in common stock in an amount equal to the aggregate par value of the preferred stock so retired shares of common stock required for the payment of any such stock dividend shall be issuable wi any further vote on the part of the holders of stock of any class or any further approval on th the State Comptroller.

(5) Determination of net profits. -- For the purpose of this article _____, the net prof net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required State Comptroller of the Corporation shall be determined for each six months' period ending on 31 or June 30 by deducting from the gross earnings from all sources for such period: (a) All e for such period; (b) All interest accrued during such period; (c) All losses determined dur period, and such charge-offs and write-downs of assets and transfers to reserves (whether from undivided profits or surplus) for such period (including all charge-offs, write-downs and trans reserves requested by the State Comptroller for such period) as may be reasonably necessary to proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent

1. The per share par value of the preferred stock will be fixed by Reconstruction Finance Co
2. Insert date on which Articles of Incorporation amended by shareholders.

such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves set up therefor in such period or any prior period, or available unallocated reserves; (d) Pro for all taxes for such period, including taxes measured by income and taxes based on the owners stock in the Corporation paid or payable by the Corporation for the account of its shareholders prejudice to such right as the Corporation may have to recover the same; (e) Such transfers fo period to surplus as may be required by law; provided, however, that transfers to earned surp required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gro in determining net profits available for the dividend and retirement requirements of the prefe and (f) The net loss, if any, determined in accordance with the provisions of this section 5, since the Recapitalization Date, accumulated to and existing at the beginning of such period; however, that no deductions from gross earnings for the six months' period ending Dec. 31, 193 be made by reason of any charge-offs or write-downs of assets or transfers to reserves require State Comptroller and approved in writing by Reconstruction Finance Corporation made on accoun incurred prior to or depreciation in assets existing at the Recapitalization Date. All recover net book value on assets previously charged off or written down or against which reserves have up, and all transfers from reserves to surplus or undivided profits (other than transfers made recoveries already treated as gross earnings), shall be considered gross earnings for the resp periods during which such receveries or transfers are effected.

(6) Application of net profits. -- As long as any shares of preferred stock are outstandi Corporation on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, shall be required pursuant to the provisions of such paragraph prior to August 1, 1936), shall net profits of the Corporation for the six months' period ending on the next preceding December June 30, as the case may be, to the following purposes and in the following order of priority: the payment of dividends on the outstanding preferred stock accrued to such February 1 or Augus the case may be. (b) To the payment into the preferred stock retirement fund (referred to in s of this article ____) on August 1, 1936, of a sum equal to three- quarters of one per cent of t gate par value of the preferred stock at the time outstanding, and on each February 1 and Augu thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent o gregate par value of the preferred stock at the time outstanding, and on each February 1 amd A thereafter of a sum equal to one-half of one per cent of the aggregate par value of the prefer at the time outstanding. In the event that the net profits of the Corporation shall on any su 1 or August 1 be insufficient to permit the payment into such preferred stock retirement fund o full amount hereinabove provided for, the deficiency shall be fully paid before any net profits Corporation shall be thereafter applied to any of the purposes hereinafter specified in this se (c) To the payment into the preferred stock retirement fund (referred to in section 8 of this ____) of a sum equal to forty per cent of the remainder, if any, of such net profits; Provided That the aggregate amount paid into the preferred stock retirement fund in any one year in acco with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggreg value of the preferred stock at any time outstanding, whether or not any such stock shall have subsequently retired or the aggregate par value thereof reduced in any manner whatsoever: Provi however, That unless otherwise elected, from time to time, by the Corporation by action of its Directors, it shall not be required to make such payment into the preferred stock retirement fu by this paragraph (c) except from such net profits as may have accrued from and after December

Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws o any balance of net profits for any such period may be applied from time to time to such lawful as may be determined by the Board of Directors, subject, however, to the provisions of section article _____.

(7) Limitations on retirement of stock. -- Except with the approval of the State Comptrol preferred stock shall be called or purchased for retirement by the Corporation unless the then capital, surplus and undivided profits of the Corporation, and the retirement funds provided f (after giving effect to the proceed s of the issuance of any stock issued to provide funds for tirement) exceed $10,000.00 (4) by an amount at least equal to the sum necessary to effect suc ment. No shares of preferred stock shall be called or purchased for retirement unless all accr (whether or not earned or declared) to the dividend payment date next preceding the date of su ment shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase. -- Subject to the provisions of section

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article _____, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000.00 (5) the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this article _____, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law. Subject to the provisions of section 7 of this article _____, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or unidivded profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call. -- Subject to the provisions of section 7 of this article _____, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part, pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, (and provided always that the capital shall in no event be reduced below the minimum amount of capital required by law) by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement.

At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holders of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form and, if required, properly stamped for

3. Insert June 30 or December 31 next succeeding the Recapitalization Date.
4. This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.
5. This figure will be fixed by Reconstruction Finance Corporation.

transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to nbe no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock; Amendments of Articles of Incorporation, etc. -- By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the State Comptroller and such other conditions as at the time may be required by law -- (a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of pne or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article _____ in connection with the retirement of shares of preferred stock; (b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock; (c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches; (d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding; (e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all or substantially all of the assets and business of any banking corporation or trust company; (f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; (g) The Corporation may go into voluntary liquidation; and (h) Any plan of reorganization of the Corporation may be carried into effect -- Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article _____ and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11) Preemptive rights. -- In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of stock of that class held by them respectively, by mailimg, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If the expiration of such subscription rights, any of the new shares have not been subscribed for, such

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shares shall be offered for subscription to the holders of record of all other shares of stock o other classes at the time outstanding, in proportion to the number of such shares held by them re and notice shall be given as above provided. If at the expiration of both of such subscription any of the new shares have not been subscribed for, such unsubscribed new shares may be issued a at such price, not less than the par value thereof, to such persons and on such terms as the Boa Directors may determine.

(12) Voting rights. -- (a) Except as otherwise provided in sections 10 and 13 of this art and in this section 12, each holder of stock of any class shall be entitled to vote on all matte vote for each share of stock of any class held by him. (b) In all elections of directors, each of stock of any class shall have the right to vote the votes allocable to the number of shares o him for as many persons as there are directors to be elected, or to cumulate such votes and give date as many votes as the number of directors multiplied by the number of votes allocable to his shall equal, or to distribute such votes on the same principle among as many candidates as he sh fit. (c) In case as many as two semi-annual dividend payments (whether or not consecutive and or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such di may be payable at any time within three (3) months from the date of issuance of the preferred s and until all arrears of dividends upon the preferred stock shall have been paid and the full d on the outstanding preferred stock for the then current semi-annual dividend period shall have clared and funds set apart for the payment thereof, the holders of preferred stock at the time o ing shall be entitled, as a class, to vote on all matters twice the number of the votes to which holders of common stock, as a class, are at the time entitled, and each holder of preferred stoc be entitled to a pro rata share of the votes to which his class is entitled. (d) At any time wh votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or i paragraph (2) of section 13 of this article ____, any one or more of the directors, officers or of the Corporation may be removed at any annual or special meeting of shareholders, for or witho and their successors elected, by the affirmative vote of two-thirds of the votes to which the ho all classes of stock, voting as one class, are at the time entitled.

(13) Other Voting Rights. -- If at any time while the Reconstruction Finance Corporation not less than twenty-five per cent of the total number of shares of preferred stock at the time (a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend p (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclu any such dividend which may be payable at any time within three (3) months from the date of issu the preferred stock); or (b) The amounts paid into the preferred stock retirement fund (referr section 8 of this article ____) in accordance with the requirements of paragraph (c) of section article _____ on and after February 1, 1937, shall not have amounted in the aggregate to five pe the maximum par value of the preferred stock at anyt ime outstanding (whether or not any such s have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoev multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or fair value of the assets of the banking corporation as determined by an examination of the bank ation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance tion once in each calendar year if the Reconstruction Finance Corporation shall so elect), or a by the State Comptroller, shall be less than an amount equal to all of its liabilities, includi capital stock outstanding; or (d) The Corporation shall violate or fail to observe any of the provisions, or conditions of its Articles of Incorporation -- then after written notice from Rec Finance Corporation of the existence of any of said conditions and so long as any of said condit (a), (b), (c) and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation a not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller time shall notify the Corporation that any director, officer or employee of the Corporation is by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced wi director, officer, or employee satisfactory to it) within thirty days after receipt by the Corpo such notice, then, and until such removal and replacement shall have been effected, the holders ferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice of the votes to which the holders of common stock, as a class, are at the time entitled, and eac of preferred stock shall be entitled to a pro rata share of the votes to which his class is enti

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real for its own use, or lease any real estate for its own use for a term longer than one year, witho case the affirmative vote of the holders of a majority of the preferred stock at the time outsta a written waiver of voting rights in respect thereto by the holders of such majority; provided, that this limitation shall not apply to real estate acquired under the provisions of sub-divisio 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creat without the affirmative vote of the holders of a majority of the preferred stock at the time out or a written waiver of voting rights with respect thereto by the holders of such majority, but t edness herein referred to shall not be construed to include the issuance of circulating notes an acceptance of time deposits, wich may continue to be accepted by the Corporation under such cond may be provided by law.

(14) Rights of preferred stock on liquidation. -- In the event of any receivership, conse ship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involunta any payment or other distribution, whether in cash, property, or otherwise shall be made to the of common stock, the holders of preferred stock shall be entitled to receive, for each share of held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid divid whether or not earned or declared, accrued to the date of payment, but shall not be entitled to or further payment; provided, however, that a merger or consolidation in accordance with law and Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the within the meaning of this section 14.

(a) Officers. -- The Board of Directors shall elect one of its members President Corporation. The Board may designate a director in lieu of the President to be Chairman of the who shall perform such duties as may be designated by the Board. The directors shall have power one or more Vice Presidents, at least one of whom shall also be a member of the Board of Direct who shall be authorized, in the absence or inability of the President from ant cause, to perform acts and duties pertaining to the office of president except such as the President only is authe by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may to transact the business of the Corporation; and subject to the provisions of sub-paragraphs

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of section 13 of article _____hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand;

(b) Powers of Board of Directors. -- The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs, and generally to do and perform all acts that it may be legal for a Board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

_____ Special meetings of shareholders. -- Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote as such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED SIXTH, That each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED SEVENTH, That the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a meeting of the shareholders of Bank of Bruce (Name of Bank), Bruce (City), Mississippi (State), held on March 21st, 1935, 6 days' notice of the proposed business having been given by registered mail, all of the foregoing resolutions were adopted by the following vote, -- the affirmative vote representing 69⅓% of the total number of shares of capital stock outstanding.

Total number of shares of capital stock -	200
Total number of shares represented at the meeting - - - - - - - - - - - - - - -	139
Total number of shares voted in favor of the resolution - - - - - - - - - - - -	139
Total number of shares voted against the resolution - - - - - - - - - - - - - -	0

I hereby certify that this is a true and correct report (a) of the number of days' notice, given by registered mail, of the meeting of shareholders of this bank held on the date above mentioned; (b) of the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the shareholders voting therefor and the number of shares voted by each is on file in the bank; (e) that no shares of stock of this bank owned by this bank were voted at said meeting; (f) that no shares of stock held by this bank as sole trustee were voted at said meeting; and (g) that no shares of stock of this bank held by this bank as co-trustee were voted at said meeting by this bank; and (h) that no director, other officer or employee acted as proxy at said meeting.

T. R. Davis, President.

(S E A L O F B A N K)

Subscribed and sworn to before me this 15th day of April, A. D., 1935.

Maude Crocker, Notary Public.

(S E A L O F N O T A R Y)

My commission expires Dec. 6, 1937.

STATE OF MISSISSIPPI
Department of Bank Supervision, Jackson..

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Bank of Bruce, Bruce, Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $5,000.00 by the issuance of $5,000.00 of preferred stock under the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi, for the year 1934, and contemperaneously therewith to reduce the common capital of said bank from $10,000.00 to $5,000.00, making the total capital of Bank of Bruce $10,000.00, $5,000.00 of which is preferred stock and $5,000.00 is common stock, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this 18th day of April, 1935.

M. D. Brett, State Comptroller.

(S E A L)

Received at the office of the Secretary of State, this the 19th day of April, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 19, 1935.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of Bank of Bruce is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affiex, this 20th day of April, 1935.

Sennett Conner, Governor.

By the Governor,

Walker Wood, Secretary of State.

Recorded: April 20th, 1935.

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No. 6659 W. FOR AMENDMENT SEE BOOK One PAGE 173-178

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
LENRAY GLASS AND MATERIAL COMPANY.

1. The corporate title of said company is Lenray Glass and Material Company.
2. The names of the incorporators are: M. F. Rayburn, postoffice, Meridian, Miss.; Mrs. A. Lenehan, Postoffice, Meridian, Miss.; Mrs Grace Rayburn, Postoffice, Meridian, Miss.
3. The domicile is at Meridian, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Fifty shares of which is common stock.
5. Number of shares for each class and par value thereof: Fifty shares of common stock of the par value of One Hundred ($100.00) Dollars per share.
6. The period of existence (not to exceed fidty years) is Fifty years.
7. The purpose for which it is created: To manufacture and/or buy, sell and deal in glass, paints, building materials, household furnishings and necessities, wholesale and/or retail.

To contract to do construction work; to buy, sell and discount lien obligations; to engage in the mercantile business generally, wholesale and/or retail; to do all things deemed necessary for the promotion of the business of the company not inconsistent with law.

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

8. Number of shares of each class to be subscribed and paid for before the corporation shall begin business: Twenty Five.

M. F. Rayburn,
Mrs. Abbie Lenahan,
Mrs. Grace Rayburn,
Incorporators.

Acknowledgement.

State of Mississippi,
County of Lauderdale.

This day personally appeared before me, the undersigned authority M. F. Rayburn, Mrs. A. Lenehan, and Mrs. Grace Rayburn, incorporators of the corporation known as the Lenray Glass and Material Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 17th day of May, 1935.

(SEAL) Hazel Gill, Notary Public.

Received at the office of the Secretary of State this the 21st day of May, A. D. 1935, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 21st, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Lenray Glass and Material 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 21st day of May, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: May 22, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

STOCKHOLDERS' MEETING.

Be it remembered that at the written request of stockholders holding a majority of the outstanding capital stock, a special meeting of the stockholders of Weber Company was held at 10:00 A. M. on May 8, 1935 in the offices of the company at Sunflower, Mississippi.

The following stockholders were found to be present, representing the stockholdingsshown opposite their names:

Mrs. Eunice Weber	51 shares,
L. McQuirter	47 shares,
Mrs. Trudie M. Forrest	1 share,
T. J. Foshee	1 share

The following resolution was offered, discussed, and upon motion made by Mrs. Trudie M. Forrest and seconded by L. McQuirter was unanimously adopted:

BE IT RESOLVED - That due to the need of additional capital in the operation of the business of Weber Company at Sunflower, Mississippi, and whereas, the authorized capital stock is limited to ten thousand dollars by the Charter of Incorporation issued by the State of Mississippi on June 7, 1932, it is therefore ordered that the President be instructed to prepare the necessary application to the Secretary of State requesting an Amendment to Paragraph 4 of said Charter of Incorporation, changing the amount of authorized capital stock to read:

Twenty-Five Thousand Dollars of Common Stock.

And the said stock shall be of equal par value and voting power as the present outstanding shares.

There being no further business before the stockholders the meeting was adjourned.

Eunice Weber, President.

The above is a certified copy.

(Corporate Seal)

Secretary.

Subscribed and sworn to before me this 10 day of May, 1935.

B. L. Smithhart,
Notary Public.

(SEAL)

May 10, 1935.

Honorable Walker Wood, Secretary of State,
Jackson, Miss.

Dear Sir:

Enclosed please find a certified copy of a resolution adopted at a meeting of the stockholders of Weber Company, held at Sunflower, Mississippi, May 8, 1935.

We are attaching our check for $30.00 to pay the statutory fee, and request an amendment to Paragraph 4 of the Charter of Weber Company, to readL

Twenty-Five Thousand Dollars of Common Stock.

Yours very truly,
EUNICE WEBER, President.

(Corporate Seal)

Subscribed to and sworn to before me this 10 day of May, 1935.

B. L. Smithhart, Notary Public.

(SEAL)

Received at the office of the Secretary of State, this the 11th day of May, A. D. 1935, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 11, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and forgeoing Amendment to the Charter of Incorporation of Weber 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 11th day of May, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: May 13th, 1935.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the Chancery Court of Sunflower County, Mississippi dated December 31, 1943. Certified copy of said decree filed in this office, this the 15th day of February 1944. Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

STATE OF MISSISSIPPI
E X E C U T I V E O F F I C E
Jackson

WHEREAS, Natchez Printing and Stationery Company, a corporation domiciled at Natchez, Mississippi, was incorporated under the laws of the State of Mississippi on April 28, 1905; and its charter of incorporation recorded in the office of Secretary of State in Record of Incorporations Book No. 13, at page 343 thereof;

AND WHEREAS, the period of existence of said corporation was thirty years;

AND WHEREAS, said corporation desires a renewal of its charter for a period of fifty years;

NOW THEREFORE, by virtue of authority conferred on me by Section 4144, Code of Mississippi of 1930, I, Sennett Conner, Governor of the State of Mississippi, do hereby renew the original charter of said Natchez Printing and Stationery Company for a period of fifty years under the Great Seal of the State of Mississippi.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 21st day of May, 1935.

(GREAT SEAL)

SENNETT CONNER,
Governor.

By the Governor.
Walker Wood,
Secretary of State.

Recorded: May 21st, 1935.

RECORD OF CHARTERS 34-35---STATE OF MISSISSIPPI

JACKSON MISS

SUGGESTED FORM OF AMENDMENTS TO ARTICLES OF INCORPORATION FOR CONTINUING MISSISSIPPI STATE BANKS AND TRUST COMPANIES ISSUING ONE CLASS OF PREFERRED STOCK

PROPOSED AMENDMENTS TO ARTICLES OF INCORPORATION OF

CITIZENS STATE BANK
(Name of Bank)

TUPELO (City) LEE (County) MISSISSIPPI (State)

RESOLVED, FIRST, that the capital of this Corporation be increased in the sum of $30,000.00 by the issuance of $30,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $80,000.00, of which $30,000.00 is preferred and $50,000.00 is common stock.

RESOLVED, SECOND, that the Articles of Incorporation be amended by striking out Article ..... and inserting in place thereof the following:

"The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED, THIRD, that the Articles of Incorporation be further amended by striking out Articles ..... and inserting in the place thereof the following:

.....(1) **Amount, classes, and shares of capital stock.**—The amount of capital stock of the Corporation shall be $80,000.00 divided into classes and shares as follows:

(a) $30,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 300 shares of the par value of $100.00 (1) each; and

(b) $50,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second and third paragraphs of section 4 of this Article .....) divided into 500 Shares of the par value of $100.00 each.

(2) **Assessability of stock.**—The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) **Dividends on preferred stock.**—The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this Article .....) accruing after Sept 26, 1934 (2), (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including March 31, 1939, at the rate of four percent per annum of the par value thereof, and no more, and thereafter at the rate of five percent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share; provided, however, that, in the case of any share of such stock issued after February 1st, 1935 (3), such dividends shall accrue on such share from the February 1 or August 1, as the case may be, next preceding the date of issuance thereof. Such dividends shall be cumulative so that if dividends at the full rate required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) **Dividends on common stock.**—Dividends or other distributions, whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this Article .....) accruing after the Recapitalization Date.

If any call or purchase for retirement of preferred stock pursuant to the provisions of sections 8 or 9 of this Article .....would reduce the outstanding capital of the Corporation below the minimum amount at the time required by law, the Board of Directors, prior to or simultaneously with such retirement, shall declare on the common stock out of net profits of the Corporation accruing after the Recapitalization Date, a dividend in an amount equal to the sum required to maintain the capital of the Corporation at such minimum amount after giving effect to such retirement, such dividend to be payable in shares of common stock which shall be issued (without any action on the part of the holders of stock of any class or on the part of the Superintendent of Banks) pro rata to the holders of common stock.

(2) Insert date on which Articles of Incorporation amended by shareholders.

(3) Insert the February 1 or August 1 next succeeding the proposed date of purchase of preferred stock.

(5) **Determination of net profits.**—For the purpose of this Article....., the net profits or net loss (as distinguished from usage of term "net profits" and "net loss" in reports required by the Superintendent of Banks) of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period:

(a) All expenses for such period;

(b) All interest accrued during such period;

(c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the Superintendent of Banks for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves;

(d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same;

(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending Dec 31, 1934 (4), shall be required by reason of any charge-offs or write-downs of assets or transfers to reserves made during said period on account of losses sustained on or prior to the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings) shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) **Application of net profits.**—As long as any shares of preferred stock are outstanding the Corporation, on each February 1 and August 1, shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 and June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be;

(4) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this Article .....) of a sum equal to forty per cent of the remainder, if any, of such net profits; provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever; provided, further, however, that unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund except from such net profits as may have accrued from and after December 31, 1935;

Subject to compliance with the provisions of Section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such perlod may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this Article .....

(7) **Limitations on retirement of stock.**—Except with the approval of the Superintendent of Banks no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $84,000.00 (5) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) **Retirement of preferred stock by purchase.**—Subject to the provisions of section 7 of this Article....., whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000.00 (6), the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this Article....., the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law.

(5) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.

(6) This figure will be fixed by Reconstruction Finance Corporation.

Subject to the provisions of section 7 of this Article....., at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) **Retirement of preferred stock by call.**—Subject to the provisions of section 7 of this Article....., the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part, pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, and provided always that the capital shall in no event be reduced below the minimum amount required by law, by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement. At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price, at the place designated in such notice, of the certificate or certificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be cancelled forthwith and shall not be reissued.

(10) **Increase or decrease of capital stock; Amendments of Articles of Incorporation, etc.**—By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the Superintendent of Banks and such other conditions as at the time may be required by law—

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article.....in connection with the retirement of shares of preferred stock;

(b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock;

(c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;

(d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding;

(e) The Corporation may be consolidated or merged into or with any other bank;

(1) The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation.

(2) Insert date on which Articles of Incorporation amended by shareholders.

(3) Insert the February 1 or August 1 next succeeding the proposed date of purchase of preferred stock.

(4) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(5) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.

(6) This figure will be fixed by Reconstruction Finance Corporation.

(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan or reorganization of the Corporation may be carried into effect—

Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article..... and the fair value of the assets of the Corporation as determined by the Superintendent of Banks shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the voting rights to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the Superintendent of Banks.

(11) **Preemptive rights.**—In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) **Voting rights.**—(a) Except as otherwise provided in sections 10 and 13 of this Article.....and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in sub-paragraph (2) of section 13 of this Article....., any one or more of the directors, officers, or employees of the Corporation, may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) **Other voting rights.**—If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding—

(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this Article.....) on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or

(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the Superintendent of Banks, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or

(d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation—

then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the Superintendent of Banks, at any time shall notify the Corporation that any director, officer, or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (or if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee, satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights with respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of subdivisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation, under such conditions as may be provided by law.

(14) **Rights of preferred stock on Liquidation.**—In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

..... (a) **Officers.**—The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice-Presidents at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform the acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and, subject to the provisions of sub-paragraphs (1) and (2) of section 13 of Article....., to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand.

(b) **Powers of Board of Directors.**—The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

..... **Special meetings of shareholders.**—Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED, FOURTH, that each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED, FIFTH, that the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a meeting of the shareholders of CITIZENS STATE BANK (Name of Bank), TUPELO (City), MISSISSIPPI (State)

held on SEPTEMBER 26 1934, 10 days notice of the proposed business having been given by registered mail, all of the foregoing resolutions were adopted by the following vote,—the affirmative vote representing 65.4% of the total number of shares of capital stock outstanding.

Total number of shares of capital stock	500	Total number of shares voted in favor of the resolution	337
Total number of shares represented at the meeting	337	Total number of shares voted against the resolution	-0-

I hereby certify that this is a true and correct report (a) of the number of days notice, given by registered mail, of the meeting of shareholders of this bank held on date above mentioned; (b) of the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the shareholders voting therefor and the number of shares voted by each is on file in the bank; (e) that voting permits were procured from the Federal Reserve Board by such holding company affiliates of this bank as voted at said meeting the stock of this bank owned by such holding company affiliates; (f) that no shares of stock of this bank owned by this bank were voted at said meeting; (g) that shares of stock held by this bank as sole trustee were voted at said meeting; and (h) that no shares of stock of this bank held by this bank as co-trustee were voted at said meeting by this bank; and (i) that no director, other officer or employee acted as proxy at said meeting.

SEAL OF BANK

B. A. ROGERS, President

Subscribed and sworn to before me this 26 day of September A. D., 1934.

SEAL OF NOTARY

CLYDE W. RILEY, Notary Public

MY COMMISSION EXPIRES NOV. 26, 1937

STATE OF MISSISSIPPI
DEPARTMENT OF BANK SUPERVISION
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Citizens State Bank, Tupelo, Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $30,000.00 by the issuance of Preferred Stock under the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, making the total capital of Citizens State Bank $80,000.00, $30,000.00 of which is Preferred Stock and $50,000.00 is Common Stock, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 17th day of May, 1935. (SEAL)

M. D. BRETT, State Comptroller

By J. A. Lauderdale Assistant Attorney General

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, Jackson

The within and foregoing Amendment to the Charter of Incorporation of Citizens State Bank is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 17th day of May 1935.

BY THE GOVERNOR.

WALKER WOOD, Secretary of State.

SENNETT CONNER, Governor

RECORDED: May 18th 1935

TUCKER PRINTING HOUSE JACKSON MISS

Article of Association and Incorporation
of
Madison County Erosion Control Association (A.A.L.)

Sec. 1. Be it known that we: Name V. Q. Ricks, of Madison County, Madison Postoffice, Mississippi;
Name O. F. Mansell of Madison County, Camden Postoffice, Mississippi;
Name B. K. Faucette, of Madison County, Sharon Postoffice, Mississippi;
Name G. E. Smith, of Madison County, Flora Postoffice, Mississippi;
Name J. F. Black, of Madison County, Flora Postoffice, Mississippi;
Name J. S. Whitworth, of Madison County, Pickens Postoffice, Mississippi;
Name J. A. Ewing, of Madison County, Canton Postoffice, Mississippi;
Name W. M. Echols, of Madison County, Flora Postoffice, Mississippi;
Name C. B. Cooper, Jr., of Madison County Pickens Postoffice,Mississippi;
Name H. B. Greaves, of Madison County, Cnaton Postoffice, Mississippi;
the undersigned producers of agricultural products in the State of Mississippi, desiring thar we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, knoen as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capitak stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statube given or allowed, setting forth the following:

Sec. 2. The name of the organization shall be MADISON COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)

Sec. 3. The period of existence shall be fifty years.

Sec. 4. The domicile shall be at County Agent's Office, in the County of Madison, in the State of Mississippi.

Sec. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

Sec. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collecyive purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion and/or drainage, to furnish financial, managerial and other services in connection with the various operations in building terraces and/or ditches on land of individual farmers, patnerships, companies or corporations, and doing all pther things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 21st day of May, 1935.

V. Q. Ricks,
B. K. Faucette,
J. F. Black,
J. A. Ewing,
C. B. Cooper, Jr.,
O. F. Mansell,
G. E. Smith,
J. S. Whitworth,
W. M. Echols,
H. B. Greaves.

State of Mississippi,
County of Madison.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named V. Q. Ricks, J. S. Whitworth, O. F. Mansell, J. A. Ewing, B. K. Faucette, W. M. Echols, G. E. Smith, C. B. Cooper, Jr., J. F. Black, H. B. Greaves, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 21st day of May, 1935.

(SEAL) Billie Tucker, Notary Public.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Madison County Erosion Control Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 23rd day of May, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 333 and the other copy xx thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 23rd day of May, 1935.

Walker Wood, Secretary of State.

Recorded: May 23rd, 1935.

No. 6664 W.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
Chickasaw County Cooperative (A.A.L.)

Sec. 1, We, G. J. Houser, of Chickasaw County, Mississippi, (P.O.address Houston Missis-pi); S. L. Guest, of Chickasaw County, Mississippi, (P.O.address Houston, Mississippi); C. Rhodes, of Chickasaw County, Mississippi, (P.O.address Houston, Mississippi); W. P. Doss, Chickasaw County, Mississippi, ((P.O.address Houston, Mississippi,); W. H. Smith, of Chick-County, Mississippi);postoffice address Houston, Mississippi); C. D. Lowry of Chicaksaw Co-Mississippi, (P.O.address Houston, Mississippi); E. G. House of Chickasaw County, Mississi-(P.O.address Houston, Mississippi); L. E. Woldridge of Chickasaw County, Mississippi, (P. Address Houston, Mississippi); W. D. Woodruff of Chicaksaw County, Mississippi, (P.O.addre-Houston, Mississippi); P. H. Clark, of Chicaksaw County, Mississippi, (P.O.address Houston Mississippi); the undersigned producers of agricultural products in the State of Mississi-desiring that we, our associates and successors, shall come under Chapter 109 of the laws Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits he-enter into Articles of Association and Incorporation thereunder, in duplicate and signed ackhowledged by all those named herein, to be filed with the Secretary of State of the St-Mississippi, and recorded as required by said statute, for the purpose of beginning a cor-tion without capital stock and without individual liability, as provided and allowed in s-statute, with all the rights, powefs, privileges and immunities by said statute given or lowed, setting forth the following:

Section 2. The name of the organization shall be Chickasaw County Cooperative (A.A.L.)

Section 3. The period of existence shall be fifty years.

Section 4. The domicile shall be at Houston, in the County of Chickasaw, in the State Mississippi.

Section 5. Said incorporated association is to be organized and operated under said Ch-109 of the Laws of Mississippi of 1930.

Section 6. The purposes of said incorporated association are to promote the interests agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by othe-of the State of Mississippi or the United States.

In testimony whereof we have hereunto set our hands in duplicate, this 22nd day of Ma-

G. J. Houser,	S. L. Guest,
C. L. Rhodes,	W. P. Doss,
W. H. Smith,	C. D. Lowrey,
E. G. House,	L. E. Wooldridge,
W. D. Woodruff,	P. H. Clark.

State of Mississippi,
County of Chickasaw.

Before me, the undersigned authority competent to take acknowledgments, personally cam-appeared the above named G. J. Houser, C. D. Lowry, S. L. Guest, E. G. House, C. L. Rhod-L. E. Wooldridge, W. P. Doss, W. D. Woodruff, W. H. Smith, P. H. Clark, who then and th-acknowledged that they signed and delivered the foregoing instrument of writing on the da-year therein mentioned.

Given under my hand and seal this 22nd day of May, 1935.

(SEAL) Miss ~~Beaulah~~ BLANCHE Eaves, Notary Pu-

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify th-Articles of Association and Incorporation of Chicaksaw County Cooperative (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1-Chapter 99, Code of Mississippi of 1930, filed in my said office this the 23rd day of Ma-1935, and one copy thereof recorded in this office in Record of Incorporations Book No. at page 334, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi heraunto affixed, 23rd day of May, 1935.

Walker Wood, Secretary of State.

Recorded: May 23rd, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

HATHORN LUMBER COMPANY

Extended by State Tax Commission as Authorized by Section 35, Chapter 221, Laws of Mississippi 1934

DEC 12 1987

(1) The corporate title of this company is HATHORN LUMBER COMPANY.
(2) The names and post-office addresses of the incorporators are as follows:
W. E. Hathorn, Oakvale, Mississippi,
John Freiler, Clinton, Louisiana,
J. W. Mayfield, McComb, Mississippi.
(3) The domicile of this corporation is Duck Hill, Montgomery County, Mississippi; but stockholders' or directors' meetings, or both, may be held at such other place or places in the State of Mississippi, as may be from time to time established by the by-laws.
(4) The amount of authorized capital stock in one hundred shares of common stock, of the par value of $100.00 per share, a total authorized capital stock of $10,000.00.
(5) All stock shall have a par value of $100.00 per share.
(6) The period of existence shall be fifty years.
(7) The purposes for which this corporation is created are: (a) To buy, own, hold, lease, sell and exchange timber lands and timber, of all kinds; (b) To do a general logging and lumbering business; to manufacture trees and timber into lumber, and into tree, timber, and lumber products of every kind, character and description, and to manufacture the products and by-products thereof; to buy, own, hold, lease, sell, exchange and operate saw-mills, planing mills, paper mills, pulp mills, wood preserving plants, sash, ddor, blind, furniture, implement and vehicle factories, wood-working plants, and any and all other plants, mills, factories and shops, for the manufacture of trees, timber and lumber, and tree, timber and lumber products and by-products; (c) To buy, sell and store logs, timber, and forest products and by products of all kinds; to engage in a general sale, commission and brokerage business therein, wholesale and retail, domestic and foreign; and to own, lease, operate and maintain at such place or places, both within and without the State of Mississippi, as it may deem advisable, yards, sheds, and depots for the storage, sale and handling thereof; (d) To buy, own, hold, lease, re-forest, improve, sell and exchange cut-over lands, swamp lands, and other real estate of all kinds, as may be permitted by the laws of the State of Mississippi; (e) To handle, sell and deal in brick, cement, roofing, shingles, tiles, hardware and building materials, and contractors' supplies of every kind and character; and to operate yards, buildings and storehouses therefor, and in connection therewith; (f) To log and transport its timber, logs, lumber, the products thereof, and any and all other property, by means of railroads, trucks, tractors, wagons, teams, watercraft, and any and all other means, which it may deem desirable, and same to build, buy, hold, lease, operate, maintain, and sell; to lease and otherwise acquire and enjoy trackage rights over railroads, of carriers or non-carriers; but it shall not hereunder engage in the business of a common carrier; (g) To manufacture, buy, or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, deal in and deal with, goods, wares and merchandise, and personal property, of every class and description; (h) To construct, buy, lease, operate, sell and exchange machine shops, shops, and other buildings for the construction, maintenance and repair of any and all equipment and personal property, used or for use in connection with any enterprise herein contemplated; (i) In connection with its manufacturing business or businesses, or independently thereof, to produce electricity, or other means of artificial light and power; to furnish and sell light and power for all purposes, and to construct, or otherwise acquire, and maintain, transmission lines in connection therewith; (j) To buy, build, lease, operate and maintain all structures, improvements and works, necessary, incidental, convenient or desirable, to the conduct of the enterprises herein provided for, or any of them; (k) 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, of any person, firm, association, or corporation, unless prohibited by the laws of the State of Mississippi; (l) To guarantee, buy, 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 or any other State, country, nation 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; (m) The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by the provisions of Chapter 100, of the Mississippi Code of 1930; (n) The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers of this corporation shall not be held to limit or restrict in any manner the powers of the Corporation; and the objects and powers specified in the several clauses above are and shall be independent objects and powers.

(8) The numbers of shares of stock necessary to be subscribed and paid in for before the corporation shall commence business is fifty.

W. E. Hathorn,
John Freiler.
J. W. Mayfield.

State of Louisiana,
East Feliciana Parish.
This day personally appeared before me, the undersigned authority, John Freiler, one of the incorporators of the corporation to be known as the Hathorn Lumber Company, who acknowledged that he signed and executed the above abd foregoing articles of incorporation, as his act and deed, on this, the 23 day of April, 1935. (SEAL)
Chas. S. Kilbowrne, Notary Public.

State of Mississippi,
Pike County.
This day personally appeared before me, the undersigned authority, J. W. Mayfield, one of the incorporators of the corporation to be known as the Hathorn Lumber Company, who acknowledged that he signed and executed the above and foregoing articles of incorporation, as his act and deed, on this, the 26 day of April, 1935.
(SEAL)
J. W. Mayfield,
Amelia Smith, Notary Public

State of Mississippi,
Madison County.
This day personally appeared before me, the undersigned authority, W. E. Hathorn, one of the incorporators of the corporation to be known as the Hathorn Lumber Company, who acknowledged that he signed and executed the above abd foregoing articles of incorporation, as his act and deed, on this the 25th day of April, 1935.
(SEAL)
W. C. Barksdale, Notary Public.
My commission expires Feb. 11th, 1938

The foregoing charter received at the office of the Secretary of State, this, the 26th day of April, 1935, together with the sum of $30.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.
Walker Wood, Secretary of State.

Jackson, Miss., April 26th, 1935.

I have examined this charter of incorporation, and am of the opinion that it is not violative of the constitution and laws of this state, or of the United States.
Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

TUCKER PRINTING HOUSE JACKSON MISS

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Hathorn Lumber Company is hereb approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the S of Mississippi to be affixed, this 27th day of April, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 27th, 1935.

✓ The Charter of Incorporation of

"J. G. HICKMAN, INC."

1. The corporate title of said company is: "J. G. Hickman, Inc."
2. The names and postoffice addresses of the incorporators are: J. G. Hickman, Vi burg, Mississippi; T. P. Hickman, Vicksburg, Mississippi.
3. The domicile is at Vicksburg, Mississippi.
4. The amount of authorized capital stock is Ten Thousand ($10,000.00) Dollars, di into shares of the par value of One Hundred ($100.00) Dollars each.
5. The period of existence is fifty (50) years.
6. The purpose for which it is created is to deal in stocks, bonds and evidences of debtedness, secured and unsecured.
7. The rights and powers that may be exercised by this corporation are those confer by the provisions of Chapter 100 of the Laws of 1930 of the State of Mississippi.
8. This corporation shall commence business when fifty per cent of its capital stock shall have been subscribed and fully paid for.

J. G. Hickman,
T. P. Hickman, Incorporators.

State of Mississippi, County of Warren.

This day personally appeared before me, the undersigned authority, J. G. Hickman and P. Hickman, the incorporators of the corporation known as "J. G. Hickman, Inc.", who acknowledged that they signed and executed the above and foregoing articles of incorporation as act and deed on this, the 26th day of April, 1935.

Bertha Anderson,
Notary Public.
(SEAL)

Received at the office of the Secretary of State this the 26th day of April, A. D. 1 together with the sum of $30.00 deposited to cover the recording fee, and referred to the torney general for his opinion.

Walker Wood, Secretary of Sta

Jackson, Miss. April 26th, 1935.

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

Greek L. Rice, Attorney Genera
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of J. G. Hickman, Inc., is hereb approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the of Mississippi to be affixed, this 27th day of April, 1935.

Sennett Conner, Governor.

By the Governor,
Walkerm Wood,
Secretary of State.

Recorded: April 27th, 1935.

This Corporation dissolved and its Charter surrendered to the State of Mississippi by a decree of the Chancery Court of Warren County Mississippi dated May 5, 1943. Certified Copy of said decree filed in this office, this the 20th day of May, 1943. Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Hathorn Lumber Company is hereb approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the S of Mississippi to be affixed, this 27th day of April, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 27th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

"J. G. HICKMAN, INC."

1. The corporate title of said company is: "J. G. Hickman, Inc."
2. The names and postoffice addresses of the incorporators are: J. G. Hickman, Vicksburg, Mississippi; T. P. Hickman, Vicksburg, Mississippi.
3. The domicile is at Vicksburg, Mississippi.
4. The amount of authorized capital stock is Ten Thousand ($10,000.00) Dollars, divided into shares of the par value of One Hundred ($100.00) Dollars each.
5. The period of existence is fifty (50) years.
6. The purpose for which it is created is to deal in stocks, bonds and evidences of indebtedness, secured and unsecured.
7. The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100 of the Laws of 1930 of the State of Mississippi.
8. This corporation shall commence business when fifty per cent of its capital stock shall have been subscribed and fully paid for.

J. G. Hickman,
T. P. Hickman, Incorporators.

State of Mississippi, County of Warren.

This day personally appeared before me, the undersigned authority, J. G. Hickman and T. P. Hickman, the incorporators of the corporation known as "J. G. Hickman, Inc.", who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this, the 26th day of April, 1935.

Bertha Anderson,
Notary Public.
(SEAL)

Received at the office of the Secretary of State this the 26th day of April, A. D. 1935, together with the sum of $30.00 deposited to cover the recording fee, and referred to the attorney general for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss. April 26th, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of J. G. Hickman, 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 27th day of April, 1935.

Sennett Conner, Governor.

By the Governor,
Walkerm Wood,
Secretary of State.

Recorded: April 27th, 1935.

This Corporation dissolved and its Charter surrendered to the State of Mississippi by a decree of the Chancery Court of Warren County, Mississippi dated May 5, 1943. Certified Copy of said decree filed in this office, this the 20th day of May, 1943. Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Minutes of Special Meeting of the Board of
Directors of the Minter City Oil Mill.

Be it remembered that pursuant to call and notice in accordance with the by-laws of the Minter City Oil Mill special meeting of the Board of Directors of said corporation was held in the office of the company near Minter City, Leflore County, Mississippi, on May 7th, 1935, at 11 o'clock A.M.

The meeting was called to order by the President, M. P. Sturdivant. The following directors, being all of the directors of the Minter City Oil Mill, were present, to-wit: M. P. Sturdivant, Will Dockery, W. D. Garner, R. W. Manning, Evans Townes, E. C. Stansel, J. M. Yeager, whereupon, there came on for consideration and discussion the matter of the reorganization of the Minter City Oil Mill and the advisability of accepting the benefits and privileges, and being bound by the provisions of the Cooperative Marketing Act of Mississippi, same being Chapter 179 of the Mississippi Laws of 1922 and brought forward as Article 2 of Chapter 99 of the Mississippi Code of 1930.

There was also submitted to said Board of Directors the resolution adopted by the members and stockholders of the Minter City Oil Mill at a special meeting held on this date concerning said reorganization, and the board of directors having carefully and maturely considered said proposition, unanimously adopted the following resolution, to-wit:

Resolved that it would be to the best interest of the stockholders and members of the Minter City Oil Mill to accept the benefits and privileges granted by and to be bound by the provisions of the Cooperative Marketing Act of Mississippi, same being Chapter 179 of the Mississippi Laws of 1922 and brought forward as Article 2 of Chapter 99 of the Mississippi Code of 1930, and that the board of directors and officers of this corporation take such action and execute such instruments as may be necessary to accomplish said purpose.

There being no further business to come before the special meeting of the board of directors, same was duly adjourned.

M. P. Sturdivant, President.

Attest: B. E. Mustin, Secretary (SEAL OF CORPORATION)

I, B. E. Mustin, Secretary of the Minter City Oil Mill, hereby certify that the foregoing is a true and correct copy of the minutes of a special meeting of the Board of Directors of the Minter City Oil Mill, a corporation, held in the offices of the Company, near Minter City, Mississippi, at 11 o'clock, A.M. on May 7th, 1935.

Witness my hand and the seal of the Minter City Oil Mill on this the 16th day of May, 1935.

B. E. Mustin, Secretary.

(SEAL OF CORPORATION)

Statement of the Board of Directors of the Minter City Oil Mill, a Corporation, Accepting Benefits of and Agreeing to be Bound by Provisions of Cooperative Marketing Act.

Know all men by these presents that the Board of Directors of the Minter City Oil Mill, a corporation organized and existing under the laws of the State of Mississippi and domiciled at Minter City, Leflore County, Mississippi, has by a unanimous vote decided to accept the benefits and be bound by the provisions of Chapter 179 of the Mississippi Laws of 1922 as brought forward in Article 2 of Chapter 99 of the Mississippi Code of 1930; that said action on the part of said board of directors was in pursuance of a resolution unanimously adopted by the stockholders and members of the said Minter City Oil Mill approving the proposedarticles of association and requesting and directing the said Board of Directors to take such action; that there is attached hereto Articles of Association of the Minter City Oil Mill signed and acknowledged as provided in Section 23 of said Chapter 179 of the Laws of 1922.

Executed in duplicate on this the 7th day of May, 1935.

M. P. Sturdivant
M. P. Sturdivant

Evans Townes
Evans Townes

R. W. Manning
R. W. Manning

W. D. Garner
W. D. Garner

Will Dockery
Will Dockery

E. C. Stansel
E. C. Stansel

J. M. Yeager
J. M. Yeager

Directors of the Minter City Oil Mill, a corporation.

State of Mississippi
Beat 1,
County of Leflore.

Personally appeared before me, the undersigned authority in and for the above jurisdiction, the within named M.P.Sturdivant, W. D. Garner, Evans Townes, Will Dockery, R. W. Manning, E. C. Stansel, and J. M. Yeager, who being by me severally sworn, state on oath that the foregoing statement is true and correct and that affiants constitute the entire board of directors of the Minter City Oil Mill, a corporation.

M. P. Sturdivant
M. P. Sturdivant

Evans Townes
Evans Townes

R. W. Manning
R. W. Manning

W. D. Garner
W. D. Garner

Will Dockery
Will Dockery

E. C. Stansel
E. C. Stansel

J. M. Yeager
J. M. Yeager

Sworn to and subscribed before me on this, the 7th day of May, 1935.

(SEAL)

F. P. Stainback, J. P.
Beat 1, ex-officio Notary.

Statement of the Board of Directors of the Minter City Oil Mill, A corporation, Accepting Benefits of and Agreeing to be Bound by Provisions of Cooperative Marketing Act.

Know all men by these presents that the Board of Directors of the Minter City Oil Mill, a corporation organized and existing under the laws of the State of Mississippi and domiciled at Minter City, Leflore County, Mississippi, has by a unanimous vote decided to accept the benefits and be bound by the provisions of chapter 179 of the Mississippi Laws of 1922 as brought forward in Article 2 of Chapter 99 of the Mississippi Code of 1930; that said action on the part of said board of directors was in pursuance of a resolution unanimously adopted by the stockholders andmembers of the said Minter City Oil Mill approving the proposed articles of association and requesting and directing the said Board of Directors to take such action; that there is attached hereto Articles of Association of the Minter City Oil Mill signed and acknowledged as provided in Section 23 of said Chapter 179 of the Laws of 1922.

Executed in duplicate on this the 7th day of May, 1935.

M. P. Sturdivant
M.P.Sturdivant

Evans Townes
Evans Townes

R. W. Manning
R.W.Manning

W. D. Garner
W. D. Garner

Will Dockery
Will Dockery

E. C. Stansel
E. C. Stansel

TUCKER PRINTING HOUSE JACKSON MISS

J. M. Yeager,
J. M. Yeager,
Directors of the Minter City Oil Mill, a corporation.

State of Mississippi,
Beat 1, Leflore County.

Personally appeared before me, the undersigned authority in and for the above jurisdiction, the within named M. P. Sturdivant, W. D. Garner, Evans Townes, Will Dockery, R. W. Manning, E. C. Stansel, and J. M. Yeager, who being by me severally sworn, state on oath that the foregoing is true and correct and that affiants constitute the entire board of directors of the Minter City Oil Mill, a corporation.

M. P. Sturdivant
M. P. Sturdivant

W. D. Garner
W. D. Garner

Evans Townes
Evans Townes

Will Dockery
Will Dockery

R. W. Manning
R. W. Manning

E. C. Stansel
E. C. Stansel

J. M. Yeager
J. M. Yeager

Sworn to and subscribed before me on this the 7th day of May, 1935.
(SEAL)
F. P. Stainback, J. P.
Beat 1, ex-officio Notary.

ARTICLES OF ASSOCIATION OF MINTER CITY OIL MILL

(a) The name of the association is Minter City Oil Mill.

(b) The purposes for which the association is formed are: (1) To promote, foster, and encourage the intelligent and orderly marketing of agricultural products through cooperation to elimate speculation and waste; (2) To engage in any activity in connection with the marketing or sellingg of the agricultural products of its members, and particularly cotton seed, or with the processing, manufacturing, grading, handling, shipping or utilization thereof; or in the conduct of the above enumerated activities or any one or more of them; (3) To exercise and enjoy all of the rights, powers, and privileges granted by Chapter 179 of the Mississippi Laws of 1922, being Article 2 of Chapter 99 of the Mississippi Code of 1930 as fully and to the same extent as if enumerated herein.

(c) The place where the principal business of the association will be transacted is Minter City, Leflore County, Mississippi.

(d) The term for which the association is to exist isx fifty years.

(e) The board of directors of the association shall consist of not less than 5 nor more than 11 members to be elected from the membership of the association for a term of one year.

(f) The association shall have no common capital stock, but membership therein shall be evidenced by membership certificates to be issued on the terms and conditions prescribed by the laws of the association.

The property rights and interest of each member shall be unequal and shall be determined upon distribution or dissolution in prpportion to the deliveries of agricultural products to the association by the respective members for the several seasons during which its properties were acquired or accumulated. This rule shall apply to all property and accumulations acquired by the old organization heretofore and to all accumulations and property acquired in the future, and no member shall have any right or interest in any property acquired or reserves created prior to his admission as such member.

Except upon final dissolution of the association, no distribution of property or reserves shall be made unless first requested by a majority of the members interested therein and entitled to participate in such distribution and approved by the board of directors. In any distribution of reserves as provided herein priority with respect to time shall be recognized, and no distribution of anyx part thereof shall ever be made except in the same order in which such reserves were created and set aside, that is, reserves created and set aside from the operation for the season 1924-1925 shall be first made, and thereafter reserves subject to distribution shall be determined with respect to the season in which same were created and set aside, reserves created and set aside during any particular season being given priority over reserves created or set aside during any subsequent season.

(g) The association shall have preferred capital stock in the amount of sixty thousand dollars ($60,000.00) divided into six hundred (600) shares of the par value of one hundred dollars ($100.00) per share.

The common capital stock in the Minter City Oil Mill outstanding at the time of the adoption of these articles of association is hereby recalled for cancellation, and the owners thereof shall receive an equal amount of preferred capital stock authorized hereby.

The preferred stock shall have preference over the property rights of the members upon liquidation or dissolution of the Minter City Oil Mill and shall also be entitled to a dividend of eight per cent (8%) per annum payable on July 1st of each year.

The preferred stock shall carry no voting rights except as required by Section 194 of the Mississippi Constitution of 1890.

The preferred stock or any part thereof may be rdeemed or retired by the Association from time to time at any dividend paying date within the discretion of the board of directors.

M.P.Sturdivant
M.P.Sturdivant

W. D. Garner
W. D. Garner

Evans Townes
Evans Townes

Will Dockery
Will Dockery

R. W. Manning
R. W. Manning

E. C. Stansel
E. C. Stansel

J. M. Yeager
J. M. Yeager

Directors of the Minter City Oil Mill, a corporation.

State of Mississippi, Beat 1, ~~Leflore County~~. County of Leflore.

Personally appeared before me, the undersigned authority in and for the above jurisdiction, the within named M.P.Sturdivant, W.D.Garner, Evans Townes, Will Dockery, R. W. Manning, E. C. Stansel, and J. M. Yeager, constituting the entire board of directors of the Minter City Oil Mill of Minter City, Leflore County, Mississippi, who severally acknowledged that they signed and delivered the foregoing articles of association as directors thereof. Given under my hand and official seal on this the 7th day of May, 1935.
(SEAL)
F. P. Stainback, J. P., Beat 1.

Received at the office of the Secretary of State this the 18th day of May, A. D. 1935, together with the sum of $2.50 deposited to cover the recording fee, and referred to the Attorney General for his opinion.
Walker Wood, Secretary of State.

I have examined the foregoing Articles of Association and am of the opinion that same do not violate the Constitution and laws of this State or of the United States.
5/18/35
Greek L. Rice, Attorney General,
By W.W.Pierce, Assistant Attorney General.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Statement of Board of Directors and Articles of Association of Minter City Oil Mill is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 20th day of May, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: May 25th, 1935.

JUCKER PRINTING HOUSE JACKSON MISS

Suggested Form of Amendments to Articles of Incorporation for Continuing Mississippi State Banks and Trust Companies Issuing One Class of Preferred Stock.

Proposed Amendments to Articles of Incorporation
of
MERCHANTS AND PLANTERS BANK
Hazlehurst, Copiah County, Mississippi

Resolved First, That the capital of this Corporation be increased in the sum of $50,000.00 by the issuance of $50,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $125,000.00, of which $50,000.00 is preferred and $75,000.00 is common stock.

Resolved Second, That the common capital stock of this Corporation be reduced in the sum of $50,000.00, and that the par value of the common capital stock be changed from $100.00 to $33 1/3 per share, leaving the total common capital, after said reduction, $25,000.00;

Resolved Third, That certificates representing a like number of shares of common stock of the par value of $33 1/3 per share shall be issued in exchange for the outstanding certificates representing shares of common stock of the par value of $100.00 per share, upon the surrender for cancellation of such outstanding certificates in transferable form, and, if required, properly stamped for transfer; and that until such certificates are exchanged as aforesaid, the presently outstanding certificates for shares of common stock of the par value of $100.00 per share shall be deemed to represent a like number of shares of common stock of the par value of $33 1/3 per share;

Resolved Fourth, That no distribution of assets shall be made to the shareholders of the corporation by reason of the reduction of the common capital stock of the Corporation, but a sum equal to the amount of said reduction shall be used to charge off or write down losses, substandard and/or nonacceptable assets and/or shall be transferred to surplus or undivided profits.

Resolved Fifth, That the Articles of Incorporation be amended by inserting as Article 6 thereof the following:

"The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

Resolved Sixth, That the Articles of Incorporation be further amended by striking out Articles 2 and inserting in the place thereof the following:

Article 2. (1) Amount, classes and shares of capital stock.---The amount of capital stock of the Corporation shall be $75,000.00 divided into classes and shares as follows: (a) $50,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 1,250 shares of the par value of $40.00 (1) each; and (b) $25,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this Article 2) divided into 750 shares of the par value of $33 1/3 each.

(2). Assessability of stock.---The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3). Dividends on preferred stock.---The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this article_____)accruing after April 25th, 1935 (2) (hereinafter referred to as the "Recapitalization Date"), cash dividends (1) The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation. (2) Insert date on which Articles of Incorporation amended by shareholders. thereon to and including January 31, 1935, at the rate of four pe cent per annum of the par value thereof, and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rates required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.---Dividends or other dsitributions whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set part, paid or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this article 2) ~~accruing~~ accruing after the Recapitalization Date.

If any retirement of preferred stock would decrease the putstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such special reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of any such stock dividend shall be issuable without any further vote on the part of the holders of stock of any class or any further approval on the part of the State Comptroller.

(5). Determination of net profits.---For the purpose of this article 2 the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period: (a) All expenses for such period; (b) All interest accrued during such period; (c) All losses determined during such period, and such charge-offs and write downs of assets and tranfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set-up therefor in such period or any prior period, or available unallocated reserves; (d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders without prejudice to such right as the Corporation may have to recover the same; (e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and (f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending June 30, 1935 (3) shall be made by reason of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made on account of loss incurred prior to or depreciation in assets existing at the Recapitalization Date.

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All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6). Application of net profits.---As long as any shares of preferred stock are outstanding, the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, such payments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936) shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following order or priority: (a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be. (b) To the payment into the preferred stock retirement fund (referred to in section 8 of this article 2) on August 1, 1936, of a sum equal to three-quarters of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 or August 1 thereafter of a sum equal to one-half of one per cent of the aggregate par value of the preferred stock at the time outstanding. In the event that the net profits of the Corporation shall on any such February 1 or August 1 be insufficient to permit the payment into the preferred stock retirement fund of the full amount hereinabove provided for, the deficiency shall be fully paid before any net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter specified in this section 6. (c) To the payment into the preferred stock retirement fund (referred to in section 8 of this article 2) of a sum equal to forty per cent of the remainder, if any, of such net profits: Provided, however, that the aggregate amount apid into the preferred stock retirement fund in any one year in accordance with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever: Provided further, however, That unless otherwise determined from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the oreferred stock retirement fund required by this paragraph (c) except from such net profits as may have accrued from and after December 31, 1935. Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this article 2.

(7). Limitations on retirement of stock.---Except with the approval of the State Comptroller, no preferred srock shall we called or purchased for retirement by the Corporation unless the unimpaired capital, surplus and undivided profits of the Corporation, and the retirement fund provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $80,000.00 (4) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase.---Subject to the provisions of section 7 of this article 2, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000.00 (5), the Corporation shall (unless the Board of Directors shall elect to use the amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after the expiration, subject to the provisions of section 7 of this article 2, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law. Subject, to the provisions of section 7 of this article 2, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call.---Subject to the provisions of section 7 of this article 2 the Corporation may at any time, at its election as expressed by resolution of the Board of directors, retire the outstanding preferred stock as a whole, or from time to time in part, pro rata or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, (and provided always that the capital shall in no event be reduced below the minimum amount of capital required by law) by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement.

At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement, shall be entitled to receive payment of the retirement price of such shares (but without interest) upon surrender to the corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form and properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be calceled forthwith and shall not be reissued.

(10). Increase or decrease of capital stock; Amendments of Articles of Incorporation, etc. With the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the Comptroller and such other conditions as at the time may be required by law---(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation ofone or more additional classes of stock; provided, however, that no vote of the holders

(3) Insert June 30 or December 31 next succeeding the Recapitalization Date. (4) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by the Reconstruction Finance Corporation prior to the purchase of the preferred stock. (5) This figure will be fixdd by Reconstruction Finance Corporation.

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with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this article 2 in connection with the retirement of shares of preferred stock; (b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock; (c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches; (d) These articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remaons outstanding; (e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all or substantially all of the assets of any banking corporation or trust company; (f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; (g) The Corporation may go into volunatry liquidation; and (h) Any plan of reorganization of the Corporation may be carried into effect---Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article 2 and the fair vaule of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11). Preemptive rights.---In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12). Voting rights.---(a) Except as otherwise provided in sections 10 and 13 of this article 2 and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him. (b) In all elections of directors, each holders of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit. (c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared an funds set apart for the payment thereof, the holders of preferred stock at the time outstanding, shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes of the preferred stock are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled. (d) At any time while the votes of the preferred stock are increased as provided in paragrapg (c) of this section 12 or in subparagraph (2) of section 13 of this article 2, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13). Other voting rights.---If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding--- (a) The Corporation shall be in arrears in the payment of as many at two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or (b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article 2) in accordance with the requirements of paragraph (c) of section 6 of this article 2 on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or (c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or (d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation---then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c), and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensations at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding. (2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee satisfactory to it) within thirty days after receipt by the Corporation of such notice, them, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled. (3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisons of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

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(4) The Corporation shall not incur indebtedness naturing more than one year from the creat thereof, without the affirmative vote of the holders of a majority of the preferred stock at th time outstanding or a written waiver of voting rights with respect thereto by the holders of su majorityn but the indebtedness herein referred to shall not be construed to include the issuan of circulating notes and the acceptance of time deposits, which may continue to be accepted by Corporation under such conditions as may be provided by law.

(14). Rights of preferred stock on liquidation.---In the event of any receivership, conserv ship, liquidation, dissolution, or winding up of the Corporation, whether voluntary pr involunt before any payment or other distribution, whether in cash, property, or otherwise shall be made the holders of common stock, the holders of preferred stock shall be entitled to receive, for e share of such stock held by them, an amount equal to the par value thereof, plus an amount equa all unpaid dividends thereon, whether or not earned or declared, accrued to the date of paymen shall not be entitled to any other or further payment; provided, however, that a merger or cons dation in accordance with law and these Articles of Incorporation, shall not be deemed a liqui dissolution, or winding up of the Corporation within the meaning of this section 14.

Article 6. (a) Officers.---The Board of Directors shall elect one of its members President Corporation. The Board may designate a director in lieu of the President to be Chairman of the who shall perform such duties as may be designated by the Board. The directors shall have powe elect one or more Vice Presidents, at least one of whom shall also be a member of the Board of rectors, and who shall be authorized, in the absence or inability of the President from any cau to perform all acts and duties pertaining to the office of president except such as the Preside only is authorized by law to perform; and to elect or appoint a Cashier, and such other officer clarks as may be required to transact the business of the Corporation; and subject to the provi of subpparagraphs (1) and (2) of section 13 of article 2 hereof, to fix the salaries to be paid them, and to continue them in office or to dismiss them as in the opinion of a majority of the the interests of the Corporation may demand:

(b) Powers of Board of Directors.---The Board of Directors shall have the power to define t duties of the officers and clerks of the Corporation, to requure bonds from them, and to fix th alty thereof; to regulate the manner in which election of directors shall be held and to appoi judges of the elections; to make all by-laws that it may be proper for them to make, not incons with law and these Articles of Incorporation, for the general regulation of the business of the poration and the management of its affairs, and generally to do and perform all acts that it m legal for a board of directors to do and perform according to law and within the limits of the ticles of Incorporation.

Article 7. nSpecial meetings of shareholders.---Except as otherwise specifically provided by statute, s meetings of the shareholders may be called for any purpose at any time by the Board of Directo by the holders of at least ten per cent of the then outstanding shares of any class. Every su special meeting shall be called by mailing, not less than ten days before the time fixed for t meeting, to all sharesholders of record entitled to act and vote at such meeting, at their res addresses as shown on the shown on the books of the Corporation, a notice stating the purpose meeting. Such notice may he waived in writing.

Resolved Seventh. That each shareholder of record may subscribe within five days from and the date of this meeting to such issue of preferred stock in proportion to the number of share common stock of the Corporation standing on the books of the Corporation in his name; and

Resolved Eighth. That the Board of Directors through its proper officers, at the expirati the said five days, shall sell the unsubscribed portion of such preferred stock at such price than the par value thereof) to Reconstruction Finance Corporation and/or ro such other person persons as the Board of Directors may deem advisable.

At a meeting of the shareholders of Merchants & P,anters Bank, Hazlehurst, Missisippi, held
(Name of Bank) (City) (state)
April 25th, 1935, 6 days' Notice of the proposed business having been given by registered mail of the foregoing resolutions were adopted by the following vote,---the affirmative vote repres 75.6 % of the total number of shares of capital stock outstanding.

Total number of shares of capital stock.....750
Total number of shares represented at the meeting.....568
Total number of shares voted in favor of the resolution.....567
Total number of shares voted against the resolution.....NONE

I hereby certify that this is a true and correct report (a) of the days number of days' no given by registered mail, of the meeting of shareholders of this bank held on the date of abo tioned; (b) of the vote and (c) of the resolutions adopted at said meeting and (d) that a comp list of shareholders voting therefor and the number of shares voted by each is on file in the (e) that no shares of stock of this bank owned by this bank were voted at said meeting; (f) th shares of stock held by this bank as sole trustee were voted at said meeting; and (g) that no of stock of this bank held by this bank as co-trustee were voted at said meeting by this bank (h) that no director, other officer or employee acted as proxy at said meeting.

(SEAL OF BANK) H. R. Ellis, President.

Subscribed and sworn to before me this 25th day of April, A. D. 1935.

(SEAL OF NOTARY). Bessie Mae Harlan. Notary Public.

State of Mississippi,
Department of Bank Supervision, Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have ex the proposed amendment to the Charter of Incorporation of Merchants & Planters Bank, Hazlehurst Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $50,000.00 by the issuance of $50,000.00 of Preferred Stock under the provisions of Section 52 Chapter 146 of the Laws of the State of Mississippi for the year 1934, and contemporaneously th with to reduce the common capital of said bank from $75,000.00 to $25,000.00, making the tota capital of Merchants & Planters Bank $75,000.00, $50,000.00 of which is Preferred Stock and $2 is Common Stock, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this April 26, 193

(SEAL) M. D. Brett, State Comptroller.

Recieved at the office of the Secretary of State, this the 26th day of April, A. D. 1935, gether with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 27, 1935.

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

Greek L. Rice, Attorney General.

By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Merchants and Plant Bank is hereby approved.

In testismony whereof, I have hereunto set my hand and caused the Great Seal of the State Mississippi to be affixed, this 27th day of April, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: April 27th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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#6669 W

The Charter of Incorporation
of
GERMANY-HOLLINGER INSURANCE COMPANY, INC.

1. The corporate title of said company is GERMANY-HOLLINGER INSURANCE COMPANY, INC.
2. The names of the incorporators are: J. R. Germany, Postoffice, Shaw, Miss., D. T. Hollinger, Postoffice, Shaw, Miss., Mrs. Grace M. Hollinger, Postoffice, Shaw, Miss.
3. The domicile is at Shaw, Bolivar County, Mississippi.
4. The amount of authorized capital is $1400.00, all common stock.
5. The par and sale price per share is $50.00.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which this corporation is created is to conduct a general insurance agency representing or acting as agents for insurance companies, writing fire, windstorm, boiler, plate glass, automobile, life and other forms of insurance; representing or acting as agents for surety companies, writing fiedlity and other kinds of personal bonds.
8. The number of shares of stock necessary to be subscribed and paid before the corporation shall commence business is fourteen (14) shares, that is to say, 50% of the authorized capital stock.
9. The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100 of the Mississippi Code 1930 Annotated and amendments thereto.

J. R. Germany
D. T. Hollinger
Mrs. Grace M. Hollinger
Incorporators.

STATE OF MISSISSIPPI
COUNTY OF BOLIVAR.

This day personally appeared before the undersigned authority tin and for the aforesaid County and State, J. R. Germany, D. T. Hollinger, and Mrs. Grace M. Hollinger, incorporators of the corporation knwon as GERMANY-HOLLINGER INSURANCE COMPANY, INC., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this 24 day of May, 1935.

(SEAL)

Tom W. Moss
Notary Public.

Received at the office of the Secretary of State, this the 27th day of May, A.D., 1935, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.
May 27, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of GERMANY-HOLLINGER INSURANCE 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 27th day of May, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: May 28th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

#6670W

MINUTES OF THE JONES COUNTY SOCIETY FOR PREVENTION OF CRUELTY TO ANIMALS.

At a meeting called by Mrs. Irene Rutledge, Mrs. Eleanor O'Reilly, Miss Eleanor Gardiner and Mrs. J. B. Jarvis, for the purpose of organizing the Jones County Society for Prevention of Cruelty to Animals, the said meeting was duly held on the 15th, day of May, 1935.

On motion made by Mrs. J. B. Jarvis, and duly seconded by Mrs. Eleanor O'Reilly, Mrs. Irene Rutledge was elected chairman of the meeting. On a motion made by Mrs. Eleanor O'Reilly, and duly seconded by Mrs. J. B. Jarvis, Miss Eleanor Gardiner was elected secretary. Both of these officers of the meeting were unanimously elected.

On motion made by Mrs. Eleanor O'Reilly that the president, Mrs. Irene Rutledge, appoint a committee for four (4) to draw up the articles for incorporatin and apply through authorized channels for a charter. This motion was duly seconded by Miss Eleanor Gardiner and carried by a unanimous vote. Whereof Mrs. Irene Rutledge, Miss Eleanor Gardiner, Mrs. Eleanor O'Reilly and Mrs. J. B. Jarvis to draw up articles of incorporation and to apply thru the proper authorities for the charter of the society.

On a motion made by Mrs. J. B. Jarvis, and duly seconded by Miss Eleanor Gardiner, the title of the corporation was given as "JONES COUNTY SOCIETY FOR PREVENTION OF CRUELTY TO ANIMALS. This motion was carried by a unanimous vote.

There being no further business, on a motion made by Mrs. Eleanor O'Reilly, and duly seconded by Mrs. J. B. Jarvis, the meeting was adjourned.

Mrs. Irene Rutledge
Mrs. Eleanor O'Reilly
Miss Eleanor Gardiner
Mrs. J. B. Jarvis

I, Eleanor Gardiner, duly elected Secretary of the above meeting of the society for prevention of cruelty to animals, do hereby certify that the above is a true and correct copy of the minutes of the said meeting held in Laurel, Mississippi, on the 15th, day of May, 1935.

Miss Eleanor Gardiner.

Sworn to and subscribed before me this the 24th day of May, 1935.

(SEAL)

Mary L. Lewis, Notary Public.

THE CHARTER OF INCORPORATION
OF
JONES COUNTY SOCIETY FOR PREVENTION OF CRUELTY TO ANIMALS.

1. The corporate title of said company is JONES COUNTY SOCIETY FOR PREVENTION OF CRUELTY TO ANIMALS.

2. The names of the incorporators are: Mrs. Irene Rutledge, Postoffice, Laurel, Mississippi, Mrs. Eleanor O'Reilly, Postoffice, Laurel, Mississippi, Miss Eleanor Gardiner, Postoffice, Laurel, Mississippi, Mrs. J. B. Jarvis, Postoffice, Laurel, Mississippi.

3. The domicile is at Laurel, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof: None. This is a non-profit, non-share corporation for charitable purposes, No dividends or profits shall be divided among the members, expulsion shall be the only remedy for non-payment of dues, each member shall have the right to one vote in the election of all officers, the loss of membership by death or otherwise, shall terminate all interest of such members in the corporate assets, there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

5. Number of shares for each class and par value thereof: None.

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

7. The purpose for which it is created: To provide effective means for the prevention of cruelty to animals; may prefer complaints before any court having jurisdiction for violations of any law affecting animals and may aid in presenting the law and facts to such court in any proceeding therein. May employ an officer, or officers, to help in the enforcement of laws relating to dumb animals. May own real estate and operate kennels or farms for the care of dumb animals. May employ doctors for the care of dumb animals.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business. None.

Mrs. Irene B. Rutledge
Mrs. Eleanor O'Reilly
Miss Eleanor Gardiner
Mrs. J. B. Jarvis
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF JONES.)

This day personally appeared before me the undersigned authority Mrs. Irene B. Rutledge, Mrs. Eleanor O'Reilly, Miss Eleanor Gardiner, Mrs. J. B. Jarvis incorporators of the corporation known as the Jones C. S. P. C. A. who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and dedd on this the 18 day of May 1935.

(SEAL)

Maud B. Reed
Notary Public.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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Received at the office of the Secretary of State this the 27th day of May, A.D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., 5/27/1935

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of JONES COUNTY SOCIETY FOR PREVENTION OF CRUELTY TO ANIMALS is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 27th day of May, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: May 28th, 1935.

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SUGGESTED FORM OF AMENDMENTS TO ARTICLES OF INCORPORATION FOR CONTINUING MISSISSIPPI STATE BANKS AND TRUST COMPANIES ISSUING ONE CLASS OF PREFERRED STOCK.

Proposed Amendments to Articles of Incorporation of The Bank of Lena (Name of Bank), Lena (City), Leake (County), Mississippi (State).

RESOLVED FIRST, That the capital of this Corporation be increased in the sum of $5,000.00, by the issuance of $5,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $17,000.00, of which $5,000.00 is preferred and $12,000.00 is common stock.

RESOLVED SECOND, That, under the provisions of Section 9 of Senate Bill 227, Laws of 1934, the common capital stock of this Corporation be reduced in the sum of $5,000.00, leaving the total common capital, after said reduction, $7,000.00.

RESOLVED THIRD, That no distribution of assets shall be made to the shareholders of the Corporation by reason of the reduction of the common capital stock of the Corporation, but a sum equal to the amount of said reduction shall be used to change off or write down losses, sub-standard and/or non-acceptable assets and/or shall be transferred to surplus or undivided profits in accordance with the requirements of the Federal Reserve Board and/or the State Comptroller.

RESOLVED FOURTH, That the Articles of Incorporation be amended by striking out Article ____ and inserting in place thereof the following: "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED FIFTH, That the Articles of Incorporation be further amended by striking out Article ____ and inserting in the place thereof the following:

"(1) Amount, classes, and shares of capital stock. -- The amount of capital stock of the Corporation shall be $12,000.00 divided into classes and shares as follows: (a) $5,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 80 shares of the par value of $62.50 (1) each; and (b) $7,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this Article ____) divided into 120 shares of the par value of $58 1/3 each.

(2) Assessability of stock. -- The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock. -- The holders of preferred stock, inp reference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this article ____) accruing after ____, 193__(2) (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rates required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock. -- Dividends or other distributions whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this article ____) accruing after the Recapitalization Date. If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such special reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of any such stock dividend shall be issuable without any further vote on the part of the holders of stock of any class or any further approval on the part of the State Comptroller.

(5) Determination of net profits. -- For the purpose of this article ____, the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period: (a) All expenses for such period; (b) All interest accrued during such period; (c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves; (d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same; (e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and (f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six

1. The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation.
2. Insert date on which Articles of Incorporation amended by shareholders.

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months' period ending _____, 193__(3) need be made by reason of any charge-offs or write-downs sets or transfers to reserves required by the State Comptroller and approved in writing by Recon Finance Corporation made on account of loss incurred prior to or depreciation in assets existing Recapitalization Date. All recoveries over net book value on assets previously charged off or w down or against which reserves have been set up, and all transfers from ressrves to surplus or u profits (other than transfers made to reflect recoveries already treated as gross earnings), sha considered gross earnings for the respective periods during which such recoveries or transfers a

(6) Application of net profits. -- As long as any shares of preferred stock are outstandin Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, ments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936), s the net profits of the Corporation for the six months' period ending on the next preceding Decem or June 30, as the case may be, to the following purposes and in the following order of priority To the payment of dividends on the outstanding preferred stock accrued to such February 1 or Aug as the case may be. (b) To the payment into the preferred stock retirement fund (referred to i 8 of this article _____) on August 1, 1936, of a sum equal to three-quarters of one per cent of gregate par value of the preferred stock at the time outstanding, and on each February 1 and Aug thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent of gregate par value of the preferred stock at the time outstanding, and on each February 1 and Aug thereafter of a sum equal to one-half of one per cent of the aggregate par value of the perferr at the time outstanding. In the event that the net profits of the Corporation shall on any such 1 or August 1 be insufficient to permit the payment into such preferred stock retirement fund o amount hereinabove provided for, the deficiency shall be fully paid before any net profits of th tion shall be thereafter applied to any of the purposes hereinafter specified in this section 6 the payment into the preferred stock retirement fund (referred to in section 8 of this article a sum equal to forty per cent of the remainder, if any, of such net profits; Provided, however, aggregate amount paid into the preferred stock retirement fund in any one year in accordance wi quirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par val preferred stock at any time outstanding, whether or not any such stock shall have been subsequ tired or the aggregate par value thereof reduced in any manner whatsoever: Provided further, ho That unless otherwise elected, from time to time, by the Corporation by action of its Board of it shall not be required to make such payment into the preferred stock retirement fund required paragraph (c) except from such net profits as may have accrued from and after December 31, 193 to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws of 1934, any ba net profits for any ench period may be applied from time to time to such lawful purposes as may termined by the Board of Directors, subject, however, to the provisions of section 7 of this ar

(7) Limitations on retirement of stock. -- Except with the approval of the State Comptrol preferred stock shall be called or purchased for retirement by the Corporation unless the then capital, surplus and undivided profits of the Corporation, and the retirement funds provided fo (after giving effect to the proceeds of the issuance of any stock issued to provide funds for s tirement) exceed $15,000.00 (4) by an amount at least equal to the sum necessary to effect such ment. No shares of preferred stock shall be called or purchased for retirement unless all accr dends (whether or not earned or declared) to the dividend payment date next preceding the date retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase. -- Subject to the provisions of section 7 article _____ whenever the balance in the preferred stock retirement fund shall amount to as mu $1,000.00 (5), the Corporation shall (unless the Board of Directors shall elect to use the ent of such balance in the preferred stock retirement fund for the retirement of preferred stock by provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to of record of preferred stock at their respective addresses as shown on the books of the Corpora notice specifying the balance in such fund and stating that the same is available for the purch retirement of preferred stock at the lowest prices (not in excess of the par value thereof and dividends thereon, whether or not earned or declared, to the date of purchase) offered within after the date of such notice. At the expiration of such twenty days, the Corporation shall ap balance to the purchase for retirement of preferred stock, if obtainable, in accordance with th of such notice. Within ten days after such expiration, subject to the provisions of section 7 article _____, the Corporation shall call for retirement, in the manner provided in section 9 h largest number of shares of preferred stock which can be retired from the balance in such reti remaining after deducting the amount paid or to be paid for the purchase for retirement of pref as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such re but the minimum capital shall in no event be reduced below the minimum amount of capital requir Subject to the provisions of section 7 of this article _____, at any time and from time to tim oration may make such lawful transfers from its surplus and/or undivided profits to the preferr retirement fund as the Board of Directors may determine. All shares of preferred stock purchase ment by the Corporation, whether from the retirement fund or otherwise, shall be cancelled fort shall not be reissued.

(9) Retirement of preferred stock by call. -- Subject to the provisions of section 7 of _____, the Corporation may at any time, at its election as expressed by resolution of the Board retire the outstanding preferred stock as a whole, or from time to time in part, pro rata, or b such equitable manner to carry out the purpose of this section 9 as the Board of Directors of t tion in its discretion shall from time to time determine, (and provided always that the capital no event be reduced below the minimum ampunt of capital required by law) by paying for each sha retired a retirement price equal to the par value thereof plus all accrued dividends thereon, w not earned or declared, accrued to the date of such retirement. At least thirty days prior wr of every such retirement, stating the retirement date and the retirement price, and the place o thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share t at the address of such holder as shown on the books of the Corporation. Such notice having bee each holder of shares so called for retirement shall be entitled to receive payment of the ret price of such shares (without interest) upon surrender to the Corporation, on or after the ret at the place designated in such notice, of the certificate or certificates therefor in transfe

3. Insert June 30 or December 31 next succeeding the Recapitalization Date.

4. This figure, representing approximately the unimpaired capital structure of the Corporation giving effect to the issue of the preferred stock will be fixed by Reconstruction Finance Corpo prior to the purchase of the preferred stock.

5. This figure will be fixed by Reconstruction Finance Corporation.

if required, properly stamped for transfer. In case less than all of the shares represented by certificate are retired, a new certificate shall be issued representing the unretired shares.

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From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation. Etc. -- By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the State Comptroller and such other conditions as at the time may be required by law -- (a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, purusant to the second paragraph of section 4 of this Article _____ in connection with the retirement of shares of preferred stock; (b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock; (c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment of change of location or closing of branches; (d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding; (e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all or substantially all of the assets and business of any banking corporation or trust company; (f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; (g) The Corporation may go into voluntary liquidation; and (h) Any plan of reorganization of the Corporation may be carried into effect -- Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article _____ and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoinf paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11) Preemptive rights. -- In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights. -- (a) Except as otherwise provided in section 10 and 13 of this article ____ and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him. (b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit. (c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled. (d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in sub-paragraph (2) of section 13 of this article ____, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights. -- If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding -- (a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or (b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article ____) in accordance with the requirements of paragraph (c) of section 6 of this article ____ on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or (c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be less than an amount equal to all its liabilities, including all capital stock outstanding; or (d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation--

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then after written notice from Reconstruction Finance Corporation of the existence of any of sai
itions and so long as any of said conditions in (a), (b), (c) and (d) abone shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation a
not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority
shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller
time shall notify the Corporation that any director, officer or employee of the Corpor ation is
by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or
is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced w
director, officer, or employee satisfactory to it) within thirty days after receipt by the Corp
such notice, then, and until such removal and replacement shall have been effected, the holders
ferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice
number of the votes to which the holders of common stock, as a class, are at the time entitled,
holder of preferred stock shall ne emtitled to a pro rata share of the votes to which his class
titled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any rea
for its own use, or lease any real estate for its own use for a term longer than one year, with
each case the affirmative vote of the holders of a majority of the preferred stock at the time
or a written waiver of voting rights in respect thereto by the holders of such majority; provid
ever, that this limitation shall not apply to real estate acquired under the provisions of sub-
2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the cre
thereof, without the affirmative vote of the holders of a majority of the preferred stock at th
outstanding or a written waiver of voting rights with respect thereto by the holders of such ma
but the indebtedness herein referred to shall not be construed to include the issuance of circu
notes and the acceptance of time deposits, which may continue to be accepted by the Corporation
such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation. -- In the event of any receivership, conse
liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, he
payment or other distribution, whether in cash, property, or otherwise shall be made to the hol
common stock, the holders of preferred stock shall be entitled to receive, for each share of su
held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid divi
thereon, whether or not earned or declared, accrued to the date of payment, but shall not be en
any other or further payment; provided, however, that a merger or consolidation in accordance w
and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding
the Corporation within the mesning of this section 14.

_____ (a) Officers. -- The Board of Directors shall elect one of its members Presiden
Corporation. The Board may designate a director in lieu of the President to be Chairman of the
shall perform such duties as may he designated by the Board. The directors shall have power to
or more Vice Presidents, at least one of whom shall also be a member of the Board of Directors,
shall be authorized, in the absence or inability of the President from any cause, to perform al
duties pertaining to the office of president except such as the President only is authorized by
form; and to elect or appoint a Cashier, and such other officers and clerks as may be required
the business of the Corporation; and subject to the provisions of sub-paragraphs (1) and (2) o
of article ____ hereof, to fix the salaries to be paid to them, and to continue them in office
dismiss them as in the opinion of a majority of the Board the interests of the Corporation may

(b) Powers of Board of Directors. -- The Board of Directors shall have the power to defin
duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the
thereof; to regulate the manner in which election of directors shall be held and to appoint jud
elections; to make all by-laws that it may be proper for them to make, not inconsistent with la
Articles of Incorporation, for the general regulation of the business of the Corporation and the
ment of its affairs, and generally to do and perform all acts that it may legal for a board of
to do and perform according to law and within the limits of these Articles of Incorporation.

_____ Special meetings of shareholders. -- Except as otherwise specifically provided
statute, special meetings of the shareholders may be called for any purpose at any time by the
Directors or by the holders of at least ten per cent of the then outstanding shares of any clas
such special meeting shall be called by mailing, not less than ten days before the time fixed fo
meeting, to all shareholders of record entitled to act and vote at such meeting, at their respec
dresses as shown on the books of the Corporation, a notice stating the purpose of the meeting.
notice may be waived in writing.

RESOLVED SIXTH, That each shareholder of record may subscribe within five days from and a
of this meeting to such issue of preferred stock in proportion to the number of shares of commo
of the Corporation standing on the books of the Corporation in his name; and

RESOLVED SEVENTH, That the Board of Directors through its proper officers, at the expirat
said five days, shall sell the unsubscribed portion of such preferred stock at such price (not l
the par value thereof) to Reconstruction Finance Corporation and/or to such other person or per
the Board of Directors may deem advisable.

At a meeting of the shareholders of The Bank of Lena (Name of Bank), Lena (City), Mississippi (State), held on A
1935, five days' notice of the proposed business having been given by registered mail, all of th
going resolutions were adopted by the following vote, -- the affirmative vote representing 71.6
total number of shares of capital stock outstanding.

Total Number of share of capital stock -	120
Total Number of shares represented at the meeting - - - - - - - - - - - - - -	86
Total Number of shares voted in favor of the resolution - - - - - - - - - - -	86
Total Number of shares voted against the resolution - - - - - - - - - - - - -	None

I hereby certify that this is a true and correct report (a) of the number of days' notice,
by registered mail, of the meeting of shareholders of this bank held on the date above mentioned
the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the
holders voting therefor and the number of shares voted by each is on file in the bank; (e) that
of stock of this bank owned by this bank were voted at said meeting; (f) that no shares of stock
this bank as sole trustee were voted at said meeting; and (g) that no shares of stock of this ba
by this bank as co-trustee were voted at said meeting by this bank; and (h) that no director,
or employee acted as proxy at said meeting.

(S E A L O F B A N K)

John T. Gilbert, President.

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Subscribed and sworn to before me this 25th day of April, A. D., 1935.

R. B. Stovall, Notary Public.

(S E A L) My appointment expires on January 28, 1936.

STATE OF MISSISSIPPI
DEPARTMENT OF BANK SUPERVISION, JACKSON.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of The Bank of Lena, Lena, Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $5,000.00 by the issuance of $5,000.00 of preferred stock under the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, and contemperaneously therewith to reduce the common capital of said bank from $12,000.00 to $7,000.00, making the total capital of The Bank of Lena $12,000.00, $5,000.00 of which is Preferred Stock and $7,000.00 is Common Stock, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this April 26, 1935.

(S E A L) M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 26th day of April, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 27, 1935.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of The Bank of Lena is hereby 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 April, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secfetary of State.

Recorded: April 29, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

The Oxford Alumnae of Delta Delta Delta met on November 5, 1934, with Evelyn Stone. There were eight members present. Helen Wagner, President of the Active Chpater, met with us. After discussion of finances, and the general business problems of the club, the topic of building the fraternity house was taken up. Helen Wagner suggested that it would be necessary for the Alumnae Club to incorporate before further steps could be taken towards building a house. The suggestion was put to a vote, and the members voted unanimously to incorporate. A commitee of ~~three~~ incorporators was appointed, consisting of Mrs. Jeff Hamm, Mrs. Will Lewis, and Mrs. Russell Bailey. Plans for the house have been drawn off, and am option taken on the land, so that as soon as a few more details are taken care of, building can begin.

As there was no further business to discuss, refreshments of salad and coffee were served by the hostess, assisted by her mother, Mrs. James Stone, Jr. It was decided that the next meeting would be with Mrs. Duncan and Helen Wagner. A handkerchief shower, in honor of Sally Eskridge, planned for the next meeting.

Evelyn Stone,
Evelyn Stone, Secretary-treasurer.

Approved: Opal Hamm, President.
May Carter, Vice-Pres.

Sworn to and subscribed before me, this February 11th, 1935.

Mary A. Stone, Notary Public.
My commission expires April 28, 1936

(SEAL)

The Charter of Incorporation of
THE OXFORD ALUMNAE CLUB OF DELTA DELTA DELTA

1. The corporate title of said company is The Oxford Alumnae Club of Delta Delta Delta.

2. The names of the incorporaters are: Mrs. Jeff Ham, postoffice University, Mississippi; J. Russell Bailey, postoffice Coffeeville, Mississippi; Mrs. Will Lewis, postoffice, Oxford, Mississippi.

3. The domicile is at Oxford, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: None.

5. Number of shares for each class and par value thereof: None.

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

7. The purpose for which it is created: The said corporation is created for the purpose of owning, operating, leasing, and to buy and sell and deal in real estate, only for the purpose of erecting a sorority house for the sorority of Delta Delta Delta. Corporation shall have the right to elect officers, hold regular meetings and any other business in the way of sponsoring, promoting or creating interests for the National Sorority of Delta Delta Delta so long as it is not in violation of the laws of the state of Mississippi.

The said corporation shall not be required to make publication of said charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non payment of dues, shall vest in every member the right to one vote in the election of all officers; shall make the loss of membership, by death, determination of all interest of such members in the corporate assets and there shall be no individual liabilities as to the members, but the entire corporate property shall be liable for the claims of creditors.

The rights and powers that may be exercised by this corporation in addition to the foregoing are those conferred by Chapter 100½ Code of Mississippi of 1930.

8. Number of shares of each class to be subscribed and paid for before the corporation shall begin business: None. The Charter is for non-share corporation.

Mrs. Jeff Hamm,
Mrs. Will Lewis,
Mrs. J. Russell Bailey,
Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
County of Lafayette.

This day personally appeared before me, the undersigned authority Mrs. Jeff Hamm, and Mrs. Lewis, incorporators of the corporation known as the Oxford Alumnae Club of Delta Delta Delta, acknowledged that they signed and executed the above and foregoing Articles of incorporation as their act and deed on this the 21 day of May, 1935.

(SEAL)

Mary A. Stone, Notary Public.
My Commission expires April 28, 1936

State of Mississippi,
County of Yalobusha.

This day personally appeared before me, the undersigned authority Mrs. J. Russell Bailey, incorporator of the corporation known as the Oxford Alumnae Club of Delta Delta Delta, who acknowledged that she signed and executed the above and foregoing Articles of Incorporation as her act and deed on this the 22nd day of May, 1935.

(SEAL)

H. H. Boswell, Notary Public.
My commission expires Jan. 31, 1939.

Received at the office of the Secretary of State, this the 24th day of May, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 24th, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of The Oxford Alumnae Club of Delta Delta Delta is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 24th day of May, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: May 25th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Suggested Form of Amendments to Articles of Incorporation for Continuing Mississippi State Banks and Trust Companies Issuing One Class of Preferred Stock.

Proposed Amendments to Articles of Incorporation

BANK OF CLINTON (Name of Bank), CLINTON, (City) of HINDS, (County) MISSISSIPPI (State)

Resolved First, That the capital of this Corporation be increased in the sum of $10,000.00, by the issuance of $10,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $25,000.00, of which $10,000.00 is preferred and $15,000.00 is common stock.

Resolved Second, That, under the provisions of Section 9 of Senate Bill 227 Laws of 1934 the common capital stock of this Corporation be reduced in the sum of $10,000.00, leaving the total common capital, after said reduction, $5,000.00.

Resolved Third, That no distribution of assets shall be made to the shareholders of the Corporation by reason of the reduction of the common capital stock of the Corporation, but a sum equal to the amount of said reduction shall be used to charge off or write down losses, substandard and/or non-acceptable assets and/or shall be transferred to surplus or undivided profits in accordance with the requirements of the Federal Reserve Board and/or the State Comptroller.

Resolved Fourth, That the Articles of Incorporation be amended by striking out Article 5 and inserting in place thereof the following: "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

Resolved Fifth, That the Articles of Incorporation be further amended by striking out Articles 4 and inserting in the place thereof the following:

_____. (1) Amount, classes, and shares of capital stock.---The amount of capital stock of the Corporation shall be $15,000.00 divided into classes and shares as follows: (a) $10,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 400 shares of the par value of $25.00 (1) each; and (b) $5,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this article _____) divided into 150 shares of the par value of $33-1/3 each.

(2). Assessability of stock.---The holders of preferred stock shall not be held individually responsible as such holders of any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3). Dividends on preferred stock.---The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this article_____) accruing after _____, 193___(2) (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rata required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.---Dividends or other distributions whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this article____)accruing after the Recapitalization Date.

If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such special reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of any such stock dividend shall be issuable without any further vote on the part of the holders of stock of any class or any further approval on the part of the State Comptroller.

(5) Determination of net profits.---For the purpose of this article____, the net profits or net loss (as distinguished from the usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period: (a) All expenses for such period; (b) All interest accrued during such period; (c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make proper provisions for doubtful (1) The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation. (2) Insert date on which Articles of Incorporation amended by shareholders. assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves; (d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same; (e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by Section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and (f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending June 30th, 1935 (3) need be made by reason of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made on account of loss incurred prior to or depreciation in assets existing at the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) Applications of net profits.---As long as any shares of preferred stock are outstanding, the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, no payments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936),

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shall apply the net profits of the Corporation for the six months' period ending on the next pr
ceding December 31 or June 30, as the case may be, to the following purposes and in the following
order of priority: (a) To the payment of dividends on the outstanding preferred stock accrued
auch February 1 or August 1, as the case may be. (b) To the payment into the preferred stock re
tirement fund (referred to in section 8 of this article_____) on August 1, 1936, of a sum equa
three-quarters of one per cent of the aggregate par value of the preferred stock at the time ou
standing, and on each February 1 and August 1 thereafter, to and including February 1, 1940, o
sum equal to one-quarter of one per cent of the aggregate par value of the preferred stock at
time outstanding, and on each February 1 and August 1 thereafter of a sum equal to one-half of
per cent of the aggregate par value of the preferred stock at the time outstanding. In the eve
that the net profits of the Corporation shall on any such February 1 or August 1 be insufficie
to permit the payment into such preferred stock retirement fund of the full amount hereinabove
vided for, the deficiency shall be fully paid before any net profits of the Corporation shall
thereafter applied to any of the purposes hereinafter specified in this section 6. (c) To the
ment into the preferred stock retirement fund (referred to in section 8 of this article_____)
a sum equal to forty per cent of the remainder, if any, of such net profits: Provided, however
That the aggregate amount paid into the preferred stock retirement fund in any one year in acc
ance with the requirements of this paragraph (c) need not exceed five per cent of the maximum
gate par value of the preferred stock at any time outstanding, whether or not any such stock s
have been subsequently retired or the aggregate par value thereof, reduced in any manner what
Provided, further, however, That unless otherwise elected, from time to time, by the Corporati
by action of its Board of Directors, it shall not be required to make such payment into the pr
ferred stock retirement fund required by this paragraph (c) except from such net profits as ma
accrued from and after December 31, 1935.

Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws o
any balance of net profits for any such period may be applied from time to time to such lawful
poses as may be determined by the Board of Directors, subject, however, to the provisions of
tion 7 of this article_____.

(7) Limitations on retirement of stock.---Except with the approval of the State Comptroller
preferred stock shall be called or purchased for retirement by the Corporation unless the then
impaired capital, surplus and undivided profits of the Corporation, and the retirement funds p
vided for herein (after giving effect to the proceeds of the issuance of any stock issued to p
vide funds for such retirement) exceed $15,000.00(4) by an amount at least equal to the sum na
to effect such retirement. No shares of preferred stock shall be called or purchased for ret
unless all accrued dividends (whether or not earned or declared) to the dividend payment date
preceding the date of such retirement shall have been paid on all shares of preferred stock at
time outstanding.

(8) Retirement of preferred stock by purchase.---Subject to the provisions of section 7 of
article_____, whenever the balance in the preferred stock retirement fund shall amount to as
as $1,000.00(5) the Corporation shall (unless the Board of Directors shall elect to use the ent
amount of such balance in the preferred stock retirement fund for the retirement of preferred
by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage
paid, to all holders of record of preferred stock at their respective addresses as shown on th
books of the Corporation, a notice specifying the balance in such fund and stating that the sa
available for the purchase for retirement of preferred stock at the lowest prices (not in exc
the par value thereof and accrued dividends thereon, whether or not earned or declared, to the
of purchase) offered within twenty days after the date of such notice. At the expiration of
twenty days, the Corporation shall apply such balance to the purchase for retirement of prefe
stock, if obtainable, in accordance with the terms of such notice. Within ten days after sui
piration, subject to the provisions of section 7 of this article_____, the Corporation sha
for retirement, in the manner provided in section 9 hereof, the largest number of shares of p
ferred stock which can be retired from the balance in such retirement fund remaining after de
the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid
shall set aside from such retirement fund the sum necessary to effect such retirement, but th
mum amount of capital required by law. Subject to the provisions of section 7 of this articl
at any time and from time to time the Corporation may make such lawful transfers from its surp
and/or undivided profits to the preferred stock retirement fund as the Board of Directors may
termine. All shares of preferred stock purchased for retirement by the Corporation, whether
the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call.---Subject to the provisions of section 7 of th
ticle_____, the Corporation may at any time, at its election as expressed by resolution of
Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in
pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the
of Directors of the Corporation in its discretion shall from time to time determine, (and prov
always that the capital shall in no event be reduced below the minimum amount of capital requ
law) by paying for each share to be retired a retirement price equal to the par value thereof
all accrued dividends thereon, whether or not earned or declared, accrued to the date of such
tirement.

At least thirty days prior written notice of every such retirement, stating the retirement
and the retirement price, and the place of payment thereof, shall be mailed, first-class post
prepaid, to the holder of record of each share to be retired, at the address of such holder as
on the books of the Corporation. Such notice having been so mailed, each holder of shares so
for retirement shall be entitled to receive payment of the retirement price of such shares (wi
interest) upon surrender to the Corporation, on or after the retirement date, at the place de
in such notice, of the certificate or certificates therefor in transferable form and, if req

(3) Insert June 30 or December 31 next succeeding the Recapitalization Date. (4) This figure,
resenting approximately the unimpaired capital structure of the Corporation after giving effe
the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to
purchase of the preferred stok. (5) This figure will be fixed by Reconstruction Finance Corpo

properlyx stamped for transfer. In case less than all of the shares reoresented by any such
tificate are retired, a new certificate shall be issued representing the unretired shares. If
after the retirement date (unless the Corporation shall default in payment of the retirement
all dividends on shares called for retirement shall cease to accrue, such shares shall be dee
be no longer outstanding, and all rights of the holders thereof as shareholders of the Corpor
except the right to receive the retirement price, shall terminate. All shares so retired sha
canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation, etc
the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares
class of stock at the time outstanding, and not otherwise, and subject to such approval by th
Comptroller and such other conditions as at the time may be required by law---(a) The capital
of the Corporation may be increased at any time and from time to time through issuing additio
shares of preferred stock and/or common stock, and/or through the creation of one or more add
classes of stock; provided, however, that no vote of the holders of preferred stock shall be
quired with respect to any issue of additional shares of common stock if the entire proceeds
issue are to be used for the retirement of shares of preferred stock; and provided further, t
vote of the holders of stock of any class shall be required with respect to any issue of add
shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of
Article_____ in connection with the retirement of shares of preferred stock:

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(b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock; (c) The name of the Corporation and/or the place where its operations of discount and deposit are to be to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches; (d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding; (e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all or substantially all of the assets amd business of any banking corporation or trust company; (f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; (g) The Corporation may go into voluntary liquidation; and (h) Any plan of reorganization of the Corporation may be carried into effect---Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article _____ and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11). Preemptive rights.---In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectivelym by mailing, first-class postage prepaid, to such holders at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12). Voting rights.---(a) Except as otherwise provided in sections 10 and 13 of this article and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him. (b) In ~~case~~ all elections of directors, each holder of stock of any class shall have the right to vote the votes~~s~~ allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes, and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit. (c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock is entitled to a pro rata share of the votes to which his class is entitled. (d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in subparagraph (2) of section 13 of this article _____, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights.---If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding---(a) The Corporation shall be in arrears in the payment of as many as two-semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or (b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article _____) in accordance with the requirements of paragraph (c) of section 6 of this article _____ on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outsyanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or (c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or (d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation---then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the votes of the holders of a majority of the shares of preferred stock at the time outstanding. (2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such directors, officer or employee is not removed from office (and, if requested By Reconstruction Finance Corporation, replaced with a director, officer or employee satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled. (3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto, by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934. (4) The Corporation sjall not incurr indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders af such majority, but the indebtedness herin referred to

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shall not be construed to include the issuance of circulating notes and the acceptance of time ... posits, which may continue to be accepted by the Corporation under such conditions as may be p... ed by law.

(14). Rights of preferred stock on liquidation.---In the event of any receivership, conser... ship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involu... before any payment or xx other distribution, whether in cash, property, or otherwise, shall be ... to the holders of common stock, the holders of preferred stock shall be entitled to receive, ... each share of such stock held by x them, an amount equal to the par value thereof, plus an amou... equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date ... ment, but shall not be entitled to any other or further payment; provided, however, that a me... or consolidation in accordance with law and these Articles of Incorporation, shall not be deem... liquidation, dissolution, or winding up of the Corporation within the meaning of this section.

(a) Officers.----The Board of Directors shall elect one of its members President o... Corporation. The Board may designate a director in lieu of the President to be Chairman of t... Board, who shall perform such duties as may be designated by the Board. The directors shall ... power to elect one or more vice presidents, at least one of whom shall also be a member of the ... of Directors, and who shall be authorized, in the absence or inability of the President from a... cause, to perform all acts and duties pertaining to the office of president except such as the ... ident only is authorized by law to perform; and to elect or appoint a Cashier, and such other ... ficers and clerks as may be required to transact the business of the Corporation; and subject ... provisions of sub-paragraphs (1) and (2) of section 13 of article ____ hereof, to fix the sal... to be paid to them, and to continue them in office or to dismiss them as in the opinion of a ... of the Board the interests of the Corporation may demand;

(b) Powers of Board of Directors.---The Board of Directors shall have the power to define ... ties of the officers and clerks of the Corporation, to require bonds from them, and to fix the ... thereof; to regulate the manner in which election of directors shall be held and to appoint jud... the elections; to make all by-laws that it may be proper for them to make, not inconsistent wi... and these Articles of Incorporation, for the general regulation of the business of the Corpora... the management of its affiars, and generally to do and perform all acts that it may be legal fo... board of directors to do and perform according to law and within the limits of these Articles o... corporation.

____. Special meetings of shareholders.---Except as otherwise specifically provided ... statute, special meetings of the shareholders may be called for any purpose at any time by the ... of Directors or by the holders of at least ten per cent of the then outstanding shares of any ... Every such special meeting shall be called by mailing, not less than ten days before the time ... for the meeting, to all shareholders of record entitled to act and vote at such meeting, at the ... spective addresses as shown on the books of the Corporation, a notice stating the purpose of th... meeting. Such notice may be waived in writing.

Resolved Sixth, That each shareholder of record may subscribe within five days from and aft... date of this meeting to such issue of preferred stock in proportion to the number of shares of ... stock of the Corporation standing on the books of the Corporation in his name; and

Resolved Seventh, That the Board of Directors through its proper officers, at the expiration ... saidfive days shall sell the unsubscribed portion of such preferred stock at such price (not le... the par value thereof) to Reconstruction Finance Corporation and/or to such other person or per... the Board of Directors may deem advisable.

At a meeting of the shareholders of Bank of Clinton, (Name of Bank) Clinton, (City) Mississippi, (State) held on Apri... 1935, 5 days' notice of the proposed business having been given by registered mail, all of the ... going resolutions were adopted by the following vote,---the affirmative vote representing .593... the total number of shares of capital stock outstanding.

Total number of shares of capital stock.....150
Total number of shares represented at the meeting..... 89
Total number of shares voted in favor of the resolution..... 89
Total number of shares voted against the resolution.....NONE

I hereby certify that this is a true and correct report (a) of the number of days' notice g... registered mail, of the meeting of shareholders of this bank held on the date above mentioned; ... the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the ... holders voting therefor and the number of shares voted by each is one file in the bank; (e) tha... shares of stock of this bank owned by this bank were voted at said meeting; (f) that no shares ... stock held by this bank as sole trustee were voted at said meeting; and (g) that no shares of s... this bank held by this bank as co-trustee were voted at said meeting by this bank; and (h) that ... rector, other officer or employee acted as proxy at said meeting.

(SEAL)

J. T. Wallace, President.
J. W. Barksdale, Jr., Cashier.

Subscribed and sworn to before me this 26th day of April, A. D. 1935.

(SEAL)

Em Shelton, Notary Public.

State of Mississippi,
Department of Bank Supervision, Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have exam... the proposed amendment to the Charter of Incorporation of Bank of Clinton, Clinton, Mississippi, ... wherein it is proposed to increase the capital stock of said bank in the sum of $10,000.00 by t... suance of $10,000.00 of Preferred Stock under the provisions of Section 52 of Chapter 146 of the ... of the State of Mississippi for the year 1934, and contemporaneously therewith to reduce the ca... capital of said bank from $15,000.00 to $5,000.00, making the total capital of Bank of Clinton ... $15,000.00, $10,000.00 of which is Preferred Stock and $5,000.00 is Common Stock, and I do here... prove the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 26 day of ... 1935. (SEAL)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 26th day of April, A. D. 1935, ... er with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney Ge... for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 27, 1935.

I have examined this amendment of charter of Incorporation of Bank of Clinton, and am of the ... ion that it is not violative of the Constitution and laws of this State, or of the United State...

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Bank of Clinton is he... approved.

In testimony whereof, I have hereunto set my hand and caused the Greate Seal of the State ... sissippi to be affixed, this 29th day of April, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: April 29th, 1935.

TUCKER PRINTING HOUSE

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Received from the Secretary of State this the 27th day of May, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 27th, 1935.

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

Greek L. Rice, Attorney General.

By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of The Cosmetologist Protective Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 27th day of May, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.
Recorded: May 27th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

shall not be construed to include the issuance of circulating notes and the acceptance of time
posits, which may continue to be accpted by the Corporation under such conditions as may be p
ed by law.

(14). Rights of preferred stock on liquidation.---In the event of any receivership, conser
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The within and foregoing Amendment to the Charter of Incorporation of Bank of Clinton is he
approved.

In testimony whereof, I have hereunto set my hand and caused the Greate Seal of the State o
sissippi to be affixed, this 29th day of April, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: April 29th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation
of
THE COSMETOLOGIST PROTECTIVE ASSOCIATION

I.

The Corporate Title of said company is: The Cosmetologist Protective Association.

II.

The names of the incorporators are: Chas. M. Wright, Laurel, Mississippi, Mrs. Bessie M. Wright, Laurel, Mississippi, H. W. Bradshaw, Pelahatchie, Mississippi, Mrs. Mabel M. Robinson, Gulfport, Mississippi, Mrs. Eula M. Ford, Jackson, Mississippi, Mrs. Sadie Davis, Jackson, Mississippi, Theodore Lott, Meridian, Mississippi, Percy L. Bradshaw, Pelahatchie, Mississippi.

III.

The domicile is at Jackson, Hinds County, Mississippi.

IV.

Amount of capital stock and particulars as to class or classes thereof: No capital stock shall be issued, nor shall any dividends be paid or profits divided among its members; expulsion shall be the only remedy for non-payment of dues; each member shall have the right to one vote in the election of all officers; loss of membership by death or otherwise shall terminate all interest of such member in the corporate assets, and while there shall be no individual liability against members for corporate debts the entire assets of the Corporation shall be liable for the claims of creditors.

V.

Number of shares for each class and par value thereof: No shares shall be issued. Organized as a welfare association.

VI.

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

VII.

The purposes for which the corporation is created are: (a) To further, educate, promote, safeguard and protect the interests and profession of Cosmetologists and what is commonly known as Beauty Culture in the State of Mississippi and elsewhere. (b) To create and maintain higher standards of professional service in the profession of Cosmetologists and Beauty Culture, that the public having to do therewith may be safeguarded and protected. (c) To disseminate information as regards the profession of Cosmetologists and Beauty Culture with a view of bringing about a high level of proficiency in the work of members of the Association. (d) To own, maintain, supervise and conduct schools for the education of those desiring to enter the profession of Cosmetologists and Beauty Culture and Operatives. (e) To propose, recommend and sponsor legislation looking to the advancement, protection and safeguarding of the profession of Cosmetologists and Beauty Culture, and to this end to do any other thing within the law. (f) To encourage, defend and protect its members in good standing in all matters in the practice of their profession. (g) To have the right to maintain a State Headquarters at Jackson, Mississippi, and to have Branch Offices in any other part of the State of Mississippi, or elsewhere, in the discretion of the Board of Directors. (h) The rights and powers that may be exercised by this Corporation, in addition to the foregoing, are those conferred by Chapter 100, Mississippi Code 1930 Annotated.

The incorporators may call a meeting at any time and place in the City of Jackson, Mississippi, after the approval of this Charter, for the purpose of electing Directors and doing such other things necessary, looking to the organization of this Corporation.

VIII.

Number of shares of each class to be subscribed and paid for before the Corporation may begin business: None.

Charles M. Wright, Mabel M. Robinson,
Bessie M. Wright, Eula M. Ford,
H. W. Bradshaw, Sadye Davis,
Theodore Lott, Percy L. Bradshaw,
Incorporators.

Acknowledgement

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority, Charlie M. Wright, Mrs. Bessie M. Wright, H. W. Bradshaw, Mrs. Mabel M. Robinson, Mrs. Eula M. Ford, Mrs. Sadye Davis, Theodore Lott and Percy L. Bradshaw, incorporators of the corporation known as The Cosmetologist Protective Association, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 27th day of May, 1935.

(SEAL) Ruth Franck, Notary Public.

Upon motion, duly made and seconded, the following Resolution was unanimously adopted:

Resolution

Whereas, it is the sense and desire, - in order that the purposes of this association may be more effectively carried, - that it be incorporated as a welfare organization, under the laws of the State of Mississippi, under the name of "THE COSMETOLOGIST PROTECTIVE ASSOCIATION".

It is therefore ordered that the following members of this association, to-wit: Chas. M. Wright, Laurel, Mississippi, H. W. Bradshaw, Pelahatchie, Mississippi, Mrs. Mabel M. Wright, Laurel, Mississippi, Mrs. Bessie M. Robinson, Gulfport, Mississippi, Mrs. Eula M. Ford, Jackson, Mississippi, Mrs. Sadie Davis, Jackson, Mississippi, Theodore Lott, Meridian, Mississippi, Percy L. Bradshaw, Pelahatchie, Mississippi, be, and they are hereby instructed to have prepared and submit to the proper legal authorities for adoption, a Charter of Incorporation for the approval of such Charter said incorporators meet and organize said association into a permanent corporation, and to this end to do and perform any and all acts that may be necessary to perform.

Certificate.

I, the undersigned duly elected, qualified and acting Secretary of the Cosmetologist Protective Association, which was organized at a meeting at 610 Lampton Building, Jackson, Mississippi, at 9 o'clock A. M., on the 27th day of May, 1935, hereby certify that the above is a full, true and correct copy of that certain Resolution looking to the incorporation of said association, adopted at said meeting, as shown by the Minutes of said meeting now in my possession as such Secretary.

Witness my signature, this the 27th day of May, 1935.

(Signed) Theodore Lott, Secretary
The Cosmetologist Protective Association.

Received at the office of the Secretary of State this the 27th day of May, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.
Jackson, Miss., May 27th, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of The Cosmetologist Protective Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 27th day of May, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.
Recorded: May 27th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
THE TENNESSEE VALLEY AND TOMBIGBEE RIVER ASSOCIATION

1. The Corporation title of said Company is The Tennessee Valley and Tombigbee River Associa
2. The names of the Incorporators are: H. C. Murnan, Mobile, Alabama. Ralph M. Saliba, Sheff
field, Alabama. H. B. Sanders, Aberdeen, Mississippi. C. M. Harrison, Amory, Mississippi. E. L.
Puckett, Amory, Mississippi. W. C. McClure, Tuscaloosa, Alabama. H. L. Robins, Rienzi, Missis
C. E. Saunders, Aberdeen, Mississippi. John Laws, Columbus, Mississippi.
3. The domicile is Aberdeen, Monroe County, Mississippi.
4. This Corporation is to issue no shares of stock and is not to engage in any business for
profit, but shall function as a civic improvement corporation.

This being a corporation designated as above it shall not be required to make publication of
charter, nor shall it issue any shares of stock, or divide any dividends or profits among the me
thereof, and shall make expulsion the only remedy for non payment of dues of the members thereof
shall vest in each member the right to one vote in the election of all officers, and shall make
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 liability against the members for corporate de
but the entire corporate property shall be liable for the claims of creditors; this being a non-p
sharing corporation as above set out.

5. There shall be no shares of stock issued and hence no par value could be ascribed.
6. The period of existence is Fifty (50) years.
7. The purposes for which this Corporation is created shall be and are the following, to-wit:

I: To construct or have constructed a navigation canal to extend from the lake or back wa
to be created by the construction of the Pickwick Dam on the Tennessee River in Tennessee by way
Bear Creek Valley in Colbert and Franklin Counties, Alabama, and Tishomingo County, Mississippi
Cripple Deer Creek Valley in Tishomingo County, Mississippi, and Mackeys Creek Valley in Tishomi
and Prentiss Counties, Mississippi, and Tombigbee River Valley in Mississippi and Alabama from
source to tide water at the port in Mobile, Alabama; and to so construct or have constructed sai
canal of such width and depth as to render its navigation feasible and practical for use for suc
class and dimension of vessels as shall avail of the transportation facilities of said canal and
accomodate modern barge line service and to so construct or have constructed, operate and maint
said canal or navigation waterway and its locks and dams as:

1st: To convert the potential power created thereby into hydro-electric energy and to
mit, distribute and sell the same to its members.

2nd: To make valuable contributions to the subject of flood control of the aforesaid
and their tributaries, and other connections including the Tennessee, Ohio and Mississippi Riv
Basins.

3rd: So as to provide and offer contributions to the National Defense in times of War
the aforesaid waterway improvements.

4th: That in the exercise of the rights and privileges of this Corporation in the crea
maintaining and handling of the aforesaid phases of this project we shall act either directly
co-operation with individuals, associations, corporations and with Federal, State and/or County
Governments and other political sub-divisions, or public agencies of the Federal Government or
State Government or County Government in our activities pertaining to the promotion, maintenance
carrying out of the aforesaid purposes so as to best conserve and utilize to the best advantage
natural resources, the conservation of the potential energies, the land, the timbers, the game
general economic well being of such areas of the aforesaid valleys as this Corporation shall
jurisdiction over.

II. This Corporation has power to convert certain feasible and practical areas of the
of the Tombigbee River and its tributaries into projects of reforestration and of game preserves.

III. To take out of cultivation certain sub-marginal lands in the basins included in th
project thereby creating a demand for adjoining lands better suited for cultivation to provide
age outlets for fertile lands adjoining these basins the artificial canals of which are filling
and becoming unprofitable on account of lack of water flow outlet caused by the obstructed wate
of the Tombigbee River.

IV. To purchase or otherwise acquire real and personal property, and to hols, sell, mo
or otherwise dispose of the same, to borrow money on bonds, notes or other evidences of debts
otherwise, for corporate use, to acquire, leases, privileges and franchises, and to sell those
owened or hereafter to be acquired or owned, and generally to perform and do anything which may
necessary for the promition of the objects of this corporation stated hereinabove.

V. To apply for and obtain any franchise necessary for carrying out and making effecti
Articles of Incorporation.

VI. To adopt by-laws and to amend or repeal the same.

VII. This being a non-participating class of corporation it is, therefore not necessary
any subscription of stock be had preliminary to the beginning of business by this Corporation.

Dated at Aberdeen, Mississippi, this the 16th day of May, A. D. 1935.

H. C. Murnan, W. C. McClure,
Ralph M. Saliba, H. L. Robins,
H. B. Sanders, C. E. Saunders,
C. M. Harrison, John Laws,
E. L. Puckett, Incorporators.

State of Mississippi, County of Monroe.

This day personally appeared before me the undersigned official of said County and Sta
Ralph M. Saliba, H. B. Sanders, C. M. Harrison, E. L. Puckett, W. C. McClure, H. L. Robins and C
Saunders, Incorporators of the Corporation known as The Tennessee Valley and Tombigbee River Ass
tion, who each severally acknowledged before me that they signed and executed the above and fore
Articles of Incorporation as their several act and deed on this day.

Witness my hand and official seal at Aberdeen, Mississippi this the 16th day of May, A.
1935. (SEAL)

S. A. Dalton, Justice
the Peace and ex officio Notary Public

State of Mississippi, County of Lowndes.

This day personally appeared before me the undersigned official of said County and Sta
John Laws, one of the Incorporators of the Corporation known as The Tennessee Valley and Tombigbe
River Association, who acknowledged before me that he signed and executed the above and foregoing
Articles of Incorporation as his act and deed on the day and date therein mentioned.

Witness my hand and official seal at Columbus, Mississippi, this the 16 day of M
A. D. 1935. (SEAL)

A. B. Lawrence, Notary Public.

State of Alabama, County of Mobile.

This day personally appeared before me the undersigned official of the said County and
State, H. C. Murnan, one of the Incorporators of the Corporation known as The Tennessee Valley
Tombigbee River Association, who acknowledged before me that he signed and executed the above and
foregoing Articles of Incorporation as his act and deed on the day and date therein mentioned.

Witness my hand and official seal at Mobile, Alabama, this the 16th day of May, A. D.
(SEAL)

B. R. Wilson, Notary Public.

FRONT

TUCKER PRINTING HOUSE JACKSON MISS

The following resolution was introduced before The Tennessee Valley and Tombigbee River Association in regular session assembled at the Chamber of Commerce Building in the City of Aberdeen, Monroe County, Mississippi, held on the 15th day of May, A. D., 1935, to-wit:

BE IT RESOLVED by The Tennessee Valley and Tombigbee River Association that the said Association appoint H. C. Murnan, Ralph M. Saliba, H. B. Sanders, C. M. Harrison, E. L. Puckett, W. C. McClure, H. L. Robins, C. E. Saunders and John Laws, members of said Association, to draft and procure a Charter of Incorporation for this Association to be a non-profit sharing corporation and to provide for its purposes in said Charter as follows:

1. To construct or have constructed a navigation canal to extend from the lake or back water to be created by the construction of the Pickwick Dam on the Tennessee River in Tennessee by way of Bear Creek Valley in Colbert and Franklin Counties, Alabama, and Tishomingo County, Mississippi, and Cripple Deer Creek Valley in Tishomingo County, Mississippi, and Mackey s Creek Valley in Tishomingo and Prentiss Counties, Mississippi, and Tombigbee River Valley in Mississippi and Alabama from its source to tide water at the port in Mobile, Alabama; and to construct or have constructed said canal of such width and depth as to render its navigation feasible and practibal for use for such class and dimention of vessels as shall avail of the transportation facilities of said canal and to accomodate modern barge line service and to so construct or have constructed, operate and maintain said canal or navigation waterway and its locks and dams as: (a) To convert the potential power created thereby into hydro-electric energy and to transmit, distribute and sell the same to its members. (b) To make valuable contributions to the subject of flood control of the aforesaid basins and their tributaries, and other connections including the Tennessee, Ohio and Mississippi river basins. (c) So as to provide and offer contributions to the National Defence in times of War through the aforesaid waterways improvements. (d) That in the exercise of the rights and privileges of this Corporation in the creating, maintaining and handling of the aforesaid phases of this project we shall act either directly or in co-operation with individuals, associations, corporations and with Federal, State and/or County Governments and other political sub-divisions, or public agencies of the Federal Government or any State Government or County Government in out activities pertaining to the promotion, maintenance and carrying out of the aforesaid purposes so as to best conserve and utilize to the best advantage and natural resources, the conservation of the potential energies, the land, the timbers, the game and general economic wellbeing of such areas of the aforesaid valleys as this Corporation shall acquire jurisdiction over.

2. This Corporation has power to convert certain feasible and practical areas of the basin of the Tombigbee River and its tributaries into projects of reforestation and of game preserves.

3. To take out of cultivation certain sub-marginal lands in the basins included in this project thereby creating a demand for adjoining lands better suited for cultivation to provide drainage outlets for fertile lands adjoining these basins the artificial canals of which are filling up and becoming unpofitable on account of lack of water flow outlet caused by the obstructed water flow of the Tombigbee River.

4. To purchase or otherwise acquire real and personal property, and to hold, sell, mortgage, or otherwise dispose of the same, to borrow money on bonds, notes or other evidences of debt, or otherwise, for corporate use, to acquire, leases, privileges and franchises and to sell those now owned or hereafter to be acquired or owned, and generally to perform and do anything which may be necessary for the promotion of the objects of this Corporation stated hereinabove.

5. To apply for and obtain any franchise necessary for carrying out abd making effective the Articles of Incorporation. And to present said Charter to the proper authorities in the State of Mississippi and have the same duly authorized and recorded all as made and provided by Chapter 100 of the Laws of the State of Mississippi, Code of 1930. That they shall fix as the site of said Corporation the City of Aberdeen, Monroe County, Mississippi. That they be and are hereby vested with all powers to sign said Charter and do and perform all the matters and things required of them by Statute in order to effectuate this incorporation.

THEREUPON it was moved by H. L. Robins, a member of the Association, that said Resolution be adopted, which said motion was seconded by W. H. Kimmel, a member of said Association, and the vote when taken on said Resolution was adopted by the unanimous vote of said Association.

H. B. Sanders, Secretary.

STATE OF MISSISSIPPI)
MONROE COUNTY)

I, H. B. Sanders, Secretary of the Tennessee Valley and Tombigbee River Association do hereby certify that the foregoing three pages contain a true and correct copy of certain proceedings had at a meeting of the Tennessee Valley and Tombigbee River Association duly and regularly convened in regular session and made a matter of record by me as Secretary of said Association on the minute book provided and kept therefor.

Certified by me this the 16th day of May, A. D., 1935.

H. B. Sanders, Secretary of
The Tennessee Valley and Tombigbee
River Association.

Received at the office of the Secretary of State, this the 21st day of May, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 21, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Charter of Incorporation of The Tennessee Valley and Tombigbee River Association is hereby approved. In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 21st day of May, 1935.

Sennett Conner, Governor.

By the Governor, Walker Wood, Secretary of State.

Recorded: May 21st, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

SUGGESTED FORM OF AMENDMENTS TO ARTICLES OF INCORPORATION FOR CONTINUING MISSISSIPPI STATE BANKS AND TRUST COMPANIES ISSUING ONE CLASS OF PREFERRED STOCK.

Proposed Amendments to Articles of Incorporation of

THE CITIZENS BANK, SUNFLOWER, SUNFLOWER COUNTY, MISSISSIPPI.

RESOLVED FIRST, That the capital of this Corporation be increased in the sum of $10,000.00 the issuance of $10,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No Laws of 1934, making the total capital of the Corporation $25,000.00, of which $10,000.00 is pre and $15,000.00 is common stock.

RESOLVED SECOND, That the common capital stock of this Corporation be reduced in the sum $4,500.00, and that the par value of the common capital stock be changed from $100.00 to $70.00 leaving the total common capital, after said reduction, $10,500.00.

RESOLVED THIRD, That certificates representing a like number of shares of common stock of value of $70.00 per share shall be issued in exchange for the outstanding certificates representi shares of common stock of the par value of $100.00 per share, upon the surrender for cancellation such outstanding certificates in transferable form, and, if required, properly stamped for transf that until such certificates are exchanged as aforesaid, the presently outstanding certificates shares of common stock of the par value of $100.00 per share shall be deemed to represent a like of shares of common stock of the parvalue of $70.00 per share.

RESOLVED FOURTH, That no distribution of assets shall be made to the shareholders of the tion by reason of the reduction of the common capital stock of the Corporation, but a sum equal amount of said reduction shall be used to charge off or write down losses, substandard and/or non assets and/or shall be transferred to surplus or undivided profits.

RESOLVED FIFTH, That the Articles of Incorporation be amended by striking out Article 1 and ing in place thereof the following: "The Board of Directors shall consist of such number of shar not less than five nor more than twenty-five, as from time to time shall be determined by a majo the votes to which all shareholders are at the time entitled. A majority of the Board of Directo be necessary to constitute a quorum for the transaction of business."

RESOLVED SIXTH, That the Articles of Incorporation be further amended by striking out Art and inserting in the place thereof the following:

(1) Amount, classes, and shares of capital stock. -- The amount of capital stoc Corporation shall be $20,500.00, divided into classes and shares as follows: (a) $10,000.00 pa of preferred stock (subject to retirement as hereinafter provided) divided into 160 shares of th of $62.50* each; and (b) $10,500.00 par value of common stock (subject to increase upon retirem preferred stock as provided in the second paragraph of section 4 of this Article 4) divided into of the par value of $70.00 each.

(2) Assessability of stock. -- The holders of preferred stock shall not be held individua ponsible as such holders for any debts, contracts, or engagements of the Corporation, and shall liable for assessments to restore impairments in the capital of the Corporation.

* The per share par value of the preferred stock will be fixed by R. F. C.

(3) Dividends on preferred stock. -- The holders of preferred stock, in preference to the of common stock, shall be entitled to receive, when and as declared by the Board of Directors, o profits of the Corporation (determined as provided in section 5 of this article 4) accruing af 16, 1935* (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, after to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par v thereof, and no more, and thereafter at the rate of four per cent per annum of the par value the no more, Such dividends shall be payable semi-annually on each February 1 and August 1, and sha as to any given share of such stock, from the date of issuance of such share. Such dividends sh cumulative, so that if dividends at the full rates required by this section 3 to be paid on the stock shall not have been paid upon or declared and set apart for such preferred stock, the defi shall be fully paid or declared and set apart before any dividend or other distribution, whether property, stock, ot otherwise, shall be declared, ordered, set apart, paid or made in respect o common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock. -- Dividends or other distributions whether in cash, prop stock, or otherwise, shall, so long as any shares of preferred stock are outstanding, be declare set apart, paid, or made in respect of the common stock only out of the net profits of the Corpo (determined as provided in section 5 of this article 4) accruing after the recapitalization Date

If any retirement of preferred stock would decrease the outstanding capital of the Corpor the minimum amount required by law, the Board of Directors, prior to or simultaneously with such ment, shall transfer an amount equal to the aggregate par value of the preferred stock so retire reserves set up for the retirement of preferred stock to a special reserve fund for the payment stock dividends, and shall declare on the common stock, out of such special reserve fund, a divi payable in common stock in an amount equal to the aggregate par value of the preferred stock so and the shares of common stock required for the payment of any such stock dividend shall be issu without any further vote on the part of the holders of stock of any class or any further approva part of the State Comptroller.

(5) Determination of net profits. -- For the purpose of this article 4, the net profits loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by t Comptroller of the Corporation shall be determined for each six months' period ending on December June 30 by deducting from the gross earnings from all sources for such period: (a) All expenses such period; (b) All interest accrued during such period; (c) All losses, determined during su and such charge-offs and write-downs of assets and transfers to reserves (whether from income, u profits or surplus) for such period (including all charge-offs, write-downs and transfers to re requested by the State Comptroller for such period) as may be reasonably necessary to make prop vision for doubtful

* Insert date on which Articles of Incorporation amended by shareholders.

assets, depreciation, and undetermined losses, but to the extent only that such losses, determ undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such p

This corporation desires to change its charter to authorize it to issue preferred stock pursuant to the Act of the State of Mississippi approved January 31, 1934. (Laws, 1934, Chapter 2) Filed for record in the office of the Secretary of State on the 2nd day of February, 1934.

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prior period, or available unallocated reserves; (d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same; (e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and (f) The Net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending June 30, 1935, (3) need be made by reason of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made on account of losses incurred prior to or depreciation in assets existing at the Recapitalization Date. All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits. -- As long as any shares of preferred stock are outstanding, the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, no payments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936), shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following order of priority: (a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be. (b) To the payment into the preferred stock retirement fund (referred to in section 8 of this article 4) on August 1, 1936, of a sum equal to three-quarters of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter of a sum equal to one-half of one per cent of the aggregate par value of the preferred stock at the time outstanding. In the event that the net profits of the Corporation shall on any such February 1 or August 1 be insufficient to permit the payment into such preferred stock retirement fund of the full amount hereinabove provided for, the deficiency shall be fully paid before any net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter specified in this section 6. (c) To the payment into the preferred stock retirement fund (referred to in section 8 of this article 4) of a sum equal to forty per cent of the remainder, if any, of such net profits; Provided, however, That the aggregate amount paid into the preferred stock retirement fund in any one year in accordance with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever: Provided further, however, That unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund required by this paragraph (c) except from such net profits as may have accrued from and after December 31, 1935.

Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this article 4.

(7) Limitations on retirement of stock. -- Except with the approval of the State Comptroller no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $21,000 (4) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase. -- Subject to the provisions of section 7 of this article 4, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000 (5), the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this article 4, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law. Subject to the provisions of section 7 of this article 4, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call. -- Subject to the provisions of section 7 of this article 4, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part, pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, (and provided always that the capital shall in no event be reduced below the minimum amount of capital required by law) by paying for each share to the retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement. At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation.

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Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate certificates therefor in transferable form and, if required, properly stamped for transfer.

3. Insert June 30 or December 31 next succeeding the Recapitalization Date.
4. This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.
5. This figure will be fixed by Reconstruction Finance Corporation.

In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation, etc. -- the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the State Comptroller and such other conditions as at the time may be required by law -- (a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to the issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 4 in connection with the retirement of shares of preferred stock; (b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock; (c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of the location or closing of branches; (d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding; (e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all or substantially all of the assets and business of any banking corporation or trust company; (f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; (g) The Corporation may go into voluntary liquidation; and (h) Any plan of reprganization of the Corporation may be carried into effect; Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of section 12 or 13 of this Article 4 and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidatio n without approval of the State Comptroller.

(11) Preemptive rights. -- In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of the mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other classes of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights.-(a)Except as otherwise provided in sections 10 and 13 of this article 4 and this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him. (b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give any candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit. (c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid, the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled. (d) At all times while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 and in sub-paragraph (2) of section 13 of this article 4, any one or more of the directors, officers or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other Voting rights. -- If at any time while the Reconstruction Finance Corporation shall own not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding, (a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance

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the preferred stock); or (b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article 4) in accordance with the requirements of paragraph (c) of section 6 of this article 4 on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or (c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or (d) The Corporatiob shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation -- then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee satisfactory to it) within thirty days after receipt by the Corporation of such notice, then and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation. -- In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

(a) Officers. -- The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President, to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from amy cause, to perform all acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and subject to the provisions of sub-paragraphs (1) and (2) of section 13 of article 4 hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand;

(b) Powers of Board of Directors. -- The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

Special meetings of shareholders. -- Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of redord entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED SEVENTH, That each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED EIGHTH, That the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a meeting of the shareholders of Citizens Bank (Name of Bank), Sunflower (City), Mississippi (State), held on May 16th, 1935, 7 days notice of the proposed business having been given by registered mail, all of the foregoing resolutions were adopted by the following vote, -- the affirmative vote representing 60% of the total number of shares of capital stock outstanding.

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Total number of shares of capital stock - - - - - - - - - - - - - - - -	150
Total number of shares represented at the meeting - - - - - - - - - - -	90
Total number of shares voted in favor of the resolution - - - - - - - -	90
Total number of shares voted against the resolution - - - - - - - - - -	None

I hereby certify that this is a true and correct report (a) of the number of days' notice, [illegible] by registered mail, of the meeting of shareholders of this bank held on the date above mentioned; the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the sh voting therefor and the number of shares voted by each is on file in the bank; (e) that no shares of this bank owned by this bank were voted at said meeting; (f) That no shares of stock held by th as sole trustee were voted at said meeting; and (g) that no shares of stock of this bank held by as co-trustee were voted at said meeting by this bank; and (h) That no director, other officer or acted as proxy at said meeting.

(SEAL OF BANK) J. T. Lancaster, President.

Subscribed and sworn to before me this 16th day of May, A. D., 1935.

(SEAL OF NOTARY) B. L. Smithhart, Notary Public.

STATE OF MISSISSIPPI
DEPARTMENT OF BANK SUPERVISION, JACKSON.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have exam the proposed amendment to the Charter of Incorporation of The Citizens Bank, Sunflower, Mississip wherein, it is proposed to increase the capital stock of said bank in the sum of $10,000.00 by th issuance of $10,000.00 of preferred stock under the provisions of Section 52 of Chapter 146 of th of the State of Mississippi for the year 1934, and contemporaneously therewith to reduce the comm capital stock of said bank from $15,000.00 to $10,500.00, making the total capital of The Citizens $20,500.00, $10,000.00 of which is preferred stock and $10,500.00 is common stock, and I do hereb prove the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 21st day of 1935.

(S E A L) M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 21st day of May, A. D., 1935, to with the sum of $12.00 deposited to cover the recording fee, and referred to the Attorney General his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 21, 1935.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney G

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of Citizens Bank is here approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 21st day of May, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: May 22nd, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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#6673 W

A MASS MEETING

OF CITIZENS, HELD IN THE CHAMBER OF COMMERCE ROOMS IN THE CITY OF ABERDEEN, MONROE COUNTY, MISSISSIPPI, ON MAY 24, 1935.

A call having been made for a mass meeting in the Chamber of Commerce rooms in the City of Aberdeen, Monroe County, Mississippi, for May 24, 1935, at 2 o'clock P. M., to discuss the organization of a rural electrical association, and to take steps to secure a charter, at the time and place appointed there were a number of interested citizens of the county present.

The meeting was called to order by H. B. Sanders, Chairman of the Aberdeen Rural Electric Association.

Immediately thereafter, a motion was made by J. L. Shell that H. B. Sanders be elected chairman of this meeting, which motion was seconded by R. W. Flynt, and carried unanimously by vote of those present.

Next, a motion was made by J. L. Shell that I. B. Mims be elected Secretary, which motion was seconded by R. W. Flynt, and carried unanimously by vote.

Chairman H. B. Sanders then announced that a round-table discussion of the purposes of the meeting would be in order.

After the round-table discussion, there was a mtion made by J. L. Shell that an organization be formed to be known as the West Monroe County Electric Power Association, and the purpose of same shall be for civic and agricultural development, and that same is to be a cooperative association and without profit, which motion was seconded by C. C. Day and carried unanimously by vote of those present.

A resolution was then offered by J. L. Shell:

1. That the Aberdeen Rural Electric Association be merged and consolidated with an association to be known as the West Monroe County Electric Power Association, and,

2. That the West Monroe County Electric Association be incorporated into a company as a non-profit sharing corporation, for the purpose of being able to deal legally with the Tennessee Valley Authority, and/or others, and for making contracts, borrowing money, and such other acts and things as might be necessary for the best interests of the Association or corporation in procuring TVA power, current and electrical energy and/or other power, current, and electrical energy, for the rural and other sections of Monroe County.

3. That this Association authorize and instruct D. W. Houston, Sr. & Jr. to prepare suitable charter for the corporation.

On motion made by J. L. Shell and seconded by R. W. Flynt and F. B. Maier, said resolution was unanimously adopted.

A motion was then made by J. L. Shell, and seconded by C. C. Day, and unanimously carried, that the Chairman appoint a committee of five members of this association to act as and for said association in securing articles of incorporation, including a charter under the laws of the State of Mississippik for said association. Whereupon, the chair appointed the following named members of said association as the incorporation committee, for the purpose of taking out a charter and doing any and all other things necessary to rganize and perfect said corporation, viz: J. L. Shell, C.C. Day, R. W. Flynt, J. T. Sanders, and S. W. Baker.

A motion was then made by J. L. Shell, and seconded by C. C. Day and unanimously carried, adopting and approving all of the acts and things done at this said meeting as the acts of said association.

A motion was then made that said association be adjourned, subject to the call of the chairman, which motion was duly seconded and carried unanimously.

STATE OF MISSISSIPPI
COUNTY OF MONROE

I, I. B. Mims, Secretary of the West Monroe County Electric Power Association, hereby certify that the regular meeting of said association, held in the City of Aberdeen, Monroe County, Mississippi, on May 24, 1935, at 2 o'clock P. M., in the Chamber of Commerce building, by a resolution duly entered upon the minutes of said association, authorized and instructed the following members of said association, to-wit: J. L. Shell, C. C. Day, R. W. Flynt, J. T. Sanders, and S. W. Baker, to apply for a charter for the said association, as provided by Chapter 100 of the Mississippi Code of 1930.

WITNESS my signature, this 24th day of May, 1935.

I. B. Mims.
Secretary, West Monroe County Electric Power Association.

THE CHARTER OF INCORPORATION
OF THE
WEST MONROE COUNTY ELECTRIC POWER ASSOCIATION.

1. The corporate title of said company is WEST MONROE COUNTY ELECTRIC POWER ASSOCIATION.
2. The names of the incorporators are: J. L. Shell, Aberdeen, Mississippi; C. C. Day, Aberdeen, Mississippi; R. W. Flynt, Aberdeen, Mississippi; J. T. Sanders, Aberdeen, Mississippi; S. W. Baker, Aberdeen, Mississippi. RFD.
3. The domicile is at Aberdeen, Mississippi.
4. The amount of capitla stock and particulars as to class or classes thereof:
This corporation is to issue no shares and is not to engage in business for profit, but shall function as an Agricultural Society or as Civic Improvement Company, or Association.
This being a corporation designated as above, it shall not be required to make publication of its charter, nor shall it issue any shares of stock, or divide any dividends or profits among the members thereof, and shall make expulsion the only remedy for non-payment of dues of the members thereof and shall vest in each member the right to one vote in the election of all officers, and shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts; but the entire corporate property shall be liable for the claims of creditors.
This being a corporation non-share as above outlined.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purposes and objects of this organization shall be the following:
Section 1: To construct, purchase, add to, maintain, conduct, and operate electric light and power transmission and/or distribution systems for the purpose of furnishing light and power service to the members of this corporation at cost and without profit.
Section 2: To acquire, erect, maintain, and operate poles, wires, lines, meters, conductors, substations, and all appliances and appurtenances and structures necessary for transmitting or distributing electricity for aforesaid purposes.
Section 3. To purchase such electricity from others for its own use and for the purpose of distributing the same to its members at cost without profit.

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Section 4. To acquire real or personal property, by purchase or otherwise, and hold, sell, mortgage, or otherwise dispose of the same, to borrow money on bonds, notes or otherwise, for corporate uses, to acquire privileges and franchises, and sell those now owned or hereafter to be owned and generally to perform anything which may be necessary for the promotion of the objects herein stated.

Section 5. To apply for, and obtain, any franchise necessary for carrying out and making effective Articles of Incorporation.

Section 6. To adopt by-laws and to amend or repeal same.

Section 7. To promote the construction of electric power lines to the various communities of Monroe County for the purpose of securing and distributing electric power from the Tennessee Valley authority, or others; and to promote the use of electric power in every way possible and particularly for rural and domestic consumption and to cooperate with the Tennessee Valley Authority and/or others to this end.

Section 8. Either directly or in cooperation with individuals, association, corporations, with Federal, State, County, and other political subdivisions, or public agencies, to engage in activities pertaining to the improvement of agriculture, the conservation of the land, the direction of farm practices and the general economic well being of the area.

The rights and powers that may be exercised by this Corporation, in additon to the foregoing are those conferred by Chapter 24, Code of Mississippi of 1906, and House Bill No. 655, Laws of Mississippi of 1928, and Chapter 100, Code of 1930. of the State of Mississippi.

Section 9. Number of shares of each class to be subscribed and paid for before the corporation may begin business: None.

J. L. Shell
C. C. Day
R. W. Flynt
J. T. Sanders
S. W. Baker
Incorporators.

STATE OF MISSISSIPPI
COUNTY OF MONROE

Personally appeared before me, the undersigned authority in and for said county, stated, J, L. Shell, C. C. Day, R. W. Flynt, J. T. Sanders, and S. W. Baker, incorporators of the corporation known as West Monroe County Electric Power Association, each and all of whom are personally known to me, and each and all fo whom acknowledged that they signed and delivered the above and foregoing articles of incorporation, on the 28 day of May, 1935, and for their act and deed.

(SEAL) Guy C. Wood, Notary Public.

My commission expires, the 17 day of Jan. 1939.

*****

Received at the office of Secretary of State, this 29th day of May, A. D. 1935, together with the sum of $10.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

I have examined this charter of incorporation, and am of the opinion that it is and in accordance with the constitution and laws of this State and/or of the United States.

5/29/35. Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of WEST MONROE COUNTY ELECTRIC POWER ASSOCIATION is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 29th day of May, 1935.

By the Governor.

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: May 29th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

THE CHARTER OF INCORPORATION OF The Natchez Block and Bridle Club

1. The corporate title of said company is "Natchez Block and Bridle Club, Inc.
2. The names of the incorporators are: G. L. Wooley Postoffice Natchez, Mississippi; H. M. Alexander, Postoffice Natchez, Mississippi; Oliver Hornsby, Postoffice Natchez, Mississippi.
3. The domicile is at Natchez, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: NONE
5. Number of shares for each class and par value thereof; NONE
6. The period of existence (not to exceed fifty years) is Fifty Years.
7. The purpose for which it is created: To promote equestrian sports in general; to foster the raising of blooded horses in the Natchez Territory; to sponsor the holding of horse shows and exhibitions and to encourage and build up the love of horses among our people; to aid and assist the underprivileged children of Adams County, Mississippi; to advertise the advantages of the City of Natchez and Adams County in particular and the surrounding territory in general; to cooperate with other riding and bridle clubs; to provide for the entertainment of its members and guests and visitors to the City of Natchez and Adams County.

This corporation shall not be required be make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business. NONE G. L. Wooly, H. M. Alexander, Oliver Hornsby, Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
County of Adams)

This day personally appeared before me, the undersigned authority, G. L. Wooly one of the incorporators of the corporation known as the Natchez Block and Bridle Club, Inc. who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 28 day of May, 1935. E. J. Profilet, Notary Public. (SEAL OF NOTARY)

STATE OF MISSISSIPPI)
County of Adams)

This day personally appeared before me, the undersigned authority Oliver Hornsby one of the incorporators of the corporation known as the Natchez Block & Bridle Club, Inc. who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 28 day of May, 1935. E. J. Profilet, Notary Public. (SEAL OF NOTARY)

STATE OF MISSISSIPPI)
COUNTY of Adams)

This day personally appeared before me, the undersigned authority H. M. Alexander, one of the incorporators of the corporation known as the Natchez Block & Bridle Club, Inc. who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 28th. day of May, 1935. Jos. B. Kellogg, Notary Public. My Commission expires March 17th., 1937. (SEAL OF NOTARY)

Received at the office of the Secretary of State, this the 31st. day of May, A.D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. Walker Wood, Secretary of State

Jackson, Miss., May 31, 1935.

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States. Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
COUNTY OF ADAMS

Personally came and appeared before me the undersigned authority in and for the county and state aforesaid, Agnes M. Ward, who being by me first duly sworn deposes and states:

That on the 27 day of May, 1935 at a meeting of the membership of the Natchez Block and Bridle Club, on said date an unincorporated association of persons for the promotion of equestrian sports, the assistance of the underprivileged children of Adams County, Mississippi, and for the advertisement of the advantages of the city of Natchez and Adams County in particular and the surrounding territory in general, a resolution of which the following is a full and true copy was offered and was duly seconded and adopted and ordered spread upon the minutes of the meeting:

Whereas, the Natchez Block and Bridle Club is now unincorporated association of persons for the promotion of equestion sports in general, the assistance of the underprivileged children of Adams County, Mississippi, and for the advertisement of the advantages of the City of Natxhez and Adams County in particular and the surrounding territory in general, and it is the sense and desire of the Club and its members that it should be incorporated under the laws of the State of Mississippi as provided in cases of incorporation of charitable associations and civic improvement societies, now therefore be it resolved: That G. L. Wooley, H. M. Alexander, and Oliver Hornsby, all being active members of the said association be and they are hereby authorized and directed to apply for a Charter of Incorporation for the Natchez Block and Bridle Club as herein set-out and that they do all things necessary to obtain such Charter.

And the affiant further deposed and said that she is the secretary of the said association and is the custodian of the records of minutes of proceedings of said association and that the said resolution was and is duly enrolled upon the minutes of the membership meetings. Agnes M. Ward, Secretary of The Natchez Block and Bridle Club (Unincorporated) Sworn to and subscribed before me this the 27 day of May, 1935. O. M. Hornsby, Notary Public. (SEAL OF NOTARY)

STATE OF MISSISSIPPI
EXECUTIVE OFFICE
Jackson,

The within and foregoing Charter of Incorporation of NATCHEZ BLOCK AND BRIDLE 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 31st. day of May, 1935. ~~By the Governor~~ Sennett Conner
Walker Wood, Secretary of State.
RECORDED: June 1, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation of Clay County Electric Power Association

1. The corporate title of said company is Clay County Electric Power Association.

2. The names and postoffice addresses of the incorporators are: Frank Hughes, Cedar Bluff, Mississippi, J. W. Coleman, Montpelier, Mississippi, Roy Harter, R.F.D.1, West Point, Mississippi, H. C. Cockrell, R.F.D.1, West Point, Mississippi, T. F. Akers, P.O.Box 312, West Point, Mississippi.

3. The domicile of the corporation is at West Point, Mississippi.

4. The amount of capital stock with particulars as to the class of classes thereof including privileges and restrictions are as follows: The corporation is organized without capital stock and is not to engage in business for profit but it shall function as a civic improvement company. The corporation is not required to make publication of its charter, shall issue no shares of stock and shall divide no dividend or profit among its members, expulsion shall be the only penalty for non-payment of dues, each member shall have the right to one vote in the election of all officers, and the loss of membership, by death or otherwise, shall terminate all interest of that member in the corporation, there shall be no individual liability against the members of corporate debts, but entire corporation's property shall be liable for the claims of creditors; membership shall be evidenced by certificates and members will be admitted under uniform rules to be adopted by the Corporation.

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

6. The purposes for which the corporation is created and the rights and powers to be exercised by it are:

(a) To purchase, lease, acquire, construct, erect, own, hold, operate and maintain electric light and power distribution system or systems in or adjacent to Clay County, State of Mississippi, for the purpose of furnishing electric light, heat and power to the members hereof at cost and without profit, and to furnish electrical energy to such members for any and all other purposes for which electrical energy can be used.

(b) To purchase, lease, acquire, construct, erect, own, hold, operate, maintain, mortgage or otherwise dispose of all necessary substations, buildings, poles, wires, transformers and all other property of every kind or description which may be or become necessary to the full enjoyment of the powers of this corporation.

(c) To purchase electrical energy at wholesale from the Tennessee Valley Authority or others, to enter into such contract or contracts for the purpose as may be necessary or desirable and to sell or distribute such energy at cost without profit.

(d) To engage in the business of buying and selling to its members electrical supplies and equipment of all kinds and descriptions and to perform house wiring and similar services therefor, at cost and without profit.

(e) To apply for, accept, acquire, own, hold, and renew such franchises, easements, grants or privileges as may be necessary or desirable in the conduct of the business of the corporation.

(f) To acquire real and personal property by purchase or otherwise, and to hold, mortgage or otherwise dispose of the same; to borrow or lend money on bonds, notes or otherwise or for the use of the Corporation and/or its members, and to dispose of bonds, notes or other evidences of indebtedness as may be necessary or desirable.

(g) To accept into membership all persons, natural or artificial, public, quasi-public or private, lodge, association, organization or society, and any political body or subdivision thereof, the terms and provisions set forth in the by-laws of the Corporation.

(h) To accept gifts of property, real or personal, and to accept voluntary uncompensated service.

(i) To make any and all contracts of every nature and description whatsoever to carry out the purposes of this corporation, as fully and completely as any natural person may contract with reference to his individual business and individual property.

(j) To do any and all other acts or things necessary or desirable for carrying out the purposes of this corporation including the power to promulgate and adopt by-laws, rules and regulations in conformity with and for the purpose of carrying out the aims and powers of the corporation. The management of the Corporation will be under not less than five, nor more than nine directors to be elected by the members.

(k) This corporation is formed under and by virtue of and pursuant to the terms and provisions of Chapter 100 of the Mississippi Code of 1930, and this Corporation shall have and enjoy all powers and privileges as is therein provided. The interest of each incorporator or member shall be equal to that of any other, and no incorporator or member of this corporation can acquire any interest which will entitled him to any greater voice, vote, authority or privilege in this corporation than that of any other member.

7. The number of shares of each class of stock necessary to be subscribed and paid for before the Corporation shall commence business---none.

Witness our signatures this the 18th day of May, 1935.

Frank Hughes
(Frank Hughes, Cedar Bluff, Miss.)
J. W. Coleman,
(J. W. Coleman, Montpelier, Miss.)
Roy Harter,
(Roy Harter, R.F.D.1, West Point, Miss.)
H. C. Cockrell,
(H.C.Cockrell, R.F.D.1, West Point, Miss.)
T.F. Akers,
(T.F.Akers, P.O.Box 312, West Point, Miss.)

State of Mississippi,
Clay County.

This day personally appeared before me, the undersigned notary public, Frank Hughes, J. W. Coleman, Roy Harter, H. C. Cockrell and T. F. Akers, to me personally known, each of whom acknowledged that he signed, delivered and executed the foregoing application for charter on the date therein stated and for the purposes therein expressed.

In witness whereof I have hereunto attached my official signature and seal of office the 20th day of May, A. D. 1935.

(SEAL)

E. J. Lavelle,
Notary Public, Clay County, Mississippi.
My commission expires January 28, 1938.

Minutes of a meeting of interested citizens of Clay County, Mississippi, for the purpose of securing a charter for the Clay County Electric Power Association, held at the Court House at West Point, Mississippi, May 18, 1935;

The following proceedings were heard and done:

Meeting called to order by H. C. Cockrell, W. A. Robinson was duly elected chairman and Fred Christopher was duly elected secretary of the meeting.

After a full discussion of the objects and purposes of the meeting, W. G. Roberds read before the meeting the following resolution:

"Resolved at and by a mass meeting of interested citizens of Clay County;

(1) That we are in hearty accprd with the plan of rural electrification and are anxious to do whatever may be necessary to procure the benefits to ourselves, and to that end.

(2) That application be made for a charter incorporating the Clay County Electric Power Association, the application to be insubstance as follows:

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Charter of Incorporation of Clay County Electric Power Association

1. The corporate title of said company is Clay County Electric Power Association.
2. The names and postoffice addresses of the incorporators are: Frank Hughes, Cedar Bluff, Miss., J. W. Coleman, Montpelier, Miss., Roy Harter, R. F. D. 1, West Point, Miss., H. C. Cockrell, R. F. D. 1, West Point, Miss., T. F. Akers, P.O.Box 312, West Point, Miss.
3. The domicile of the corporation is at West Point, Mississippi.
4. The amount of capital stock with particulars as to the class or classes thereof, including privileges and restrictions are as follows: The corporation is organized without capital stock and is not to engage in business for profit but it shall function as a civic improvement company. The corporation is not required to make publication of its charter, shall issue no shares of stock and shall divide no dividend or profit among its members, expulsion shall be the only remedy for non-payment of dues, each member shall have the right to one vote in the election of all officers, and the loss of membership, by death or otherwise, shall terminate all interest of that member in the corporation, there shall be no individual liability against the members of corporation's debts but the entire corporation's property shall be liable for the claims of creditors; membership will be evidenced by certificate and members be admitted under uniform rules to be adopted by the corporation.
5. The period of existence (not to exceed fifty years) is fifty years.
6. The purpose for which the corporation is created and the rights and powers to be exercised by it are:

(a) To purchase, lease, acquire, construct, erect, own, hold, operate and maintain an electric light and power distribution system or systems in or adjacent to Clay County, State of Mississippi, for the purpose of furnishing electric light, heat and power to the members hereof, at cost and without profit, and to furnish electrical energy to such members for any and all other purposes for which electrical energy can be used.

(b) To purchase, lease, acquire, construct, erect, own, hold, operate, maintain, sell, mortgage or otherwise dispose of all necessary substations, buildings, poles, wires, transformers and all other property of every kind or description which may be or become necessary to the fullest enjoyment of the powers of this corporation.

(c) To purchase electrical energy at wholesale from the Tennessee Valley Authority or others, to enter into such contract or contracts for the purpose as may be necessary or desirable and to sell or distribute such energy at cost without profit.

(d) To engage in the business of buying and selling to its members electrical supplies and equipment of all kinds and descriptions and to perform house wiring and similar services therefor, at cost and without profit.

(e) To apply for, accept, acquire, own, hold, and renew such franchises, easements, grants or privileges as may be necessary or desirable in the conduct of the business of the corporation.

(f) To acquire real and personal property by purchase or otherwise, and to hold, sell, mortgage or otherwise dispose of the same; to borrow or lend money on bonds, notes or otherwise to or for the use of the corporation and/or its members, and to dispose of bonds, notes or other evidences of indebtedness as may be necessary or desirable.

(g) To accept into membership all persons, natural or artificial, public, quasi-public or private, lodge, association, organization or society, and any political body or subdivisions, under the terms and provisions set forth in the by-laws of the corporation.

(h) To accept gifts or property, real or personal, and to accept voluntary uncompensated service.

(i) To make any and all contracts of every nature and description whatsoever to carry out the purposes of this corporation, as fully and completely as any natural person may contract with reference to his individual business and individual property.

(j) To do any and all other acts or things necessary or desirable for carrying out the purposes of this corporation including the power to promulgate and adopt by-laws, rules and regulations in conformity with and for the purpose of carrying out the aims and powers of the corporation. The management of the corporation will be under not less than five nor more than nine directors, to be elected by the members.

(k) This corporation is formed under and by virtue of and pursuant to the terms and provisions of Chapter 100 of the Mississippi Code of 1930, and this Corporation shall have and enjoy all powers and privileges as is therein provided. The interest of each incorporator or member shall be equal to that of any other and no incorporator or member of this Corporation can acquire any interest which will entitle him to any greater voice, vote, authority or privilege in this corporation than that of any other member.

7. The number of shares of each class of stock necessary to be subscribed and paid for before the Corporation shall commence business--none."

A motion was made for the adoption of the said resolution, which was duly accepted and upon being put to a vote of the meeting by the chairman, was unanimously adopted and carried.

Then on motion made, seconded and carred it was ordered that W. G. Roberds, Attorney, be and he was authorized and instructed to proceed to procure the charter above provided for, and that T. F.Akers, Roy Harter, H. C. Cockrell, Frank Hughes, and J. W. Coleman, be and they were appointed to sign articles of incorporation therefor.

There being no further business, the meeting was adjourned subject to call of the Chairman.

Attest:
W. A. Robinson, Chairman.

E. O. Christopher, Secretary.

STATE OF MISSISSIPPI
CLAY COUNTY.

I, E. O. Christopher, Secretary of Clay County Electric Power Association, hereby certify that the above and foregoing is a true and correct copy of the Minutes of a meeting of the Clay County Electric Power Association, held at the Court-house in the City of West Point, on the 18th day of May, 1935. I further certify that at said meeting a resolution was duly adopted authorizing and instructing the following members of the said Association, to-wit; T. F. Akers, Roy Harter, H. C. Cockrell, Frank Hughes and J. W. Coleman, to apply for a charter for said association, as provided by Chapter 100 of the Mississippi Code of 1930.

In witness whereof, I have hereunto set my hand, this 29th day of May, 1935.

E. O. Christopher,
Secretary, Clay County Electric Power Association.

WITNESSES:
W. H. Malone
Zala Harrington

Received at the office of the Secretary of State, this the 31st day of May, A.D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
May 31, 1935.

I have examined this charter of incorporation, of Clay County Electric Power Association, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the

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United State.

Greek L. Rice, Attorney General.
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of CLAY COUNTY ELECTRIC POWER ASSOCIATION is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 31st day of May, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: June 3, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

#6676 W.

CHARTER OF INCORPORATION
OF
CHARM DRESS MANUFACTURERS, INC.

1. The corporate title of said Company is "Charm Dress Manufacturers, Inc."
2. The names and Postoffice Addresses of the Incorporators are as follows: Charles Green, Postoffice Address, New Orleans, La; Samuel H. Greene, Postoffice Address, New York City; Abe Meltzer, Postoffice Address, Hurtsboro, Alabama. Morris H. Goldstein, Postoffice Address, Meridian, Mississippi;
3. The domicile of the corporation is Meridian, Lauderdale County, Mississippi.
4. The amount of authorized capital stock is $20,000.00, all being common stock of the par value of $100.00 per share.
5. The sale price per share is $100.00
6. The period of existence is not to exceed fifty years.
7. The purposes for which the corporation is created are to engage in the manufacture of all kinds of ladies' and children's clothes, as well as men's wear, and also all kinds of clothes for men, women and children and other things necessary or incidental thereto. Also to buy, sell and otherwise deal in, for its own account, or on commission for account of others, either at wholesale or retail, or both, all kinds of ladie's and children's clothes and men's wear. In carrying out the foregoing the said corporation may establish manufacturing establishments and operate wholesale and retail stores in the City of Meridian, Mississippi and elsewhere in the United States and may buy, sell and otherwise deal in property, real, personal or mixed and generally do and perform every other act and carry on every other kind of business necessary, convenient or proper for the promotion of the welfare and for the enhancement of the prosperity of this Company.

In addition to the foregoing the said corporation shall have all of the rights powers and privileges conferred on it by Chapter 100 of the Code of Mississippi of the year 1930.

8. There shall be subscribed and paid for 200 shares of the capital stock of the corporation before the corporation shall commence business, which may be paid for in property on a fair valuation or in cash.

Samuel H. Greene
Abe Meltzer
Charles Green
Morris H. Goldstein

STATE OF MISSISSIPPI,
LAUDERDALE COUNTY

Personally appeared before me, the undersigned authority in and for the County and State aforesaid, Charles Green, one of the incorporators of the corporation known as Charm Dress Manufacturers, Inc., who acknowledged that he signed and executed the above and foregoing Articles of Incorporation as his act and deed, on the 18th day of May, 1935.

(SEAL)

Mrs. Ella T. Brooke, Notary Public.

State of New York,
New York County.

Personally appeared befroe me, the undersigned authority in and for the New York County and State aforesaid, Samuel H. Greene, one of the incorporators of the corporation known as Charm Dress Manufacturers, Inc., who acknowleged that he signed and executed the above and foregoing Articles of Incorporation as his act and deed, on the 20 day of May, 1935.

(SEAL)

Florence M. BAILY, Notary Public.
Notary Public, N.Y.County, N. Y. Co. Clks. No. 23,
Reg. No. 7B374. Term expires March 30, 1937.

State of Alabama,
Russell County.

Personally appeared before me, the undersigned authority, in and for the Russell County and State aforesaid, Abe Meltzer, one of the incorporators of the corporation known as Charm Dress Manufacturers, Inc., who acknowledged that he signed and executed the above and foregoing Articles of Incorporation as his act and deed, on the 24 day of May, 1935.

(SEAL)

G. W. Mitchell, Notary Public.

State of Louisiana,
Parish of Orleans.

Personally appeared before me, the undersigned authority in and for the Morris H. Goldstein, Orleans Parish, County and State aforesaid, Morris H. Goldstein, one of the incorporators of the corporation known as Charm Dress Manufacturers, who acknowledged that he signed and executed the above and foregoing Articles of Incorporation as his act and deed, on the 23rd day of May, 1935.

(SEAL)

Walter G. Wedig, Notary Public.

Received at the office of the Secretary of State, this the 31st day of May, A.D., 1935, together with the sum of $50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.
May 31, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of CHARM DRESS MANUFACTURERS, 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 31st day of May, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State
Recorded: June 3, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

#6679

ARTICLES OF ASSOCIATION AND INCORPORATION
OF

CLAY COUNTY COOPERATIVE, (A. A. L.)

Sec. 1. We, B. Moseley, Jr., of Clay County, Mississippi, (P.O.address West Point, Mississippi); Claude Millsaps of Clay County, Mississippi, (P.O.address RFD #2, Cedar Bluff, Mississippi); R. H. Kernodle of Clay County, Mississippi, (P.O.address Tibbee Station, Mississippi); C. A. Estridge of Clay County, Mississippi, (P.O.Address RFD #1, West Point, Mississippi); W. M. Awtrey of Clay County, Mississippi, (P.O.address RFD #2, Prairie, Mississippi); Roy Harter of Clay County, Mississippi; Silas Thompson of Clay County, Mississippi, (P.O. address RFD #3, West Point, Mississippi); Walter Simmons of Clay County, Mississippi, (P. O. address Montpelier, Mississippi); J. L. Hazlewood of Clay County, Mississippi, (P. O. address RFD # 2, Cedar Bluff, Mississippi); M. G. Hazard of Clay County, Mississippi, (P.O. address RFD # 2, West Point, Mississippi); the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our association and successors shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges and immunities by said statute given or allowed, setting forth the following.

Section 2. The name of the organization shall be Clay County Cooperative (A. A. L.).

Section 3. The period of existence shall be fifty years.

Section 4. The domicile shall be at West Point, in the County of Clay, in the State of Mississippi.

Section 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

Section 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

In testimoney whereof we have hereunto set our hands in duplicate, this 1st day of June, 1935.

B. Mosely, Jr.
Claude Millsaps
R. H. Kernodle
C. A. Estridge
W. M. Awtrey
Roy Harter
Silas Thompson
Walter Simmons
J. L. Hazlewood
M. G. Hazard

State of Mississippi)
County of Clay)

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

B. Mosely, Jr
Claude Millsaps
R. H. ~~Kernodle~~ KERNOOLE
C. A. Estridge
W. M. Awtry
Roy Harter
Silas Thompson
Walter Simmons
J. L. Hazlewood
M. G. Hazard

who then and there acknowledged that they signed and delivered the foregoihg instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 1st day of June, 1935.

(SEAL)

Herman E. Williams
Circuit Clerk and Ex-Officio Notary Public.
By, Mary Haughton, D. C.

STATE OF MISSISSIPPI
OFFICE OF
SECRETARY OF STATE
JACKSON.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Clay County Cooperative (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 3rd day of June, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 372, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 3rd day of June, 1935.

Walker Wood, Secretary of State.

Recorded: June 3rd, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

SUGGESTED FORM OF AMENDMENTS TO ARTICLES OF INCORPORATION FOR CONTINUING MISSISSIPPI STATE BANKS AND TRUST COMPANIES ISSUING ONE CLASS OF PREFERRED STOCK.

Proposed Amendment to Articles of Incorporation of

Merchants & Marine Bank of Pascagoula (Name of Bank), Pascagoula (City), Jackson (County), Mississippi (State).

RESOLVED FIRST, That the capital of this Corporation be increased in the sum of $50,000.00, by the issuance of $50,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $75,000.00, of which $50,000.00 is preferred and $25,000.00 is common stock.

RESOLVED SECOND, That the Articles of Incorporation be amended by striking out Article 3 and inserting in place thereof the following: "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED THIRD, That the Articles of Incorporation be further amended by striking out Article ____ and inserting in the place thereof the following:

3 (a) (1) Amount, classes, and shares of capital stock. -- The amount of capital stock of the Corporation shall be $75,000.00 divided into classes and shares as follows: (a) $50,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 1,600 shares of the par value of $31.25 (1) each; and (b) $25,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this Article 3 (a) divided into 1,000 shares of the par value of $25.00 each.

(2) Assessability of stock. -- The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock. -- The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this article 3 (a))accruing after May 28, 1935, (2) (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rates required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock. -- Dividends or other distributions whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this article 3(a)) accruing after the Recapitalization Date. If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such special reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of any such stock dividend shall be issuable without any further vote on the part of the holders of stock of any class or any further approval on the part of the State Comptroller.

(5) Determination of net profits. -- For the purpose of this article 3(a), the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period: (a) All expenses for such period; (b) All intefest accrued during such period; (c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves; (d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same; (e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and

1. The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation.
2. Insert date on which Articles of Incorporation amended by shareholders.

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however; that no deductions from gross earnings for the six months' period ending June 30, 1935, (3) need be made by reason of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made on account of loss incurred prior to or depreciation in assets existing at the Recapitalization Date. All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

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(6) Application of net profits. -- As long as any shares of preferred stock are outstanding, the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, no ments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936), sha apply the net profits of the Corporation for the six months' period ending on the next preceding 31 or June 30, as the case may be, to the following purposes and in the following order of priori

(a) To the payment of dividends on the outstanding preferred stock accrued to such February August 1, as the case may be. (b) To the payment into the preferred stock retirement fund (refer in section 8 of this article 3(a)) on August 1, 1936, of a sum equal to three-quarters of one per of the aggregate par value of the preferred stock at the time outstanding, and on each February August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per the aggregate par value of the preferred stock at the time outstanding, and on each February 1 an 1 thereafter of a sum equal to one-half of one per cent of the aggregate par value of the preferr at the time outstanding. In the event that the net profits of the Corporation shall on any such F 1 or August 1 be insufficient to permit the payment into such preferred stock retirement fund of amount hereinabove provided for, the deficiency shall be fully paid before any net profits of the thereafter shall be thereafter applied to any of the purposes hereinafter specified in this section 6. the payment into the preferred stock retirement fund (referred to in section 8 of this article 3 a sum equal to forty per cent of the remainder, if any, of such net profits: Provided, however, Aggregate amount paid into the preferred stock retirement fund in any one year in accordance with quirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value preferred stock at any time outstanding, whether or not any such stock shall have been subsequent tired or the aggregate par value thereof reduced in any manner whatsoever: Provided, further, how That unless otherwise elected, from time to time, by the Corporation by action of its Board of Di it shall not be required to make such payment into the preferred stock retirement fund required b paragraph (c) except from such net profits as may have accrued from and after December 31, 1935. to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws of 1934, any bala net profits for any such period may be applied from time to time to such lawful purposes as may b termined by the Board of Directors, subject, however, to the provisions of section 7 of this art

(7) Limitations on retirement of stock. -- Except with the approval of the State Comptroll preferred stock shall be called or purchased for retirement by the Corporation unless the then un capital, surplus and undivided profits of the Corporation, and the retirement funds provided for (after giving effect to the proceeds of the issuance of any stock issued to provide funds for suc tirement) exceed $88,000.00 (4) by an amount at least equal to the sum necessary to effect such re ment. No shares of preferred stock shall be called or purchased for retirement unless all accrued (whether or not earned or declared) to the dividend payment date next preceding the date of such ment shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase. -- Subject to the provisions of section 7 of article 3(a), whenever the balance in the preferred stock retirement fund shall amount to as much $1,000.00 (5), the Corporation shall (unless the Board of Directors shall elect to use the entire of such balance in the preferred stock retirement fund for the retirement of preferred stock by o provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to a of record of preferred stock at their respective addresses as shown on the books of the Corporati notice specifying the balance in such fund and stating that the same is available for the purchas retirement of preferred stock at the lowest prices (not in excess of the par value thereof and ac dividends thereon, whether or not earned or declared, to the date of purchase) offered within tw after the date of such notice. At the expiration of such twenty days, the Corporation shall appl balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the of such notice. Within ten days after such expiration, subject to the provisions of section 7 of article 3(a), the Corporation shall call for retirement, in the manner provided in section 9 here largest number of shares of preferred stock which can be retired from the balance in such retire remaining after deducting the amount paid or to be paid for the purchase for retirement of prefe as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such ret but the minimum capital shall in no event be reduced below the minimum amount of capital required Subject to the provisions of section 7 of this article 3(a), at any time and from time to time th Corporation may make such lawful transfers from its surplus and/or undivided profits to the pref stock retirement fund as the Board of Directors may determine. All shares of preferred stock pur for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cance forthwith and shall not be reissued.

(9) Retirement of preferred stock by call. -- Subject to the provisions of section 7 of th 3(a), the Corporation may at any time, at its election as expressed by resolution of the Board of retire the outstanding preferred stock as a whole, or from time to time in part, pro rata, or by such equitable manner to carry out the purpose of this section 9 as the Board of Directors of th tion in its discretion shall from time to time determine, (and provided always that the capital no event be reduced below the minimum amount of capital required by law) by paying for each shar retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whe not earned or declared, accrued to the date of such retirement. At least thirty days prior writ notice of every such retirement, stating the retirement date and the retirement price, and the p payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each sh be retired, at the address of such holder as shown on the books of the Corporation. Such notice geen so mailed, each holder of shares so called for retirement shall be entitled to receive payme the retirement price of such shares (without interest) upon surrender to the Corporation, on or retirement date, at the place designated in such notice, of the certificate or certificates there transferable form and, if required, properly stamped for transfer. In case less than all of the represented by any such certificate are retired, a new certificate shall be issued representing retired shares. From and after the retirement date (unless the Corporation shall default in pay the retirement price), all dividends on shares called for retirement shall cease to accrue, such shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholder Corporation, except the right to receive the retirement price, shall terminate. All shares so re shall be canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock; Amendments of Articles of Incorporation, etc. affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each of stock at the time outstanding, and not otherwise, and subject to such approval by the State C and such other conditions as at the time may be required by law --

3. Insert June 30 or December 31 next succeeding the Recapitalization Date.

4. This figure, representing approximately the unimpaired capital structure of the Corporation giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corp prior to the purchase of the preferred stock.

5. This figure will be fixed by Reconstruction Finance Corporat

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(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 3(a) in connection with the retirement of shares of preferred stock; (b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock; (c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;; (d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding; (e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all or substantially all of the assets and business of any banking corporation or trust company; (f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; (g) The Corporation may go into voluntary liquidation; and (h) Any plan of reorganization of the Corporation may be carried into effect --- Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article 3(a) and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11) Preemptive rights. -- In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights. -- (a) Except as otherwise provided in sections 10 and 13 of this article 3(a) and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him. (b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit. (c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled. (d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in sub-paragraph (2) of section 13 of this article 3(a), any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights. -- If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding --- (a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or (b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article 3(a)) in accordance with the requirements of paragraph (c) of section 6 of this article 3(a) on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or (c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or (d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation--then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c), and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller, at

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any time shall notify the Corporation that any director, officer or employee of the Corporation is garded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer employee is not removed from office (and, if requested by Reconstruction Finance Corporation, repl with a director, officer, or employee satisfactory to it) within thirty days after receipt by the tion of such notice, then, and until such removal and replacement shall have been effected, the ho of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters t number of the votes to which the holders of common stock, as a class, are at the time entitled, a holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real for its own use, or lease any real estate for its own use for a term longer than one year, witho case the affirmative vote of the holders of a majority of the preferred stock at the time outstand a written waiver of voting rights in respect thereto by the holders of such majority; provided, ho that this limitation shall not apply to real estate acquired under the provisions of sub-division 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creati without the affirmative vote of the holders of a majority of the preferred stock at the time outs or a written waiver of voting rights with respect thereto by the holders of such majority, but the debtedness herein referred to shall not be construed to include the issuance of circulating notes acceptance of time deposits, which may continue to be accepted by the Corporation under such cond as may be provided by law.

(14) Rights of preferred stock on liquidation. -- In the event of any receivership, conserva liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, bef payment or other distribution, whether in cash, property, or otherwise shall be made to the holde common stock, the holders of preferred stock shall be entitled to receive, for each share of such held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid divide thereon, whether or not earned or declared, accrued to the date of payment, but shall not be enti any other or further payment; provided, however, that a merger or consolidation in accordance wit and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding u Corporation within the meaning of this section 14.

3(a)-(a) Officers. -- The Board of Directors shall elect one of its members President of the tion. The Board may designate a director in lieu of the President to be Chairman of the Board, wh perform such duties as may be designated by the Board. The directors shall have power to elect one more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and t be authorized, in the absence or inability of the President from any cause, to perform all acts a pertaining to the office of president except such as the President only is authorized by law to pe and to elect or appoint a Cashier, and such other officers and clerks as may be required to transa business of the Corporation; and subject to the provisions of sub-paragraphs (1) and (2) of sectio of article 3(a) hereof, to fix the salaries to be paid to them, and to continue them in office or dismiss them as in the opinion of a majority of the Board the interests of the Corporation may de

(b) Powers of Board of Directors. -- The Board of Directors shall have the power to define duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the thereof; to regulate the manner in which election of directors shall be held and to appoint judges elections; to make all by-laws that it may be proper for them to make, not inconsistent with law Articles of Incorporation, for the general regulation of the business of the Corporation and the ment of its affairs, and generally to do and perform all acts that it may be legal for a board o to do and perform according to law and within the limits of these Articles of Incorporation.

3(b) Special meetings of shareholders. -- Except as otherwise specifically provided by sta special meetings of the shareholders may be called for any purpose at any time by the Board of Di or by the holders of at least ten per cent of the then outstanding shares of any class. Every such meeting shall be called by mailing, not less than ten days before the time fixed for the meeting shareholders of record entitled to act and vote at such meeting, at their respective addresses as on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be in writing.

RESOLVED FOURTH, That each shareholder of record may subscribe within five days from and a date of this meeting to such issue of preferred stock in proportion to the number of shares of co stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED FIFTH, That the Board of Directors through its proper officers, at the expiration said five days, shall sell the unsubscribed portion of such preferred stock at such price (not le the par value thereof) to Reconstruction Finance Corporation and/or to such other person or perso the Board of Directors may deem advisable.

At a meeting of the shareholders of Merchants & Marine Bank of Pascagoula, Pascagoula, Mis
(Name of Bank) (City)
held on May 28, 1935, ten days' notice of the proposed business having been given by registered of the foregoing resolutions were adopted by the following vote -- the affirmative vote represent 92-8/10% of the total number of shares of capital stock outstanding.

Total number of shares of capital stock - - - - - - - - - - - - - - - - - -	1000
Total number of shares represented at the meeting - - - - - - - - - - - - -	928
Total number of shares voted in favor of the resolution - - - - - - - - - -	928
Total number of shares voted against the resolution - - - - - - - - - - - -	None

I hereby certify that this is a true and correct report (a) of the number of days' notice by registered mail, of the meeting of shareholders of this bank held on the date above mentioned the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the s holders voting therefor and the number of shares voted by each is on file in the bank; (e) that n of stock of this bank owned by this bank were voted at said meeting; (f) that no shares of stock this bank as sole trustee were voted at said meeting; and (g) that no shares of stock of this ban by this bank as co-trustee were voted at said meeting by this bank.

Edmond J. Jane, President

(SEAL OF BANK)

Subscribed and sworn to before me this 31 day of May, A. D., 1935.

Fred Taylor, Clerk Chancery Court
Jackson County, Mississippi.

STATE OF MISSISSIPPI
DEPARTMENT OF BANK SUPERVISION, Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have e

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the proposed amendment to the Charter of Incorporation of Merchants & Marine Bank of Pascagoula, Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $50,000.00 by the issuance of $50,000.00 of preferred stock under the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, making the total capital of Merchants & Marine Bank of Pascagoula, $75,000.00, $50,000.00 of which is preferred stock, and $25,000.00 is common stock, and I do hereby approve the proposed amendment.

Given under my hand and the Seal of the Department of Bank Supervision, this the 4th day of June, 1935.

M. D. Brett, State Comptroller.

(S E A L)

Received at the office of the Secretary of State, this the 4th day of June, A. D., 1935, together with the sum of $100.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 4, 1935.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Merchants & Marine Bank of Pascagoula is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 5th day of June, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: June 5, 1935.

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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The Charter of Incorporation of
WINONA CHAMBER OF COMMERCE

1. The corporate title of said company is WINONA CHAMBER OF COMMERCE.
2. The names of the incorporators are: C. E. Burns, Postoffice Winona, Miss., J. A. Dantzler, Postoffice Winona, Miss., and W. D. Trewolla, Postoffice Winona, Miss.
3. The domicile is at Winona, Montgomery County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no liability against members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is Fifty Years.
7. The purpose for which it is created: To promote the civic welfare, assume the responsibilities of intelligent and patriotic citizenship, study and foster the commercial, industrial and educational advantages of the City of Winona, Mississippi, encourage mutual understanding, and promote the business and social relationship of the members of this organization. Its activities shall be characterized neither by partisan not sectarian tendencies. It is to be a non-share corporation, further, to do and perform all things incidental and necessary thereto, provided nothing shall be done contrary or in violation to the laws of the State of Mississippi; and to do and perform all things usual and customary to chambers of commerce and to have the power to do all things incidental and necessary thereto, notcontrary to law. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.
8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: None.

C. E. Burns,
J. A. Dantzler,
W. D. Trewolla,
Incorporators.

State of Mississippi,
County of Montgomery.

This day personally appeared before me, the undersigned authority, C. E. Burns, and J. A. Dantzler and W. D. Trewolla, incorporators of the corporation known as Winona Chamber of Commerce, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 31st day of May, 1935.

Otis E. Brannon, Chancery Clerk.
(SEAL)

I, W. D. Trewolla, Secretary of Winona Chamber of Commerce, do hereby certify that the following resolution was duly moved, seconded and adopted at a meeting of the board of directors of Winona Chamber of Commerce, said meeting being held in Winona, Mississippi, on the 31st day of May, 1935, as the resolution appears on the minutes of the above organization, to-wit:

"Be it resolved by the board of directors of the Winona Chamber of Commerce that C. E. Burns, and J. A. Dantzler, and W. D. Trewolla be and they are hereby authorized and directed to apply to the State of Mississippi for a charter of incorporation for the said Winona Chamber of Commerce, and further to do all things necessary and incidental to incorporate said organization."

Witness my signature this 31 day of May, 1935.

W. D. Trewolla, Secretary,
Winona Chamber of Commerce.

Received at the office of the Secretary of State this the 1st day of June, 1935, together with the sum of $10,00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.
Jackson, Miss., June 1st, 1935.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Winona 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 4th day of June, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 5th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

#6683 W

CHARTER OF INCORPORATION
OF
PROTECTIVE AGENCY CORPORATION
*****

I. The corporate title of said company is: Protective Agency Corporation.
II. The names of the incorporators are: Thomas J. Grayson, Jackson, Mississippi; John B. M
Jackson, Mississippi; J. Ed Franklin, Jackson, Mississippi.
III. The domicile is at Jackson, Hinds County, Mississippi.
IV. Amount of capital stock and particulars as to class or classes thereof: Five Hundred (
Shares, all common stock, of the par value of Ten ($10.00) Dollars per share, amounting in th
aggregate to Five Thousand ($5,000.00) Dollars. Said stock may be bought and paid for in cash
services or property, at a price to be fixed by the Board of Directors.
V. Number of shares for each class and par value thereof: Five Hundred (500) Shares, all c
stock, of the par value of Ten ($10.00) Dollars per share.
VI. The period of existence (not to exceed fifty years) is Fifty years.
VII. The purposes for which the corporation is created are:
(a) To write and/or to brokerage all kinds of insurance.
(b) To act as General Agent in the matter of all kinds of insurance and to make bargai
and contracts incident thereto.
(c) To do a general brokerage business.
(d) To act as Agent for individuals and/or corporations in the furtherance of their pu
poses and the carrying on of their or its business and to make bargains and contracts incide
thereto.
(e) The rights and powers that may be exercised by this corporation, in addition to th
foregoing, are those conferred by Chapter 100, Mississippi Code of 1930 Annotated, and the ge
corporation laws of the State of Mississippi.
VIII. Number of shares of each class to be subscribed and paid for before the corporation
begin business:
On hundred (100) shares to be subscribed and paid for in cash, in services or in pr
The incorporators and those interested may call a meeting at any time and place in
City of Jackson, Mississippi, after the approval of this Charter, for the purpose of electin
ectors and do anything necessary, looking to the organization of this corporation.
WITNESS the signatures of the said incorporators, this the 8th day of June A. D., 19

Thomas J. Grayson
John B. Marshall
J. Ed Franklin, Incorporators.

STATE OF MISSISSIPPI)
COUNTY OF HINDS.)

Personally appeared before me, the undersigned Notary Public, in and for the County
State aforesaid, the above named Thomas J. Grayson, John B. Marshall and J. Ed Franklin, the
corporators of the corporation known as Protective Agency Corporation, who each acknowledged
they signed, executed and delivered the above and foregoing Charter of Articles of Incorpora
as their voluntary deed.
Given under my hand and Notarial Seal, this the 8th day of June, A.D., 1935.

(SEAL)

Fannie L. Dyer, Notary Public.
Commission expires Sept. 30, 1936.

Received at the office of the Secretary of State, this the 8th day of June A.D., 19
together with the sum of $20.00 deposited to cover the recording fee, and referred to the A
General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.
June 10th, 1935.

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

Greek L. Rice, Attorney General.
By, W. W. Pierce, Assistant Attorney General

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of PROTECTIVE AGENCY CORPORATION
hereby approved.
In testimony whereof, I have hereunto set my hand and caused the Great Seal of the
of Mississippi to be affixed, this 10th day of June, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: June 10th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
FARMERS ASSOCIATED GIN CO. (A.A.L.)

1. The corporate title of said company is Farmers Associated Gin Co. (A.A.L.)
2. The names of the incorporators are: Will N. Pillow, Postoffice, Itta Bena, Mississippi; A. G. Stevens, Postoffice, Greenwood, Mississippi; R. L. Pillow, Postoffice, Greenwood, Mississippi; C. C. Moore, Postoffice, Itta Bena, Mississippi; J. E. Simmons, Postoffice, Itta Bena, Mississippi; M. M. Cochran, Postoffice, Itta Bena, Mississippi; S. J. Steen, Postoffice, Itta Bena, Mississippi; J. A. Coleman, Postoffice, Itta Bena, Mississippi; E. C. Reddoch, Postoffice, Itta Bena, Mississippi; L. B. Hartman, Postoffice, Itta Bena, Mississippi; M. D. Alexander, Postoffice, Itta Bena, Mississippi; J. D. McCaskill, Postoffice, Itta Bena, Mississippi; H. G. Wilson, Postoffice, Itta Bena, Mississippi; Z. A. Parker, Postoffice, Itta Bena, Mississippi; S. B. Hammond, Postoffice, Itta Bena, Mississippi; Guy W. Yates, Postoffice, Itta Bena, Mississippi; R. V. Howard, Postoffice, Itta Bena, Mississippi; R. F. Bratton, Postoffice, Itta Bena, Mississippi; G. D. Ayres, Postoffice, Itta Bena, Mississippi; J. H. Edwards, Postoffice, Itta Bena, Mississippi.
3. The purpose for which it is created is to own, lease, rent, operate and maintain cotton gins, buy and sell cotton seed and buy and sell co-operatively for its stockholders and members, and to do and perform any and all other acts and things necessary or expedient in carrying out the purpose of the corporation and the purpose for which it is created.
4. The domicile is at Itta Bena, Le-Flore County, Mississippi.
5. The period of existence is fifty years.
6. The affairs of this corporation shall be managed by seven directors, who shall be chosen at the annual meeting of stockholders, all of whom shall be stockholders; the directors so elected shall hold their respective offices until the next annual meeting of the stockholders, and until their successors are elected and qualified.
7. The rights and powers and privileges that may be exercised by this corporation in addition to the foregoing and to those hereinafter mentioned are those conferred by Article One, Chapter ninety-nine of the Code of 1930.
8. The amount of capital stock and particulars as to class or classes thereof; The amount of authorized capital stock is Twelve Thousand Two Hundred Dollars, divided into one hundred twenty shares of preferred stock of the par value of one hundred dollars per share, which said preferred stock shall be entitled to receive a fixed dividend of eight per centum per annum, before the common stock shall be entitled to receive any dividend, but said fixed dividend of eight per centum shall be non cumulative, but shall not be entitled to any other preference or privilege over the common stock, and forty shares of capital stock shall be common stock of the par value of five dollars per share, said common stock shall be without restrictions or special privilege, except as provided in section nine hereof.
9. At the close of the fiscal year, the net earnings of the corporation shall be ascertained, and after having created proper and adequate reserves for depreciation, losses and contingencies, and said net earnings shall have been reduced to money, the same shall be paid out and distributed as follows:

A cash dividend of not exceeding eight per centum per annum of the preferred stock outstanding, shall be declared and paid to the holders thereof, and the balance of such net earnings, if any, shall then be distributed as follows, a dividend of eight per centum and no more shall be declared upon the common stock outstanding and paid to the holders thereof, and the balance of such net earnings then remaining, if any, shall then be distributed and paid to the stockholders and members in proportion to the number of bales of cotton weighing on an average of five hundred pounds each ginned by them respectively, at the gins of this corporation during the fiscal year next preceeding, but not in proportion to the amount of capital stock owned by such stockholders respectively.
10. The total number of shares of stock to be subscribed and paid for before the corporation begins business, is twenty shares of either common or preferred stock, and said shares may be paid for in cash or property.
11. Membership in this corporation may be extended to producers of cotton without ownership of any share or shares therein, upon application therefor made in writing and subject to the approval and contract requirements imposed by the by-laws of said corporation.

J. A. Coleman — Will N. Pillow
Claude Reddoch — A. G. Stevens
L. B. Hartman — R. L. Pillow
M. D. Alexander — C. C. Moore
J. D. McCaskill — J. E. Simmons
H. G. Wilson — M.M.Cochran
Z. A. Parker — S. J. Steen
S. B. Hammond — R. F. Bratton
Guy W. Yates — G. D. Ayres
R. V. Howard — J. H. Edwards

State of Mississippi, County of Le-Flore.
This day personally appeared before me, the undersigned authority, a Notary Public, in and for the County of Le-Flore tate of Mississippi, the within named C. C. Moore, one of the incorporators of the corporation known as Farmers Associated Gin Co. (A.A.L.), 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 June 1935.
Mrs. J. L. McCracken, Notary Public.
(SEAL) My commission expires Oct. 15th, 1938.

State of Mississippi, County of Sunflower.
This day personally appeared before me, the undersigned authority, a notary public, in and for the county of Sunflower, state of Mississippi, the within named, Will N. Pillow, A. G. Stevens, R. L. Pillow, C. C. Moore, J. E. Simmons, M. M. Cochran, S. J. Steen, J. A. Coleman, E. C. Reddoch, L. B. Hartman, M. D. Alexander, J. D. McCaskill, H. G. Wilson, Z. A. Parker, S. B. Hammond, Guy W. Yates, R. V. Howard, R. F. Bratton, G. D. Ayres, J. H. Edwards, all of the incorporators of the corporation known as Farmers Associated Gin Co. (A.A.L.) who acknowledged that they signed and executed the above and foregoing articles as their act and deed on this the 12th day of June A. D. 1935.
Mrs. James McDowell, Notary Public.
(SEAL) My commission expires August 2nd, 1938.

State of Mississippi,
Office of Secretary of State, Jackson.
I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Farmers Associated Gin Co., (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office, this the 14th day of June, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 381, and the other copy thereof returned to said association.
Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 14th day of June, 1935.
Walker Wood
Walker Wood, Secretary of State.

Recorded: June 15th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

#6688 W

CHARTER OF INCORPORATION
OF
THE ANGUILLA DRUG COMPANY.

I. The corporate title of said Company is THE ANGUILLA DRUG COMPANY.
2. The names and postoffice addresses of the incorporators are: W. B. Thomason, Anguilla, Mississippi; Lillie F. Thomason, Anguilla, Mississippi; Margie T. Ward, Anguilla, Mississippi; Lilliam Katherine Thomason, Anguilla, Mississippi; W. B. Thomason, Jr., Anguilla, Mississippi.
3. The domicile of the said corporation is at Anguilla, Sharkey County, State of Mississippi.
4. The amount of Capital Stock is Four Thousand Dollars ($4000.00). All stock shall be common stock, and the par value of shares is One Hundred Dollars ($100.00).
5. The period of existence not to exceed fifty years is fifty years.
6. The purpose for which it is created is to operate a general drug store and handle drugs, drug sundries, and other things incident to a general drug business and prescription work, and shall exercise the rights and powers in addition thereto as are conferred by the provision of Chapter 100 of the Code of 1930 and laws amendatory thereof.

W. B. Thomason
Mrs. Lillie F. Thomason
Margie T. Ward
W. B. Thomason, Jr.,
Lillian K. Thomason

STATE OF MISSISSIPPI
SHARKEY COUNTY.

Before me the undersigned authority at law in and for the county and state aforesaid, personally appeared W. B. Thomason, Lillie F. Thomason, Margie T. Ward and W. B. Thomason, Jr., each acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and official seal this 6th day of June, 1935.

(SEAL) W. T. McKinney, Notary Public.

STATE OF MISSISSIPPI
WARREN COUNTY.

Before me the undersigned authority at law in and for the county and state aforesaid, personally appeared Lillian Katherine Thomason, who acknowledged that she signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and official seal this 7th day of June, 1935.

B. H. Colmery, Notary Public.

Received at the office of the Secretary of State, this the 12th day of June, A. D., 1935, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.
June 12, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of THE ANGUILLA DRUG COMPANY is hereby approved.

In testimony whereof, I have hereunto set my hand and cuased the Great Seal of the State of Mississippi to be affixed, this 17th day of June, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: June 19th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6687 W

THE CHARTER OF INCORPORATION
OF
" STEIN STORE"

1. The name of said incorporated company shall be STEIN'S STORE.
2. The names of the incorporators and their postoffice addresses are: S. M. Stein, Senatobia, Mississippi; Mrs. Sophia Stein, Senatobia, Mississippi and Miss Saline Stein, No. 139 Custer Ave., Evanston, Illinois.
3. The domicile of said corporation shall be Senatobia, Tate County, Mississippi.
4. The amount of authorized capital stock shall be $5000.00, in shares of $100.00 each, par value. Each owner of said stock shall be entitled to as many votes, in the elections held by said corporation as he has shares.
5. The sale price of said stock shall be par value.
6. The said corporation shall continue for a period, not to exceed fifty years.
7. The purpose of said incorporation shall be to buy and sell merchandise and to conduct a general mercantile business, with all the powers and rights incident thereto, to take security for the debts due the corporation on either real or personal property and to buy, own and sell real or personal property or do farming of said real estate, to borrow money and to pledge the corporate assets therefor in connection with the operation of said mercantile business/and in addition thereto shall have all the rights conferred by the provisions of Chapter 413l and other chapters of the Mississippi Code of 1931, Annotated.
8. The number of shares of stock necessary to be subscribed and paid for before said corporation shall begin business shall be (20) Twenty.

Witness the signatures of said incorporators on this the ____day of June, 1935.

S. M. Stein
Sophia Stein
Saline Stein

STATE OF MISSISSIPPI,
TATE COUNTY.

Before me the undersigned authority this day came S, M. Stein, who acknowledged that he signed and delivered the foregoing instrument on the date thereof as his act and deed.

Witness my signature this the 5th day of June, 1935.

(SEAL)

M. H. Dandridge, N. P,
My Commission expires Feb. 24, 1937

STATE OF ILLINOIS,
COOK COUNTY.

Before me, the undersigned authority in and for said state and county this day came Mrs, Sophia Stein and Miss Saline Stein, who each acknowledged that she signed and delivered the foregoing instrument of incorporation on the date thereof as her act and deed.

Witness my signature and seal of office this the 10th day of June, 1935.

(SEAL)

George J. Kabrine, Ntoary Public.
My term of office expires on the 4th day of April, 1936.

STATE OF ILLINOIS,)
COOK COUNTY.) ss.

I, MICHAEL J. FLYNN, County Clerk of the County of Cook, DO HEREBY CERTIFY that I am the lawful custodian of the official records of Notaries Public of said County, and as such officer am duly authorized to issue certificates of magistracy, that GEORGE J. KABRINE, whose name is subscribed to the proof of acknowledgment of the annexed instrument in writing, was, at the time of taking such proof of acknowledgment, a Notary Public in and for Cook County, duly commissioned, sworn and acting as such and authorized to take acknowledgments and proofs of deeds or conveyances of lands, tenements or hereditaments, in said State of Illinois, and to administer oaths; all of which appears from the records and files in my office; that I am well acquainted with the handwriting of said Notary and verily believe that the signature to the said proof of acknowledgment is genuine.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of the County of Cook at my office in the City of Chicago, in the said County, this 10 day of June, 1935.

(SEAL)

Michael J. Flynn, County Clerk.

Received at the office of the Secretary of State, this the 12th day of June, A. D., 1935, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
June 12th, 1935.

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

Greek L. Rice, Attorney General.
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of STEIN'S 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 17th day of June, 1935.

Sennett Conner
GOVERNOR

By the Governor

Walker Wood, Secretary of State.

Recorded: June 19th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to Charter, A.D. & L. Oppenheim, Inc.

Amend Paragraph 4 to read as Follows:

"Amount of capital stock and particulars as to class or classes thereof:
"Four Hundred shares of Common Stock of the par value of One Hundred ($100.00) Dollars per share, aggregating a total capital stock of Forty Thousand ($40,000.00) Dollars."

A. D. Oppenheim, President.
Jeanette Oppenheim, Secretary.

State of Mississippi,
County of Hinds.

Personally appeared before me, the undersigned authority in and for the aforesaid County and State, A. D. Oppemheim and Jeanette Oppenheim, President and Secretary, Respectively of A. D. & L. Oppenheim, Inc., who acknowledged, as such officers, that the above amendment was regularly passed, and that they, by authority conferred at a meeting of all the stockholders, signed and executed the above amendment as the act and deed of said corporation, this the 5th day of June, 1935.

(SEAL)

Edwin T. Calhoun, Ex Officio Notary Public. Justice of the Peace, 5th District, Hinds County, Mississippi.

Received at the office of the Secretary of State, this the 20th day of June, 1935, together with the sum of $50.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Mississippi,
June _____, 1935.

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

Greek L. Rice, Attorney General.
by W. D. Conn, Jr., Asst.Atty Gen.

Resolution for Amendment of Charter of A.D. & L. Oppenheim, Inc.

RESOLVED: that, whereas it appears to the Board that the Charter of said corporation be amended so as to increase the amount of capital stock to 400 shares;

NOW, THEREFORE: the Presidant and Secretary of the corporation are hereby directed and authorized to amend paragraph 4 of said charter to read as follows: "Amount of capital stock and particulars as to class or classes thereof:

"Four Hundred Shares of Common Stock of the par value of One Hundred ($100.00) Dollars per share, aggregating a total capital stock of Forty Thousand ($40,000.00) Dollars."

Certificate.

We, the undersigned, A. D. Oppenheim and Jeanette Oppenhiem, President and Secretary respectively, of A. D. & L. Oppenhiem, Inc., do hereby certify that the above and foregoing resolution was adopted and approved by the stockholders of said corporation, in a meeting of the stockholders held at the offices of the corporation in the City of Jackson, Hinds County, Mississippi, at 4 o'clock P. M.? on June 5, 1935.

A. D. Oppenhiem, President
Jeanette Oppenheim, Secretary.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of A. D. & L. Oppenheim, Inc., is hereby approved.

In testimony whereof, I have herunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 20th day of June, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: June 21, 1935.

DECKER PRINTING HOUSE JACKSON MISS

#6695 W

THE CHARTER OF INCORPORATION
OF
MISSISSIPPI GAMMA HOUSE ASSOCIATION OF SIGMA ALPHA EPSILON.

1. The corporate title of said company is: Mississippi Gamma House Ass'n. of Sigma Alpha Epsilon.

2. The names of the incorporators are: Edgar G. Williams, Postoffice, McComb, Mississippi; Eric A. Dawson, Postoffice, University, Mississippi; James Stone, Jr., Postoffice, Oxford, Mississippi.

3. The domicile is at University, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: NONE. This is a Non-Share Corporation.

5. Number of shares for each class and par value thereof: None.

In accord with Section 4131, Code of 1930:

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 it's members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire porporate property shall be liable for the claims of creditors.

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

7. The purpose for which it is created: To erect a lodge, maintain club rooms, encourage education and the furtherance of fraternal and social life.

The Organization shall be a non-profit organization, non-sectarian, and shall at all times be strictly American, and shall be governed strictly by the principles and spirit of the Constitution and Laws of the State of Mississippi and of the United States of America.

The Corporation may own property, real, personal and mixed, and make such contracts not inconsistent with law, as may be necessary, incident, or convenient, in the carrying on of its business and activities.

It may borrow money and secure its debts by conveyance, pledges, or hypothecation of its assets.

It may adopt By-Laws, Rules and Regulations for the conduct of its affairs.

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

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business, None.

Edgar G. Williams
Eric A. Dawson
James Stone, Jr.,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }
COUNTY OF PIKE. }

This day personally appeared before me, the undersigned authority Edgar G. Williams, incorporators of the corporation known as the Mississippi Gamma House Association who acknowledged that they signed and executed the above and foregoing articles of incorporation as their deed on this deed on this the 10th day of June, A. D., 1935.

(SEAL)

Nell W. Hunt, Notary Public.

STATE OF MISSISSIPPI }
COUNTY OF LAFAYETTE. }

This day personally appeared before me, the undersigned authority Eric A. Dawson, and James Stone, Jr., incorporators of the corporation knwon as the Mississippi Gamma House Ass'n. who acknowledged that they signed and executed the above and foregoing articles of incorporations as their act and deed on this the 11th day of June, A. D., 1935.

(SEAL)

Mary A. Stone, Notary Public.
My Commission expires April 28, 1936.

Received at the office of the Secretary of State this the 22nd day of June, A.D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
June 22nd, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

At a meeting of Mississippi Gamma chapter of Sigma Alpha Epsilon, held in the chapter rooms in Oxford, Mississippi the following resolution was unanimously adopted:

Resolved that the Mississippi Gamma House Association of Sigma Alpha Epsilon be incorporated under the laws of the State of Mississippi as a corporation not for profit and that Edgar G. Williams of McComb, Mississippi be named president of said corporation, Eric A. Dawson of University, Mississippi, secretary and James Stone, Jr., of Oxford, Mississippi as vice-president, and these three parties are hereby authorized to apply for a Charter for said Organization.

The above resolution was adopted in meeting held May 29, 1935.

Frank Massingill, Eminent Archon.
Abbott Ferris, Eminent Recorder.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of MISSISSIPPI GAMMA HOUSE ASS'N. of SIGMA

TUCKER PRINTING HOUSE JACKSON MISS

ALPHA EPSILON is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 22nd day of June, 1935.

By the Governor

Sennett Conner

Walker Wood
Secretary of State.

Recorded: June 25th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

#6692 W

THE CHARTER OF INCORPORATION
OF
CLARKSDALE LAUNDRY.

I. The corporate title of said company is Clarksdale Laundry.
II. The names and post office addresses of the incorporators are: G. E. Cook, Clarksdale, Mississippi; Mrs. P. T. Cook, Clarksdale, Mississippi; I. S. Luckett, Clarksdale, Mississippi.
III. The domicile of the corporation is Clarksdale, Mississippi.
IV. The amount of authorized capital stock is Five Thousand ($5,000.00) Dollars, having a par value of One Hundred ($100.00) Dollars per share, all to be common stock.
V. The period of existence, not to exceed fifty years, is fifty years.
VI. The purposes for which the corporation is created are: to engage in the laudnry business, the cleaning, pressing and dyeing business, and the cleaning, blocking and reblocking of hats. The said company shall have the right and power to borrow money and to secure the same by liens on its property; to operate laundries, pressing and dry cleaning plants, either as owner or lessee; and to buy or lease real estate in an amount not contrary to law. In addition to the rights and powers hereinabove set forth, the company shall have all further rights and powers conferred by the provisions of Chapter 100 of the Mississippi Code 1930 Annotated.
VII. The number of shares of stock necessary to be subscribed and paid for, either in cash, property or services, before the corporation shall commence business, is twenty-five (25) shares of the par value of One Hundred ($100.00) Dollars per share.

G. E. Cook
Mrs. P. T. Cook
I. S. Luckett

STATE OF MISSISSIPPI
COAHOMA COUNTY
CITY OF CLARKSDALE.

Personally appeared before me, the undersigned Notary Public in and for said City, County and State, the within named G. E. Cook, Mrs. P. T. Cook and I. S. Luckett, who acknowledged that they signed the above and foregoing for the purposes therein stated.
Witness my hand and official seal on this the 18th day of June, 1935.

(SEAL)

Louise Arrington, Notary Public.

RECEIVED at the office of the Secretary of State this the 19th day of June, 1935, together with the sum of Twenty ($20.00) Dollars deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and Laws of this State or of the United States.
This the 21st day of June, 1935.

Greek L. Rice, Attorney General.
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of CLARKSDALE LAUNDRY is hereby 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 June, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: June 25th, 1935.

This Corporation dissolved and its Charter surrendered to the State of Mississippi by a decree of the Chancery Court of Coahoma County, Mississippi, dated May 8, 1940. Certified copy of said decree filed in this office, this May 13, 1940. Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

#6700 W

ARTICLES OF ASSOCIATION AND INCORPORATION
MUTUAL BENEFIT CREDIT UNION.

We, residents of the State of Mississippi, whose names are hereto subscribed, do by this agreement, associate ourselves together with the intention of forming a Credit Union in accordance with the provisions of Chapter 177 of the Laws of Mississippi of 1924, being Chapter 102, Code of Mississippi of 1930, and all Acts in amendment thereof or in addition thereto; and we do hereby bind ourselves to comply with the provisions of these Articles of Association and Incorporation and with all laws, rules and regulations applicable to credit unions in Mississippi; and do certify as follows:

(1) The name of the proposed Credit Union is the Mutual Benefit Credit Union. The principal office of the credit union is to be located in the City of Jackson, in the State of Mississippi.

(2) The names and addresses of the subscribers to these Articles of Association and Incorporation and the number of shares subscribed by each are as follows:

Name	Address	Shares Subscribed
J. B. Woolum	Mississippi Power & Light Company Jackson, Mississippi	I
L. M. Taylor	"	1
W. A. Moore	"	1
T. W. Crockett	"	1
W. W. Bean	"	1
G. W. Godwin	"	1
Dabney Parish	"	1
G. C. Jones	"	1
J. L. McCorkle	"	1
R. B. Fowles	"	1

(3) Incorporation is desired under the credit union law of the State of Mississippi as indicated. The par value of the shares shall be five dollars per share.

(4) The Association and its members will comply with all laws, rules and regulations applicable to credit unions.

In witness whereof we have made, signed and acknowledged these Articles of Association Incorporation this 24th day of June, 1935.

G. C. Jones
J. B. Woolum
W. A. Moore
T. W. Crockett
W. W. Bean
G. W. Godwin
L. M. Taylor
R. B. Fowles
J. L. McCorkle
Dabney Parish

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me, A. M. Nelson, a Notary Public, in and for said County, State, the within above named W. W. Bean, one of the signers of the foregoing Articles of Association of Mutual Benefit Credit Union, who acknowledged that he signed and executed the said Articles of Association and Incorporation, and that the same has been signed and executed by all of the signers thereof.

Given under my hand and seal of office in the said County and State, this the 24th day June, 1935.

(SEAL)

A. M. Nelson, Notary Public.
My Commission expires May 13, 1936.

Recorded: June 25th, 1935

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

6701 W

THE CHARTER OF THE INCORPORATION OF THE RALEIGH GIN COMPANY AT RALEIGH, MISSISSIPPI.

STATE OF MISSISSIPPI
SMITH COUNTY.

1. The corporate title of said company is Raleigh Gin Co.
2. The names of the incorporators are; and post office address: W. J. Barnes, Postoffice address, Collins, Miss; S. J. Dedeaux, Postoffice address, Collins, Miss; J. H. Moss, Postoffice address, Raleigh, Miss.
3. The domicile is Raleigh, Smith County, Miss.
4. The amount of authorized capital stock will be $9,000.00 common stock of $100.00 per share, but authorized to begin business when $9,000.00 has been subscribed and paid.
5. The par value of shares of such stock is $100.00 per share.
6. The period of existence not to exceed fifty years, is fifty years.
7. The purpose for which this corporation is created is to own, and operate gin, gin stand, and machinery incident thereto, to buy and sell cotten and cotton-seed, to buy mix, manufacture, and sell cotton seed and cotton seed products, and fertilizer, to buy and own real estate on which to maintain its gin house, and gin houses, warehouses, and storage rooms incident to carrying on the business of a public gin, and to have all the privileges enumerated and set forth under the provision of Chapter 100 of Miss. A. D., 1930 Code, and especially as provided for by Section 4146 of said Code, and all laws amendatory thereto.

Witness our signature, this the 5th day of June, A. D., 1935.

W. J. Barnes
S. J. Dedeaux
J. H. Moss

STATE OF MISSISSIPPI
COVINGTON COUNTY.

Personally appeared before me, W. W. Bynum, Clerk of the Circuit Court of Covington County, Miss., the above named W. J. Barnes, and S. J. Dedeaux, of Collins, Covington County, Miss., who acknowledged that they signed, and delivered the above and foregoing charter of incorporation on this day for the purpose therein mentioned, as stock holders therein.

Witness my official signature, and seal of office, this the 5th day of June, A.D., 1935.

(SEAL)

W. W. Bynum, Circuit Clerk.

STATE OF MISSISSIPPI
SMITH COUNTY.

Personally appeared before me the undersigned authority, Allen Caughman, clerk of the Chancery Court, Smith County, Mississippi, the above named J. H. Moss, who acknowledged that he signed and delivered the above and foregoing charter of incorporation, as stockholder, thereof, for the purpose therein mentioned.

Witness my official signature, and seal of office, this the 5th day of June, 1935.

(SEAL)

Allen Caughman, Clerk of Chancery Court.

Received at the office of the Secretary of State at Jackson, Mississippi, State of Mississippi, this the 25th day of June A. D., 1935, together with the sum of $28.00 fees as per the statutory provisions, and recording fee, and referred to the Attorney General for his opinion this the 25th day of June A. D., 1935.

Walker Wood, Secretary of State.

Jackson, Miss.,
June 27th, A.D. 1935.

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 the United States.

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of RALEIGH GIN 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 June, 1935.

Sennett Conner
GOVERNOR

By the Governor

Walker Wood
Secretary of State.

Recorded: June 29th, 1935

Suspended by State Tax Commission
& Authorized by Section 15, Chapter
121, Laws of Mississippi 1934 SEP 14 1936

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#6699 W

CHARTER OF INCORPORATION

(1) The Corporate Title of said Company is Parcel Delivery Service.
(2) The names and postoffice addresses of the incorporators are: J. T. Lovett, Postoffice, Hattiesburg, Mississippi; W. A. Lovett, Jr., Postoffice, Hattiesburg, Mississippi; W. A. Lovett, Hattiesburg, Mississippi.
(3) The domicile is at Hattiesburg, Mississippi.
(4) The amount of capital stock is $10,000.00, consisting of 100 shares of the par value of $100.00 per share.
(5) The period of existence (not to exceed fifty years) is fifty years.
(6) The purposes for which it is created is: To do a general hauling and trucking business, including the delivery of parcels, packages, freight, baggage and merchanise; to contract with stores, mercantile establishments, business houses, firms and individuals for the delivery to from such houses of their goods, wares, merchandise and parcels; to do a general hauling, tra and moving business, and to do any and all things ordinarily and usually done by a general hauling or transfer business.

Said Corporation may also engage in the business of buying and selling automobiles, borr and lend money; to buy and own such real estate as may be necessary for the proper conduct of business, and may do any and all things necessary or convenient not prohibited by law, for the conduct of the business above specified.

(7) The rights and powers that may exercised by said corporation, in addition thereto, are those conferred by the provisions of Chapter 100 of the Code of 1930, and all laws amendatory thereto.

Jas. T. Lovett
W. A. Lovett, Jr.,
W. A. Lovett,
Incorporators.

STATE OF MISSISSIPPI
COUNTY OF FORREST
CITY OF HATTIESBURG.

Personally appeared before me, the undersigned authority, in and for said City, County and State, J. T. Lovett, W. A. Lovett, Jr., and W. A. Lovett, Incorporators of Parcel Delivery Service, who each acknowledged that they executed the above and foregoing instrument, on the day and year and for the purposes therein mentioned as their own free and voluntary act and deed.

Witness my hand and official seal this the 24th day of June, 1935.

(SEAL)

Mrs. Elizabeth Harper, Notary Public.
My Commission expires Oct. 15, 1938.

Received at the office of the Secretary of State, this the 25th day of June, A. D. 1935, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
June 25, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of PARCEL DELIVERY SERVICE is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 28th day of June, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood,
Secretary of State.

Recorded: June 29th, 1935.

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AN AMENDMENT TO THE CHARTER OF INCORPORATION
OF
THE PROGRESSIVE BANK OF SUMMIT----Summit, Mississippi.

Original Charter being of record in the office of the Secretary of State, in Book of Incorporations No. 19, at page No. 398, and being dated the 13th day of March A.D., 1915---and the amendment to said charter which was dated June 20th, 1920 and is of record in the office of the Secretary of State in Book of Incorporation in Book No. 22, at page No. 212----

Be it remembered that on the 25th day of June A.D., 1935 at a meeting of the stockholders of The Progressive Bank of Summit, Summit, State of Mississippi, which said meeting was held in the banking building in the Town of Summit, Mississippi-at which meeting all of the stock of said bank was represented, and the following resolutions were offered and passed and unanimously adopted by said stockholders-

Be it resolved that the name of the bank be changed from The Progressive Bank of Summit-Summit, Mississippi---to The Progressive Bank-Summit, Mississippi, and that the capital stock be reduced from the sum of FIFTY THOUSAND and No/100 dollars and 500 shares of par value of $100.00 each, to the sum of TWENTY-FIVE THOUSAND and No/100 dollars, and the president and cashier of said The Progressive Bank of Summit are hereby authorized and directed to take the necessary steps to amend the charter in accordance with this resolution.

And the president and board of directors of said bank are hereby authorized and directed to provide for the surrender and cancellation of all outstanding stock in The Progressive Bank of Summit, and for the issuance of new stock to the amount of TWENTY-FIVE THOUSAND and No-/100 dollars in The Progressive Bank, Summit, Mississippi-

AMENDMENT TO THE CHARTER OF INCORPORATION OF THE PROGRESSIVE BANK OF SUMMIT, Summit, Mississippi.

In accordance with the foregoing resolution, the Charter of Incorporation of The Progressive Bank of Summit, Summit, Mississippi, is hereby amended so that the name of said bank is to be changed from The Progressive Bank of Summit, Summit, Mississippi to The Progressive Bank-Summit, Mississippi, and the capital stock of said bank is reduced from the sum of FIFTY THOUSAND and no/100 dollars, and 500 shares of par value of $100.00 each to the sum of TWENTY-FIVE THOUSAND and No/100 dollars, and 250 shares of par value of $100.00 each and the capital stock of said corporation hereafter is to be the sum of TWENTY-FIVE THOUSAND and No/100 dollars, divided into 250 shares of par value of $100.00 each.

This the 25th day of June A.D., 1935.

J. T. Covington, President.

E. M. Cain, Cashier.

I, J. T. Covington, president of The Progressive Bank of Summit, Summit, Mississippi-hereby certify that the above and foregoing proceedings is a true and correct copy of the proceedings as of record in Minute Book No. A-at page No. 216 of the minutes of the proceedings of the meetings of the stockholders of The Progressive Bank of Summit, Summit, Mississippi-

Witness my hand and seal of said corporation this the 25th day of June A. D., 1935.

(SEAL)

J. T. Covington
President of The Progressive Bank of Summit, Summit, Mississippi.

Received at the office of the Secretary of State, this the 27th day of June, A.D., 1935, to-wit: with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
June 27, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

DEPARTMENT OF
BANK SUPERVISION
JACKSON, MISSISSIPPI.

I, M. D. Brett, State Comptroller, Department of Bank Supervision, STATE OF MISSISSIPPI, do hereby certify that I have examined the foregoing proceedings and amendment to the charter of The Progressive Bank of Summit" Summit, Mississippi, changing the name of said bank from "The Progressive Bank of Summit" to "The Progressive Bank" and reducing its capital stock from $50,000.00 and 500 shares par value $100.00 each to the sum of $25,000.00 and 250 shares of par value $100.00 each and hereby approve same.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 26th day of June, 1935, at Jackson, Mississippi

(SEAL)

M. D. Brett, STATE COMPTROLLER.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of THE PROGRESSIVE BANK OF SUMMIT is hereby 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 June, 1935.

Sennett Conner,
GOVERNOR

By the Governor

Walker Wood, Secretary of State.

Recorded: June 29th, 1935.

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SUGGESTED FORM OF AMENDMENTS TO ARTICLES OF INCORPORATION FOR CONTINUING MISSISSIPPI STATE BANKS AND TRUST COMPANIES ISSUING ONE CLASS OF PREFERRED STOCK.

Proposed Amendments to Articles of Incorporation
Of
PEOPLES BANK
(Name of Bank)

BILOXI (City) HARRISON (County) MISSISSIPPI (State)

RESOLVED FIRST, That the capital of this Corporation be increased in the sum of $50,000.00 by the issuance of $50,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $147,100.00, of which $50,000.00 is preferred and $97,100.00 is common stock.

RESOLVED SECOND, That the Articles of Incorporation be amended by striking out Article [illegible] inserting in place thereof the following:

" The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

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

"(1) Amount, classes and shares of capital stock.- The amount of capital stock of this Corporation shall be $147,100.00 divided into classes and shares as follows:

(a) $50,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 500 shares of the par value of $100.00 each; and

(b) $97,100.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this Article) divided into 971 shares of the par value of $100.00 each.

(2) Assessability of stock.- The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.- The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this article) accruing after June 12, 1935 (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half per cent per annum, of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rates required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.- Dividends or other distributions whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this article_____) accruing after the Recapitalization Date.

If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such special reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of any such stock dividend shall be issuable without any further vote on the part of the holders of stock of any class or any further approval on the part of the State Comptroller.

(5) Determination of net profits.- For the purpose of this article---, the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period:

(a) All expenses for such period;

(b) All interest accrued during such period;

(c) All losses determined ruing such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make proper provisions for doubtful assets, depreciation, and undertermined losses, but to the extent only that such losses, determined or undertermined, charge-offs and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves;

(d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same;

(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock and

---

(1) The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation.

(2) Insert date on which Article of Incorporation amended by shareholders.

(f) The net loss, if any, determined in accordance with the provisions of this section 5 accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period, provided, however, that no deductions from gross earnings for the six months' period ending June 30, 1935 need be made by reason of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstuction Finance Corporation on account of loss incurred prior to or deprectiation in assets existing at the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings) shall be considered gross earnings for the respective periods during which such recoveries or

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...re effected.

(6) Application of net profits.- As long as any shares of preferred stock are outstanding, the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, no payments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936) shall apply the net profits of the Corporation for the six months period ending on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this article ____) on August 1, 1936, of a sum equal to three-quarters of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter (beginning February 1, 1937) of a sum equal to one-half of one per cent of the aggregate par value of the preferred stock at the time outstanding. In the event that the net profits of the Corporation shall on any such February 1 or August 1 be insufficient to permit the payment into such preferred stock retirment fund of the full amount hereinabove provided for, the deficiency shall be fully paid before any net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter specified in this section 6.

(c) To the payment into the preferred stock retirement fund (referred to in section 8 of this article ___) of a sum equal to forty per cent of the remainder, if any, of such net profits: Provided, however, That the aggregate amount paid into the preferred stock retirement fund in any one year in accordance with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever: Provided further, however, That unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required by this paragraph (c) except from such net profits as may have accrued from and after December 31, 1935.

Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this article.

(7) Limitations on retirement of stock.- Except with the approval of the State Comptroller no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $160,000.00 by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase.- Subject to the provisions of section 7 of this article ____, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000.00, the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this article----, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law. Subject to the provisions of section 7 of this article----, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call.- Subject to the provisions of section 7 of this Article----, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the out-standing preferred stock as a whole, or from time to time in part, pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, (and provided always that the capital shall in no event be reduced below the minimum amount of capital required by law) by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement. At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation, etc.- By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the State Comptroller and such other conditions as at the time may be required by law--

---

3. Insert June 30 or December 31 next succeeding the Recapitalization Date.

4. This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.

5. This figure will be fixed by Reconstruction Finance Corporation.

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(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the cr of one or more additional classes of stock; provided, however, that no vote of the holders of red stock shall be be required with respect to any issue of additional shares of common stock entire proceeds of such issue are to be used for the retirement of shares of preferred stock; a provided further, that no vote of the holders of stock of any class shall be required with resp to any issue of additional shares of common stock as a stock dividend, pursuant to the second agraph of section 4 of this Article----in connection with the retirement of shares of preferred stock;

(b) The capital stock of the Corporation may be decreased at any time and from time to time any amount not below the amount at the time required by law; provided, however, that no vote of holders of stock of any class shall be required with respect to the retirement of preferred sto

(c) The name of the Corporation and/or the place where its operations of discount and depo are to be carried on may be changed, but this clause shall not be construed to abridge the pow of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;

(d) These Articles of Incorppration may be amended at any time amd from time to time in an other respect but not so as to change the respective voting rights of the preferred stock and mon stock so long as any of the preferred stock remains outstanding;

(e) The Corporation may be consolidated or merged into or with any other bank, or may merg all or substantially all of the assets and business of any banking corporation or trust compan

(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan of reorganization of the Corporation may be carried into effect--

Provided, however, that if and as long as the voting rights of the preferred stock are increas in accordance with the provisions of sections 12 or 13 of this Article----and the fair value of assets of the Corporation as determined by the State Comptroller shall be less than an amount equ to all of its liabilities, including all capital stock outstanding, any of the actions specifi the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmati vote of two-thirds of the votes to which the holders of all classes of stock, voting as one cla are at the time entitled, and not otherwise, except that the Corporation may not be put into vo tary liquidation without the approval of the State Comptroller.

(11) Preemptive rights.- In case of any increase in the capital stock of the Corporation any class other than by way of a stock dividend, the new shares shall be offered for subscripti the holders of record of all shares of stock of that class at the time outstanding, in proporti the number of shares of such stock of that class held by them respectively, by mailing, first postage prepaid, to such holders, at their respective addresses as shown on the books of the C ation, transferable subscription warrants exercisable at any time on or before thirty days fro date of such mailing. If at the expiration of such subscription rights, any of the new shares not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to th ber of such shares held by them respectively, and notice shall be given as above provided. If expiration of both of such subscription rights any of the new shares have not been subscribed such unsubscribed new shares may be issued and sold at such price, not less than the par value of, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights.- (a) Except as otherwise provided in sections 10 and 13 of this ar ----and in this section, each holder of stock of any class shall be entitled to vote on all m one vote for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the ri to vote the votes allocable to the number of shares owned by him for as many persons as there directors to be elected, or to cumulate such votes and give one candidate as many votes as the of directors multiplied by the number of votes allocable to his shares shall equal, or to dist such votes on the same principle among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of an dividend which may be payable at any time within three (3) months from the date of issuance of preferred stock), then, and until all arrears of dividends upon the preferred stock shall have paid and the full dividend on the outstanding preferred stock for the then current semi-annual one period shall have been declared and funds set apart for the payment thereof, the holders of ferred stock at the time outstanding shall be entitled, as a class, to vote on all matters wit number of the votes to which the holders of common stock, as a class, are at the time entitled each holder of preferred stock shall be entitled to a prorata share of the votes to which his is entitled.

(d) At any time while the votes of the preferred stock are increased as provided in pa graph (c) of this section 12 or in subparagraph (2) of section 13 of this article-----, any one more of the directors, officers, or employees of the Corporation may be removed at any annual special meeting of shareholders, for or without cause, and their successors elected, by the affir mative vote of two-thirds of the votes to which the holders of all classes of stock, voting as class, are at the time entitled.

(13) Other voting rights.- If at any time while the Reconstruction Finance Corporation hold not less than twenty-five per cent of the total number of shares of preferred stock at the outstanding--

(a) The Corporation shall be in arrears in the payment of as many as two semi-annual d payments (whether or not consecutive and whether or not earned or declared) on the preferred s (exclusive of any such dividend which may be payable at any time within three (3) months from date of issuance of the preferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section this article-----), in accordance with the requirements of paragraph (c) of section 6 of this ---------on and after February 1, 1937, shall not have amounted in the aggregate to five per cent the maximum par value of the preferred stock at any time outstanding (whether or not any such shall have been subsequently retired or the aggregate par value thereof reduced in any manner soever) multiplied by the number of calendar years which shall have elapsed since January 1, 1 or

(c) The fair value of the assets of the banking corporation as determined by an examin of the banking corporation by the Reconstruction Finance Corporation (which may be made by the construction Finance Corporation once in each calendar year if the Reconstruction Finance Corpo shall so elect), or as determined by the State Comptroller, shall be less than an amount equal of its liabilities, including all capital stock outstanding; or

(d) The Corporation shall violate or fail to observe any of the terms, provisions, or co ditions of its Articles of Incorporation-

then after written notice from Reconstruction Finance Corporation of the existence of any of s conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue

(1) All directors, officers, and employees of the Corporation shall receive compensation rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a ma of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the State Comptro at any time shall notify the Corporation that any director, officer or employee of the Corpora

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regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4)The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation.- In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution or winding up of the Corporation within the meaning of this section 14.

--------(a) Officers.- The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corpoation; and subject to the provisions of sub-paraphs (1) and (2) of section 13 of article-----hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand;

(b) Powers of Board of Directors.- The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to appoint judges of the election and to regulate the manner in which election of directors shall be held and to appoint judges thereof; to regulate the manner in which election; to make all by-laws that it may be proper for them to make, not inconsistent with law or these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affiars, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Aticles of Incorporation.

--------, Special meetings of shareholders,-Except as otherwise specifically provided by law, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Notice of such special meeting shall be called by mailing, not less than ten days before the time fixed for such meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shwon on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED FOURTH, That each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED FIFTH, That the Board of Directors through its proper officers, at the expiration of said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a meeting of the shareholders of THE PEOPLES BANK (Name of Bank) BILOXI (City) MISS. (State), held on JUNE 12, 1935, 6 days' notice of the proposed business having been given by registered mail, all of the foregoing resolutions were adopted by the following vote,--the affirmative vote representing 66.2 % of the total number of shares of capital stock outstanding.

Total number of shares of capital stock	971
Total number of shares represented at the meeting	643
Total number of shares voted in favor of the resolution	643
Total number of shares voted against the resolution	None

I hereby certify that this is a true and correct report (a) of the number of days' notice, (b) by registered mail, of the meeting of shareholders of this bank held on the date above mentioned, (c) of the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the shareholders voting therefor and the number of shares voted by each is on file in the bank; (e) that no shares of stock of this bank owned by this bank were voted at said meeting; (f) that no shares of stock held by this bank as sole trustee were voted at said meeting; and (g) that no director, officer or employee acted as proxy at said meeting.

L. N. Dantzler, President

(SEAL)

Subscribed and sworn to before me this 20th day of June, A. D., 1935.

T. H. Gleason, Notary Public.

(SEAL)

Seal of Notary.

Received at the office of the Secretary of State, this the 27th day of June A. D., 1935, together with the sum of $100.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
June 27, 1935.

I have examined this amendment of charter of incorporation, of THE PEOPLES BANK,

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Biloxi, Mississippi and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
DEPARTMENT OF BANK SUPERVISION
JACKSON

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of The Peoples Bank, Biloxi, Mississippi, wherein, it is proposed to increase the capital stock of said bank in the sum of $50,000.00 by the issuance of $50,000.00 of Preferred Stock under the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi, for the year 1934, making the total capital of $147,100.00, $50,000.00 of which is Preferred Stock and $97,100.00 is Common Stock, and I do hereby approve the proposed amendment.

Given under my hand the seal of the Department of Bank Supervision, this the 27th day of June, 1935.

(SEAL)

M. D. Brett
State Comptroller.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of THE PEOPLE BANK, BILOXI, MISSISSIPPI is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 28th day of June, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: June 29th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6693 W

THE CHARTER OF INCORPORATION OF THE ITALIAN-AMERICAN SOCIAL CLUB.

1. The corporate title of said company is The Italian-American Social Club.
2. The names of the incorporators are: A. A. Scafide, Postoffice Bay St. Louis, Miss; August Schiro, Postoffice, Bay St. Louis, Miss; John A. Scafide, Postoffice, Bay St. Louis, Miss.
3. The domicile is at Bay St. Louis, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: No capital stock.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To encourage and foster better citizenship among the Italian people in the Community of Bay St. Louis, Miss., and to assist one another, so that the best interests might be reached among the Italian people, and so that they might better understand the working and operation of the United States Government.

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

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business. None.

A. A. Scafide
August Schiro
John A. Scafide
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF HANCOCK)

This day personally appeared before me, the undersigned authority A. A. Scafide, August Schiro and John A. Scafide incorporators of the corporation known as the THE ITALIAN-AMERICAN SOCIAL CLUB who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 13th day of June, 1935.

(SEAL)

A. G. Favre, Chancery Clerk.
NOTARY PUBLIC.

Received at the office of the Secretary of State this the 20th day of June, A.D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
June 24th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

At a regular meeting of THE ITALIAN-AMERICAN SOCIAL CLUB, of Bay St. Louis, Miss., among other things, the following resolution was unanimously adopted:

"WHEREAS, this Club desires to be incorporated, and

WHEREAS, this Club desires to become incorporated under the name of THE ITALIAN -AMERICAN SOCIAL CLUB,

BE IT, THEREFORE, RESOLVED that the following persons, to-wit: Arthur A. Scafide, August Schiro and John A. Scafide, be and they are now authorized and empowered to make application for a charter for this Club, and that these three named persons shall act for and on behalf of this Club."

I, John A. Scafide, Secretary of THE ITALIAN-AMERICAN SOCIAL CLUB, hereby certify that the foregoing is a true and correct copy of the resolution adopted as it appears on the minutes of the said ITALIAN-AMERICAN SOCIAL CLUB.

This the 5 day of June, 1935. John A. Scafide, Secretary.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of THE ITALIAN-AMERICAN SOCIAL CLUB is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 28th day of June, 1935.

Sennett Conner
GOVERNOR

By the Governor

Walker Wood
Secretary of State.

Recorded: June 29th, 1935.

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THE CHARTER OF INCORPORATION OF KNICKERBOCKER MANUFACTURING COMPANY.

1. The Corporate Title of the Company is "Knickerbocker Manufacturing Company".
2. The names and post-office addresses of the Incorporators are: M. S. Hodes, West Point, Mississippi; Isadore S. Greenfield, 1107 Broadway, New York, New York.
3. The domicile of the Corporation is West Point, Mississippi.
4. The amount of authorized capital stock is five hundred (500) shares of common stock with par value of One Hundred Dollars ($100.00) each. The common stock is the only stock to be issued the Company, and will have full power and control in the operation and carrying on of the business the Company.
5. The sale price per share of the common stock is One Hundred Dollars ($100.00).
6. The period of existence of the Corporation is Fifty (50) years.
7. The purpose for which this corporation is created are: To purchase, lease or otherwise quire land, buildings, machinery and equipment in this State or elsewhere for the erection and lishment of a manufactory or manufactories, work shops and garment plants with suitable plant, machinery and equipment with the power to manufacture, buy, sell, import and export or otherwise in either directly or indirectly through the medium of agents or otherwise of any and all kinds garments and wearing apparel; to sell, mortgage, lease or otherwise deal with real and personal of the Company; and in addition thereto, to exercise all the rights and powers conferred by or the provisions of Chapter One Hundred (100) of the Mississippi Code of 1930 and all amendments
8. The Corporation may commence business when two (2) shares of its common stock have bee scribed and paid for.

This the 1st day of July, 1935.

Meyer S. Hodes, Isadore S. Greenfield.

STATE OF MISSISSIPPI)
CLAY COUNTY.)

Personally appeared before me, the undersigned authority of law in and for the County and aforesaid, M. S. Hodes and Isadore S. Greenfield, who acknowledged that they signed and executed foregoing Articles of Incorporation of Knickerbocker Manufacturing Company on the day and year written.

Given under my hand and seal of office, this the 1 day of July, 1935.

(S E A L)

E. J. Lavelle, Notary Public.
My commission expires January 28, 1936.

Received at the office of the Secretary of State, this the 3rd day of July, A. D., 1935, with the sum of $110.00 deposited to cover the recording fee, and referred to the Attorney Gene his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., July 5th, 1935.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney Genera

STATE OF MISSISSIPPI)
EXECUTIVE OFFICE)
JACKSON.)

The within and foregoing Charter of Incorporation of Knickerbocker Manufacturing Company approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State Mississippi to be affixed, this 15th day of July, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: July 16, 1935/

RECORD OF CHARTERS ~~[illegible]~~--STATE OF MISSISSIPPI

PRINTING HOUSE JACKSON MISS

SUGGESTED FORM OF AMENDMENTS TO ARTICLES OF INCORPORATION FOR CONTINUING MISSISSIPPI STATE BANKS AND TRUST COMPANIES ISSUING ONE CLASS OF PREFERRED STOCK

PROPOSED AMENDMENTS TO ARTICLES OF INCORPORATION OF

THE BANK OF INVERNESS,
(Name of Bank)

INVERNESS (City) SUNFLOWER (County) MISSISSIPPI (State)

RESOLVED, FIRST, that the capital of this Corporation be increased in the sum of $30,000.00 by the issuance of $30,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $50,000.00, of which $30,000.00 is preferred and $20,000.00 is common stock.

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

ARTICLE 4. "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED, THIRD, that the Articles of Incorporation be further amended by striking out Articles 3 and inserting in the place thereof the following:

ARTICLE 3. (1) **Amount, classes, and shares of capital stock.**—The amount of capital stock of the Corporation shall be $50,000.00 divided into classes and shares as follows:

(a) $30,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 250 shares of the par value of $120.00 (1) each; and

(b) $20,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second and third paragraphs of section 4 of this Article 3) divided into 200 Shares of the par value of $100.00 each.

(1) The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation.

(2) **Assessability of stock.**—The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) **Dividends on preferred stock.**—The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this Article 3) accruing after May 15, 1935 (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including March 31, 1939, at the rate of four percent per annum of the par value thereof, and no more, and thereafter at the rate of five percent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share; provided, however, that, in the case of any share of such stock issued after Aug. 1st, 1935 (3), such dividends shall accrue on such share from the February 1 or August 1, as the case may be, next preceding the date of issuance thereof. Such dividends shall be cumulative so that if dividends at the full rate required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) **Dividends on common stock.**—Dividends or other distributions, whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this Article 3) accruing after the Recapitalization Date.

If any call or purchase for retirement of preferred stock pursuant to the provisions of sections 8 or 9 of this Article 3 would reduce the outstanding capital of the Corporation below the minimum amount at the time required by law, the Board of Directors, prior to or simultaneously with such retirement, shall declare on the common stock out of net profits of the Corporation accruing after the Recapitalization Date, a dividend in an amount equal to the sum required to maintain the capital of the Corporation at such minimum amount after giving effect to such retirement, such dividend to be payable in shares of common stock which shall be issued (without any action on the part of the holders of stock of any class or on the part of the Superintendent of Banks) pro rata to the holders of common stock.

(2) Insert date on which Articles of Incorporation amended by shareholders.

(3) Insert the February 1 or August 1 next succeeding the proposed date of purchase of preferred stock.

(5) **Determination of net profits.**—For the purpose of this Article 3, the net profits or net loss (as distinguished from usage of term "net profits" and "net loss" in reports required by the Superintendent of Banks) of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period:

(a) All expenses for such period;

(b) All interest accrued during such period;

(c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the Superintendent of Banks for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves;

(d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same;

(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending June 30, 1935 (4), shall be required by reason of any charge-offs or write-downs of assets or transfers to reserves made during said period on account of losses sustained on or prior to the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings) shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) **Application of net profits.**—As long as any shares of preferred stock are outstanding the Corporation, on each February 1 and August 1, shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 and June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be;

(4) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this Article 3) of a sum equal to forty per cent of the remainder, if any, of such net profits; provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever; provided, further, however, that unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund except from such net profits as may have accrued from and after December 31, 1935;

Subject to compliance with the provisions of Section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this Article 3.

(7) **Limitations on retirement of stock.**—Except with the approval of the Superintendent of Banks no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $59,000.00 (5) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) **Retirement of preferred stock by purchase.**—Subject to the provisions of section 7 of this Article 3, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000.00 (6), the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock by the Corporation at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this Article 3, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law.

(5) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.

(6) This figure will be fixed by Reconstruction Finance Corporation.

Subject to the provisions of section 7 of this Article 3, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) **Retirement of preferred stock by call.**—Subject to the provisions of section 7 of this Article 3, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part, pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, and provided always that the capital shall in no event be reduced below the minimum amount required by law, by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement. At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be cancelled forthwith and shall not be reissued.

(10) **Increase or decrease of capital stock; Amendments of Articles of Incorporation, etc.**—By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the Superintendent of Banks and such other conditions as at the time may be required by law—

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 3;

(b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock;

(c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;

(d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding;

(e) The Corporation may be consolidated or merged into or with any other bank;

TUCKER PRINTING HOUSE JACKSON MISS

(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan or reorganization of the Corporation may be carried into effect—

Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article 3 and the fair value of the assets of the Corporation as determined by the Superintendent of Banks shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the Superintendent of Banks.

(11) **Preemptive rights.**—In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) **Voting rights.**—(a) Except as otherwise provided in sections 10 and 13 of this Article 3 and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in sub-paragraph (2) of section 13 of this Article 3, any one or more of the directors, officers, or employees of the Corporation, may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) **Other voting rights.**—If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding—

(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this Article 3) on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or

(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the Superintendent of Banks, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or

(d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation—

then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the Superintendent of Banks, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee, satisfactory to it) within thirty days after receipt by the Corporation of such notice, then and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights with respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of subdivisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation, under such conditions as may be provided by law.

(14) **Rights of preferred stock on Liquidation.**—In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

ARTICLE 7. (a) **Officers.**—The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice-Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and, subject to the provisions of sub-paragraphs (1) and (2) of section 13 of Article 3 hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand.

(b) **Powers of Board of Directors.**—The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs; and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

ARTICLE 8. **Special meetings of shareholders.**—Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED, FOURTH, that each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED, FIFTH, that the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a meeting of the shareholders of BANK OF INVERNESS, (Name of Bank) INVERNESS, (City) MISSISSIPPI (State) held on May 15, 1935, WAIVED days notice of the proposed business having been ~~XXXXXXXXXX~~ all of the foregoing resolutions were adopted by the following vote,—the affirmative vote representing 97 % of the total number of shares of capital stock outstanding.

Total number of shares of capital stock 200

Total number of shares represented at the meeting 193 1/3

Total number of shares voted in favor of the resolution 193 1/3

Total number of shares voted against the resolution

I hereby certify that this is a true and correct report (a) of the number of days notice, given by **registered mail**, of the meeting of shareholders of this bank held on the date above mentioned; (b) of the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the shareholders voting therefor and the number of shares voted by each is on file in the bank; (e) that voting permits were procured from the Federal Reserve Board by such holding company affiliates of this bank as voted at said meeting the stock of this bank owned by such holding company affiliates; (f) that no shares of stock of this bank owned by this bank were voted at said meeting; (g) that no shares of stock held by this bank as sole trustee were voted at said meeting; and (h) that no shares of stock of this bank held by this bank as co-trustee were voted at said meeting by this bank; and (i) that no director, other officer or employee acted as proxy at said meeting.

SEAL OF BANK

Chas. Cohn, President

C. E. Wallace, Cashier.

Subscribed and sworn to before me this 15 day of May A. D., 1935.

SEAL OF NOTARY

Maidee M. Coleman, Notary Public

STATE OF MISSISSIPPI
DEPARTMENT OF BANK SUPERVISION
JACKSON.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of The Bank of Inverness, Inverness, Mississippi, wherein, it is proposed to increase the capital stock of said bank the sum of $30,000.00 by the issuance of $30,000.00 of Preferred Stock under the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, making the total capital of The Bank of Inverness $50,000.00, $30,000.00 of which is Preferred Stock, and $20,000.00 is Common Stock, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 28th day of June, 1935.

(SEAL)

M. D. Brett, State Comptroller.

EXECUTIVE OFFICE, Jackson

The within and foregoing Amendment to the Charter of Incorporation of BANK OF INVERNESS is hereby 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 July 1935.

BY THE GOVERNOR.

SENNETT CONNER, Governor.

WALKER WOOD, Secretary of State.

RECORDED: July 6th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6721 W

Recorded in State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1944

MAR 28 1945

THE CHARTER OF INCORPORATION
OF
MOSS POINT BUILDING COMPANY, INC.

1. The corporate title of said company is Moss Point Building Company, Inc.
2. The names of the incorporators are: Geo. P. Wood, Postoffice, Moss Point, Mississippi; O.J. DeLamotte, Postoffice, Moss Point, Mississippi; John H. Hill, Postoffice, Moss Point, Mississippi; K. W. Burnham, Postoffice, Moss Point, Mississippi; J. W. Thompson, Postoffice, Moss Point, Mississippi.
3. The domicile is at Moss Point, Jackson County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Common capital stock only of the aggregate par value of Ten Thousand ($10,000.00) Dollars.
5. Number of shares for each class and par value thereof: Two Hundred (200) shares of common capital stock of the par value of Fifty ($50.00) Dollars per share.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: This corporation is created for the purpose of engaging in the general real estate business, for profit, in the City of Moss Point, Jackson County, Mississippi, and at such other places as may be designated or selected by its Board of Directors; and, in the exercise of its corporate functions, it may own, purchase, lease or otherwise acquire, and sell, rent, lease or otherwise dispose of, land, with or without buildings and improvements thereon, and personal property such as furnishings, fixtures, equipment, machinery, moving picture projection machines, and all other kinds and classes of personal property that may be installed in and/or used in or in connection with any such buildings or improvements. The corporation may construct, purchase, lease or acquire all types, classes and character of buildings, and improvements, to be rented, leased, sold or otherwise disposed of as dwelling houses or for commercail purposes, or otherwise; and may negotiate the sale, purchase or exchange of property for its own account or for its clients or other owners. The corporation may borrow money and secure the payment thereof by mortgage or otherwise and may issue bonds secured by the corporation's assets; and may do any and all other acts not contrary to law, pursuant to the conduct of the business for which it is created; and may own, purchase, lease, acquire, and sell, or otherwise dispose of property, both real and personal, or of any interest therein, in furtherance of its general corporate purposes; and may do any and all things incidental to its business, in compliance with law, deemed necessary and expedient in the proper and successful prosecution of its said business, and germain or auxiliary to its general corporate purposes.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930, and all acts supplemental thereto and/or amendatory thereof.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business. This corporation may begin business when eighty (80) shares of its capital stock shall have been subscribed and paid for either in cash or in property at a fair and reasonable cash value.

Geo. P. Wood
O. J. DeLamotte
John H. Hill
K. W. Burnham
J. W. Thompson
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF JACKSON.)

This day personally appeared before me, the undersigned authority Geo. P. Wood, and O.J. DeLamotte, John H. Hill, K. W. Burnham and Jessie W. Thompson incorporators of the corporation known as the Moss Point Building Company, Inc., who acknowledged that they signed and executed the above and foregoihg articles of incorporation as their act and deed on this the 10th day of July, 1935.

(SEAL)

R. G. Borden,
Notary Public, of Jackson County, Miss.

Received at the office of the Secretary of State this the 13th day of July, A. D., 1935, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., July 15th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of MOSS POINT BUILDING COMPANY, INC., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 15th day of July, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: July 16th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

#6719 W

AMENDMENT TO THE CHARTER
OF
HEMPHILL DRUG CO. INC.

WHEREAS, the stockholders of Hemphill Drug Company, Inc., at a special meeting held at the office of said Company, June 30, 1935, called for the purpose of considering the Amending of the Charter of said Corporation, at which meeting all of the stockholders of said Corporation were present and participating, and unanimously adopted the following resolutions:

"BE IT HEREBY RESOLVED: That the Charter of this Corporation be amended so as to change the corporate title and the name from Hemphill Drug Co. Inc., to Patterson's Pharmacy No. 2, Inc.

(SEAL)

Kelly Patterson
President

W. F. Patterson
Sec. & Treas.

Sworn to and subscribed to before me this the 12 day of July, 1935.
My Commission expires Dec. 2, 1935.

Mary Keith Moffat
Notary Public.

(SEAL)

Received at the office of the Secretary of State, this the 13th day of July, A. D., 19[illegible] together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
July 13th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of HEMPHILL DRUG 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 15th day of July, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: July 16th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6720 W

THE CHARTER OF INCORPORATION
OF
HOUSTON CHAMBER OF COMMERCE.

1. The corporate title of said company is Houston Chamber of Commerce.
2. The names of the incorporators are: W. N. Ethridge, Postoffice, Houston, Mississippi; J. H. Tabb, Postoffice, Houston, Mississippi; D. M. Hearne, Postoffice, Houston, Mississippi; Ashton Toomer, Postoffice, Houston, Mississippi; V. B. Philpot, Postoffice, Houston, Mississippi; G. T. Golson, Postoffice, Houston, Mississippi; Lee Horn, Postoffice, Houston, Mississippi.
3. The domicile is at Houston, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The Houston Chamber of Commerce is a Civic Improvement Society, has no capital stock and, therefore, no shares of stock. It is authorized by Section 4131, Chapter 100 of the Mississippi Code of 1930. This application is authorized by resolution entered upon the minutes of the organization at its meeting held in Houston, Mississippi on June 18th, 1935.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To work for and promote the civic interests of Houston Mississippi, and the contiguous and adjacent territory in Chickasaw and its neighboring counties; to own such equipment, supplies and properties as may be necessary to its existence and operation; to receive members and to release them from membership in any of the usual ways common to such organization; to collect and disburse dues, donations and assessments as the business of the organization may require; and to do any and all other lawful acts and deeds that any Chamber of Commerce may do in the State of Mississippi pursuant to the purposes for which it was organized and/or created. No publication of this charter is made; no shares of stock shall issue; no dividends or profits will be divided among the members; expulsion will be the only remedy for non-payment of dues; each member shall have the right to one vote in the election of all officers; loss of membership, by death or otherwise, shall terminate the interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business. None.

W. N. Ethridge
J. H. Tabb
D. M. Hearne
Ashton Toomer
V. B. Philpot
G. T. Golson
Lee Horn
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF CHICKASAW.)

This day personally appeared before me, the undersigned authority W. N. Ethridge, J. H. Tabb, D. M. Hearne, Ashton Toomer, V. B. Philpot, G. T. Golson and Lee Horn, incorporators of the corporation known as the Houston Chamber of Commerce who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 3rd day of July, 1935.
(SEAL)

Miss Orin Ford, Notary Public.
My Commission expires June 25th, 1938.

Received at the office of the Secretary of State this the 13th day of July, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
July 15th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI)
CHICKASAW COUNTY.)

I, W. N. Ethridge, President of the Houston (Mississippi) Chamber of Commerce) F. M. Holbrook, Secretary, and Ashton Toomer, Treasurer, of said organization, hereby certify that the minutes of the Houston Chamber of Commerce, for June 18th, 1935, show the following resolution to have been adopted:

"RESOLUTION"

"Whereas, the civic interests of Houston and the adjacent territory require the organization of a Chamber of Commerce to serve Houston and vicinity, and,

"Whereas, an organization has been perfected composed of men and women in all avocations, callings and professions common to Houston and its territory, and,

"Whereas, it is the wish and desire of the membership of said Houston Chamber of Commerce that it be incorporated under the laws of the State of Mississippi, as is provided that it may be in Section 4131 and Chapter 100, of the Code of 1930, as a civic improvement society, now, therefore,

"Be and it is hereby resolved and ordered that the President and two or more members of the Houston Chamber of Commerce apply for a charter for said organization, as authorized by Chapter 100 of the Code of 1930."

"Adopted by unanimous vote, this June 18th, 1935."

W. N. Ethridge, President.
F. M. Holbrook, Secretary.
Ashton Toomer, Treasurer.

(SEAL)

Sworn to and subscribed before me, this the 3rd day of July, 1935.
My Commission expires June 25, 1938.
Miss Orin Ford,
Notary Public.

(next page)

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of HOUSTON 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 15th day of July, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: July 16th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

HOOKER PRINTING HOUSE JACKSON MISS
#6718 W

AMENDMENT TO CHARTER OF INCORPORATION OF THOMAS DEPARTMENT STORE, INC.

STATE OF MISSISSIPPI,
HINDS COUNTY.

We, the undersigned President and Secretary of Thomas Department Store, Inc., formerly the J. M. Abraham Co., do hereby certify that by unanimous vote of its stockholders at a special meeting called and held for the purpose at the office of the Corporation in Jackson, Miss., on the 2 day of July, 1935, adopted an amendment to the Charter of said corporation changing the name to S. N. THOMAS COMPANY, and amended Section 1 of its Charter of Incorporation so that the same should read as follows: "1. The corporate title of said company is S. N. THOMAS COMPANY."

IN WITNESS whereof we have hereunto set our hands and seal of said corporation on this the 2nd day of July, 1935.

(SEAL)

S. N. Thomas, President.

Mamie Ellis
Secretary.

STATE OF MISSISSIPPI,)
HINDS COUNTY.)

This day personally appeared before me, the undersigned Notary Public, in and for the city of Jackson, in said county and state, S. N. Thomas, and Mamie Ellis personally known to me to be the President and Secretary, respectively, of Thomas Department Store, Inc., a corporation, who each acknowledged that for and on behalf and in the name of said corporation, they signed, sealed and delivered the foregoing instrument on the day and year therein mentioned.

WITNESS MY HAND AND SEAL this the 2nd day of July, 1935.

(SEAL)

Marion Parker, NOTARY PUBLIC.

RESOLUTION OF STOCKHOLDERS.

Whereas, it is the desire of the stockholders of Thomas Department Store, Inc., formerly J. M. Abraham Co., to change its corporate name to S. N. THOMAS COMPANY:

Now therefore, be it resolved by the stockholders of said Thomas Department Store, Inc., formerly J. M. Abraham Co., in special meeting duly called and held for the purpose that the name of said corporation be changed to S. N. THOMAS COMPANY, and that Sec. 1 of its Charter of Incorporation, as heretofore amended, be, and the same is now hereby further amended so as to read as follows: "1. The Corporate title of said Company is S. N. THOMAS COMPANY."

Be it further resolved that the President and Secretary of this corporation be, and they hereby are authorized and directed to execute such instrument and take such steps as may be necessary to put this amendment into effect.

CERTIFICATE

STATE OF MISSISSIPPI,
HINDS COUNTY.

We, the undersigned President and Secretary of Thomas Department Store, Inc., a corporation, do hereby certify that the above and foregoing one page contains a true, full and correct copy of a resolution unanimously adopted by the stockholders of said corporation at a special meeting called and held for the purpose at the office of the Corporation on the 2nd day of July, 1935, in the City of Jackson, Miss., the original of which is of record in the Minute Book of said corporation.

Witness our signatures and seal of office this the 2nd day of July, 1935.

(SEAL)

S. N. THOMAS, President

Mamie Ellis
Secretary.

Received at the office of the Secretary of State, this the 12th day of July, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
July 12th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of CHANGING Name from THOMAS DEPARTMENT STORE, INC., to S. N. THOMAS 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 19th day of July, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: July 19th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

CHARTER OF INCORPORATION OF PIONEER SILK MILLS, INC.

1. The corporate title of this company shall be "Pioneer Silk Mills, Inc."
2. The names and addresses of the incorporators are Jos. Sherin, Hattiesburg, Mississippi; T. C. Hannah, Hattiesburg, Mississippi; James Simrall, Jr., Hattiesburg, Mississippi;
3. The domicile of the corporation shall be Hattiesburg, Mississippi.
4. The amount of authorized capital stock shall be One Hundred Thousand Dollars ($100,000.00) into 1,000 shares of the par value of $100.00 per share. All of the said shares of stock shall be same class, and all of the said shares shall have the same rights, privileges and restrictions.
5. The period of existence of this corporation shall not exceed fifty (50) years.
6. The purposes for which the corporation is created are to engage in the business of manu buying, selling and dealing in silk thread, silk cloth, raw and manufactured silks and silk mate and to also engage in any and all kindred lines of business, such as the manufacturing, buying, and dealing in rayon, cotton and other materials included in the general term, "textiles." And corporation, for the accomplishment of the purposes for which it is organized, shall also have th right and power to acquire by purchase, lease or otherwise, any and all necessary and desirable and to sell and dispose of the same, and to engage generally in the purchase, sale and dealing i machinery and equipment to be used in and about the manufacturing, fabrication and working of si silk thread, rayon, cotton and other materials commonly included in the word "textile." Said cor shall, likewise, have the right and power to acquire, own and use any and all necessary land, bu machinery, equipment and apparatus necessary, convenient or proper to be used in and about the c of the said business, including electric light lines, gas pipe lines and/or railroad tracks. It also have the right to borrow money and issue notes, bonds or other evidences of indebtedness an the same by mortgage; and it shall also have the right to buy, sell, or otherwise dispose of or bonsd or other corporate securities. And said corporation is expressly hereby authorized to est maintain and operate dyeing, coloring and/or other processing plants or facilities to be used in about the conduct and carrying on of the business for which the said corporation is created. Sa ration is hereby given the right and power to establish branch plants or branch offices at such either within or without the State of Mississippi, as may from time to time be decided and deter the Directors or other duly authorized managing and directing agents of the said corporation. corporation shall have and enjoy all rights and powers, and may exercise all privileges as confe and/or granted by Chapter 100 of the Code of 1930.
7. The number of shares of stock to be subscribed and paid for before the corporation shall mence business shall be two hundred fifty (250).

Witness our signatures on this the 5th day of July, A. D., 1935.

Joseph Sherin, T. C. Hannah, James Simrall, Jr., Incorporators.

State of Mississippi)
County of Forrest.)

Personally came and appeared before me, the undersigned authority in and for said state and Jos. Sherin, T. C. Hannah and James Simrall, Jr., who acknowledged that each signed, executed an livered the foregoing and attached Charter of Incorporation of the Corporation to be known as "P Mills, Inc.," on the day and year therein stated, and as their voluntary acts and deeds, and for purposes therein mentioned and set forth.

Given under my hand and seal of office on this the 5th day of July, A. D., 1935.

(S E A L) Hazel C. Kraus, Notary Public.

Received at the office of the Secretary of State on this the 8th day of July, 1935, together the sum of $60.00 deposited to cover the recording fees and referred to the Attorney General for opinion.

Walker Wood, Secretary of State.

I have examined this Charter of Incorporation and am of the opinion that it does not violate Constitution and laws of this State or of the United States.

Witness my signature on this the 10th day of July, 1935.

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

State of Mississippi
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Pioneer Silk Mills, Inc., is hereby ap

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 15th day of July, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: July 16, 1935.

This Corporation dissolved and Charter surrendered by decree of chancery court of Forrest County, Mississippi, dated October 29, 1938 - A certified copy of said decree filed in this office November 2, 1938.
This November 2, 1938.
Walker Wood
Secretary of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6713 W

AMENDMENT TO CHARTER OF INCORPORATION
OF THE
GREENWOOD COUNTRY CLUB OF GREENWOOD, MISSISSIPPI

BE IT RESOLVED THAT the capital stock of the Greenwood Country Club be increased from $67,500.00 to $77,500.00 and that Sections 4 and 5 of the charter of incorporation as amended be and the same hereby are further amended so as to read as follows:

"4. The amount of the authorized capital stock is $77,500.00, which shall consist of: (a) 185 shares of common stock, and (b) 125 shares of preferred stock.

"The preferred stock shall have preference over the common stock upon dissolution or winding up of the corporation, whether voluntary or otherwise, and in the discretion of the Board of Governors any part of said preferred stock may be retired from the earnings of the corporation, if any, provided that at the time the corporation has no outstanding indebtedness, but said preferred stock shall have no voting powers except as required by Section 194 of the Mississippi Constitution of 1890.

"5. The par value of each share is $250.00."

STATE OF MISSISSIPPI)
COUNTY OF LEFLORE.)

I, R. H. Cole, Secretary of the Greenwood Country Club, a corporation do hereby certify that the foregoing is a true and correct copy of the amendment to the charter of incorporation, which was unanimously adopted at a special meeting of the stockholders duly called for the purpose and duly and legally held in the corporation's Club House in said County on the 4th day of June, 1935, as shown by the minutes of said corporation.

Witness my signature this the 4th day of June, 1935.

(SEAL)

R. H. Cole, Secretary.

STATE OF MISSISSIPPI)
COUNTY OF LEFLORE)

Personally appeared before me, the undersigned authority in and for the above jurisdiction, the within named R. H. Cole, personally known to me, who acknowledged that he as Secretary of the Greenwood Country Club, a corporation, executed the above and foregoing instrument on the day and year therein mentioned for and on behalf of and as the act and deed of the stockholders of said corporation, after being first duly authorized so to do.

Given under my hand and official seal this the 28 day of June, 1935.

(SEAL)

Laura A. Yates, Notary Public.

RESOLUTION OF
AMENDMENT TO CHARTER OF INCORPORATION OF THE
GREENWOOD COUNTRY CLUB OF GREENWOOD, MISSISSIPPI

BE IT REMEMBERED, That a special meeting of the stockholders of the Greenwood Country Club of Greenwood, Mississippi, was held at the Club House of said Corporation near Greenwood in Leflore County, Mississippi, pursuant to call in accordance with the by-laws thereof on the 14th day of May, 1935, when the following proceedings were had and done to-wit:

The meeting was called to order by the President of the Club who said that the purpose of the meeting was to consider the amendment of the charter of incorporation so as to increase the capital stock thereof. There was present and participated in the proceedings of said special meeting either in person or by proxy more than a majority of the stockholders of said corporation, there being only one class of stockholders of said corporation. After a full and free discussion of the proposed charter amendment the following resolution was unanimously adopted, to-wit:

BE IT RESOLVED THAT THE charter of the Greenwood Country Club be and the same is hereby amended so as to come within the provisions of and to obtain the benefits, rights, and privileges conferred by Chapter 90 of the Mississippi Laws of 1928 as brought forward in Chapter 100 of the Mississippi Code of 1930.

BE IT RESOLVED THAT the capital stock of the Greenwood Country Club be increased from $67,500.00 to $77,500.00 and that Sections 4 and 5 of the charter of incorporation as amended be and the same hereby are further amended so as to read as follows:

"4. The amount of the authorized capital stock is $77,500.00, which shall consist of: (a) 185 shares of common stock, and (b) 125 shares of preferred stock.

" The preferred stock shall have preference over the common stock upon dissolution or winding up of the corporation, whether voluntary or otherwise, and in the discretion of the Board of Governors any part of said preferred stock may be retired from the earnings of the corporation, if any, provided that at the time the corporation has no outstanding indebtedness, but said preferred stock shall have no voting powers except as required by Section 194 of the Mississippi Constitution of 1890.

"5. The par value of each share is $250.00."

BE IT FURTHER RESOLVED that after the charter of incorporation of this club has been duly amended as hereinbefore provided that the Board of Governors of the Greenwood Country Club be and they are hereby authorized, empowered, and directed to recall or retire all of the present outstanding capital stock of said corporation and to issue by and through its President and Secretary in lieu thereof to each of the holders of the old capital stock one share of common stock and one share of preferred stock, each of the par value of $250.00 as provided in said amendment.

BE IT FURTHER RESOLVED that the President of this Club, J. H. Pettey and R. H. Cole, Secretary, be and they are hereby directed to certify the adoption of this resolution and to proceed to have said amendment of the charter of incorporation approved in the manner provided by the laws of the State of Mississippi.

STATE OF MISSISSIPPI
COUNTY OF LEFLORE

We, J. H. Pettey, and R. H. Cole, President and Secretary respectively of the Greenwood Country Club, a corporation do hereby certify that the foregoing is a true and correct copy of a resolution amending the charter of incorporation, which was unanimously adopted at a special meeting of the stockholders duly called for the purpose and duly and legally held in the corporation's Club House in said County on the 4th, day of June, 1935, as shown by the minutes of said corporation.

Witness our signatures this the 4th. day of June, 1935.

(SEAL)

J. H. Pettey, President.

R. H. Cole, Secretary.

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STATE OF MISSISSIPPI
COUNTY OF LEFLORE

Personally appeared before me, the undersigned authority in and for the above jurisdiction, the within named J. H. Pettey and R. H. Cole, personally known to me, who acknowledged that they as President and Secretary respectively of the Greenwood Country Club, a corporation, executed the above and foregoing instrument on the day and year therein mentioned for and on behalf of and as the act and deed of the stockholders of said corporation, after being first duly authorized so to do.

Given under my hand and official seal this the 28 day of June, 1935.

(SEAL)

Laura A. Yates, Notary Public

Received at the office of the Secretary of State, this the 9th day of July, A. D., 1935, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
July 10th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of GREENWOOD COUNTRY CLUB is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 15th day of July, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: July 16th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6715 W

COX BROS. INC., COLUMBUS, MISSISSIPPI

AMENDMENT TO CHARTER

Comes Cox Bros., Inc., chartered under the laws of the State of Mississippi, domiciled at Columbus, Lowndes County, Mississippi, and makes the following amendment to its charter:

Amends the charter by authorizing the issuance of 50 shares of preferred stock of the par value of $100.00 each, said 50 shares of preferred stock to be preferential to the common stock and to the 150 shares of preferred stock heretofore issued under amendment of Charter of this corporation of the seventeenth day of November, 1930, said 50 shares of preferred stock to be entitled to six per cent, accumulated preferential dividends, payable semi-annually, and to be preferential both as to principal and dividend, the said corporation reserving the right to redeem the entire issue or any part of said preferred stock at $102.00 per share and all accumulated dividends after three years from date by giving sixty days' notice in writing to the stockholders and owners of same. Said 50 shares of preferred stock shall be sold at not less than par. Said preferred stock may be redeemed in whole or in part, the first issued to be the first redeemed. Said preferred stock shall be given preference as to net assets upon dissolution and winding up corporation, whether voluntary or involuntary.

This amendment is made by resolution of the stockholders adopting and approving same on the 9th day of July, 1935 at a meeting called for the purpose, and a majority of the stockholders of the two classes of stock heretofore issued, both common stock and preferred stock, being present and a majority of each class of said stock voting as a class voted for this amendment to issue 50 shares of stock to be preferred to all the stock heretofore issued.

COX BROS, INC.,
By, E. P. Cox, President.

J. W. Burris, Secretary.

STATE OF MISSISSIPPI,)
COUNTY OF LOWNDES.)

Personally appeared before me, Mrs. R. (Rosa) T. Holloman, a Notary Public in and for said county and state, the within named E. P. Cox and J. W. Burris, president and secretary, respectively, of Cox Bros. Inc., of Columbus, Mississippi, who each and severally acknowledged that with full power and authority and by instruction and resolution of the stockholders duly passed at a meeting of the stockholders of the said corporation, they signed, sealed and delivered the above and foregoing amendment as and for the act of the said corporation.

Witness my signature and seal of office this 9th day of July, 1935, A. D.

(SEAL)

Mrs. R (Rosa) T. Holloman, Notary Public.

Received at the office of the Secretary of State, the 10th day of July, 1935, A. D., together with $10.00 deposited to cover the recording fee and referred to the Attorney General for his opinion,

Walker Wood, Secretary of State.

I have examined this amendment to the 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.

This July 10th, 1935.

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

A meeting of the stockholders of Cox Bros. Inc., was convened at the office of said corporation on Third Avenue, South, in the City of Columbus, County of Lowndes, State of Mississippi, on the eighth day of July, 1935, at the hour of eight o'clock P. M. Said meeting was called by the President, pursuant to a written request of a majority of the stockholders of said corporation. Said request being as follows to-wit:

"To the President: As stockholders of the Cox Brothers, Incorporated, we are writing to request that you call a meeting of the stockholders of said corporation to be held on Monday evening at eight o'clock P. M. at the office of said corporation on Third Avenue South on the eighth day of July, 1935, for the purpose of considering the amendment of the Charter of the corporation to authorize the issuance of 50 shares of preferred stock of the par value of $100.00 each, said 50 shares of preferred stock to be preferential to the common stock and to the 150 shares of preferred stock heretofore issued, said 50 shares of preferred stock to be entitled to six per cent, accumulated preferential dividends, payable semi-annually, and to be preferential both as to principal and dividend."

In accordance with this request the following notice of the meeting was mailed to each of the stockholders of said corporation. Notice being as follows to-wit:

"To the Stockholder: At the request of a majority of the stockholders meeting held at the office operated, I am notifying you that there will be a special stockholders meeting held at the office of Cox Brothers, Incorporated on Third Avenue South at eight o'clock P. M. Monday evening on the eighth day of July, 1935.

The meeting is for the purpose of considering the amendment of the Charter of the corporation to authorize the issuance of 50 shares of preferred stock of the par value of $100.00 each, said 50 shares of preferred stock to be preferential to the common stock and to the 150 shares of preferred stock heretofore issued, said 50 shares of preferred stock to be entitled to six per cent accumulated preferential dividends, payable semi-annually, and to be preferential both as to principal and dividend."

Said notice being dated July 2, 1935, addressed to each of the stockholders of Columbus, Mississippi at their respective residences and was duly deposited in the United States mail at the Post Office building in Columbus, Mississippi on July 2, 1935.

There was present at the meeting when called to order and throughout all the proceedings to adjournment stockholders owning more than fifty-one (51) per cent of the common stock and stockholders owning more than fifty-one (51) per cent of the preferred stock of the said corporation.

On vote, E. P. Cox was thereupon elected chairman of the meeting and J. W. Burris was elected secretary of the meeting, each accepting and discharging the duties of their respective offices.

Thereupon the following resolution was offered:

"Be it resolved that the Charter of Cox Bros, Inc., be amended as follows: That the issuance of 50 shares of preferred stock of the par value of $100.00 each be authorized, said 50 shares of preferred stock to be preferential to the common stock and to the 150 shares of preferred stock heretofore issued under amendment of Charter of this corporation of the seventeenth day of November, 1930, said 50 shares of preferred stock to be entitled to six per cent, accumulated preferential dividends, payable semi-annually, and to be preferential both as to principal and dividend, the said corporation reserving the right to redeem the entire issue or any part of said

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preferred stock at $102.00 per share and all accumulated dividends after three years from date by giving sixty days' notice in writing to the stockholders and owners of same. Said 50 shares of preferred stock shall be sold at not less than par. Said preferrred stock may be redeemed in whole or in part, the first issued to be the first redeemed. Said preferred stock shall be given preference as to net assets upon dissolution and winding up corporation, whether voluntary or involuntary."

Thereupon a motion to adopt said resolution was made and having been duly seconded was voted on first by the owners and holders of the common stock as a class, ths owners and holders of more than fifty-one (51) per cent of said common stock being present and voting, and the owners and holders of more than fifty-one (51) per cent of the common stock of the corporation voted in the affirmative.

Thereupon the owners and holders of the 150 shares of the preferred stock heretofore issued voted on said resolution as a class, the owners and holders of more than fifty-one (51) per cent of said preferred stock being present and voting, and the owners and holders of more than fifty-one (51) per cent of the preferred stock of the corporation voted in the affirmative.

Whereupon the chairman declared the resolution adopted and ordered the secretary to record the same in the minutes of the meeting.

COX BROS, INC.,
By, E. P. Cox, President.

J. W. Burris
Secretary.

STATE OF MISSISSIPPI)
COUNTY OF LOWNDES)

I, J. W. Burris, Secretary of Cox Bros, Inc., do hereby certify that the foregoing three pages contain a true and complete copy of the minutes of the meeting held for stockholders of said corporation of the 8th day of July, 1935 and that the resolution contained therein is a true and correct copy of the resolution adopted at that meeting.

IN TESTIMONY WHEREOF I hereunto set my hand and affix the seal of the corporation this 9th day of July, 1935. A. D.

(SEAL) J. W. Burris, Secretary.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of COX BROTHERS, INCORPORATED is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 15th day of July, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: July 16th, 1935.

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#6728 W

THE CHARTER OF INCORPORATION
OF
MARIE ASSOCIATED GIN COMPANY (AAL)

1. The corporate title of said company is Marie Associated Gin Company (AAL).
2. The names of the Incorporators are: V. A. Johnson, Postoffice, Indianola, Miss; J. E. Lee, Postoffice, Indianola, Miss., RFD; J. W. Corder, Postoffice, Indianola, Miss.,RFD; J. L. Sykes, Postoffice, Indianola, Miss., RFD; P. N. Freeman, Postoffice, Indianola, Miss., RFD; A. Phillips, Postoffice, Indianola, Miss., RFD; L. L. Holmes, Postoffice, Indianola, Miss., RFD; L. Vance, Postoffice, Indianola, Miss., RFD; D. H. McLain, Postoffice, Indianola, Miss., RFD; L. H. Sykes, Postoffice, Indianola, Miss., RFD; J. W. Helton, Postoffice, Indianola, Miss., RFD; Irma Phillips, Postoffice, Indianola, Miss., RFD; J. C. Hodges, Postoffice, Indianola, Miss., RFD; W. M. Poole, Postoffice, Indianola, Miss., RFD; J. M. Freeman, Postoffice, Indianola, Miss., RFD; M. E. Pyron, Postoffice, Indianola, Miss., RFD; H. W. Ray, Postoffice, Indianola, Miss., RFD.
3. The domicile is at Indianola, Sunflower County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The amount of authorized capital stock is Fourteen Thousand ($14,000.00) Dollars divided into seven hundred (700) shares of common stock of the par value of Twenty ($20.00) Dollars per share.

There shall be only one class of stock. A dividend of not exceeding eight percentum shall be declared upon the common stock outstanding and paid to the holders thereof. The Association shall determine the amount of net profits from the ginning of cotton and the amount of net profit from the sale of cottonseed and other agricultural products. After the payment of said dividend the net earnings then remaining shall then be distributed and paid to the stockholders and members as follows: The remainder of the net profits from the ginning of cotton shall be distributed and paid in proportion to the number of bales of cotton weighing on an average of five hundred pounds each ginned by them respectively at the gins of this corporation during the fiscal year next preceding and the amount of said net profits from the sale of cottonseed and other agricultural products shall be distributed and paid to the stockholders and members in proportion to the tons of seed purchased by said association from its respective stockholders during the fiscal year next preceding. Said patronage dividends shall not be in proportion to the amount of capital stock owned by such stockholders respectively.

5. Number of shares for each class and par value thereof: Seven Hundred (700) shares of common stock of the par value of Twenty ($20.00) Dollars per share.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To own, lease, rent, operate and maintain cotton gins; to buy and sell cotton, cottonseed and other agricultural products; to process, pack, distribute, finance and market agricultural products; to buy and sell to its stockholders and members goods, wares, and merchandise; to do and perform any and all of the acts and things necessary or expedient in carrying out the cooperative purpose for which it is created and all other powers authorized by law as is now in force or as may be hereafter enacted.
8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by ARTICLE ONE of Chapter 99 of the Code of Mississippi of 1930 and any amendments thereof.
9. The total number of shares of stock to be subscribed and paid for before the corporation begins business is ten (10) shares of common stock owned by ten stockholders.
10. The membership in this corporation may be extended to producers of cotton without ownership of any share of shares therein upon application therefor made in writing and subject to the approval and contract requirements imposed by the By-Laws of said corporation and the laws of Mississippi relating thereto.
11. The organization meeting of said corporation may be held on twenty-four hours notice to the incorporators and/or stockholders and any other notice required by law is waived.

V. A. Johnson
J. E. Lee
J. W. Corder
J. L. Sykes
P. N. Freeman
A. Phillips
L. L. Holmes
L. (his X mark) Vance.
D. H. McClain
L. H. Sykes
J. W. Helton
Irma Phillips
J. C. Hodges
W. M. Poole
J. M. Freeman
M. E. Pyron
H. W. Ray

STATE OF MISSISSIPPI
COUNTY OF SUNFLOWER.

This day personally appeared before me, the undersigned authority V. A. Johnson, J. E. Lee, J. W. Corder, J. L. Sykes, P. N. Freeman, A. Phillips, L. L. Holmes, L. Vance, D. H. McClain, incorporators of the corporation known as the Marie Associated Gin Company (AAL) who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 13th day of July, 1935.
(SEAL)

Millie Holloway, NOTARY PUBLIC.

STATE OF MISSISSIPPI
COUNTY OF SUNFLOWER.

This day personally appeared before me, the undersigned authority L. H. Sykes, Irma Phillips J. C. Hodges, W. M. Poole, J. M. Freeman, M. E. Pyron, H. W. Ray, J. W. Helton, incorporators of the corporation known as the Marie Associated Gin Company (AAL) who acknoweldged that they signed and executed the above and foregoing articles of incorporation as their act amd deed on this the 20th day of July, 1935.
(SEAL)

Millie Holloway, NOTARY PUBLIC.

Received at the office of the Secretary of State this the 22nd day of July, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
SECRETARY OF STATE.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Jackson, Miss.,
July 26th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of MARIE ASSOCIATED GIN COMPANY (A... is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the St... of Mississippi to be affixed, this 27thday of July, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: July 27th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

#6727 W

AMENDMENT TO THE CHARTER OF INCORPORATION
OF THE
GOODMAN GIN COMPANY.

Goodman, Miss.

Be it remembered that a special meeting of the stockholders of the Goodman Gin Company was held in the office of the Company in the Town of Goodman, Mississippi on July 17th, 1935 at ten o'clock A. M., after due notice to all stockholders-All stockholders being present in person or by proxy the following proceedings were had and the following resolution was offered and unanimously adopted;

Whereas, the Goodman Gin Company is desirous of engaging in the business of operating a public warehouse for the storage of cotton and other commodities and it is necessary to amend the charter of said company so as to authorize it to so engage in such business;

Therefore; be it resolved that Article 7 of the Charter of said company be amended so as to authorize and allow the said corporation to engage in the business of operating apublic warehouse for the storage of cotton and other commodities, either as owner or lessor of said warehouse, and that said Article 7 be and the same is hereby amended to read as follows;

"7. The purposes for which it is created;

To do a general ginning business, to buy and sell cotton seed, seed cotton and lint cotton, to buy and sell feed and fertilizer, to buy and sell cotton bagging and ties, to operate a public warehouse for the storage for hire of cotton and other products, either as owner or lessor and to do any and all other things incident to a general ginning and warehouse business."

Be it further resolved that the Secretary is instructed to take all necessary steps toward having said amendment to the Charter of the Goodman Gin Co., legally made.,

This the 17th day of July, 1935.

L. Manship, Secretary.

Hugh I. Cowert, President.
(SEAL)

STATE OF MISSISSIPPI
COUNTY OF HINDS.

Personally appeared before me, the undersigned authority in and for said County and State, Luther Manship, Secretary of the Goodman Gin Company who states on oath that the foregoing is a true and correct copy of the resolution of stockholders of said Goodman Gin Co., amending the Charter of said company and who acknowledged that the above and foregoing is a true and correct copy of said proposed amendment as adopted by the unanimous consent of the stockholders of said Goodman Gin Company as above set out.,

Given under my hand and official seal this the 19th day of July, 1935.,

(SEAL)

Mary H. Atkinson, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 19th day of July, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
July 19, 1935.

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

Greek L. Rice, Attorney General
By, J. A. Lauderdale, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of GOODMAN GIN 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 22nd day of July, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: July 22, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6726 W

RESOLUTION DULY PASSED BY WORLD WAR
VETERANS OF THE UNITED STATES, INC.

BE IT RESOLVED, That the World War Veterans of the U. S. Inc., in meeting duly called and assembled does hereby authorize and appoint Calvin Hall, Moses Fox and Simon Whitehead, three of the members of said organization to apply for charter.

RESOLVED this May 20, 1935, duly seconded and duly passed.

Moses Fox, Commander.

ATTEST:

Calvin Hall
ADJUTANT

We hereby certify that the foregoing is a true and correct copy of Resolution duly passed, seconded and enrolled on the minutes of the organization of the WORLD WAR VETERANS OF THE UNITED STATES, INC.

Date at Vicksburg, Mississippi, this May 20, 1935.

Moses Fox, Commander.

CORRECT; ATTEST:

Calvin Hall
Simon Whitehead

ADJUTANT

THE CHARTER OF INCORPORATION
OF
WORLD WAR VETERANS OF THE UNITED STATES, INC.

1. The corporate title of said company is World War Veterans of the United States, Inc.

2. The names of the incorporators are: Moses Fox, Postoffice, Vicksburg, Mississippi; Calvin Hall, Postoffice, Vicksburg, Mississippi; Simon Whitehead, Postoffice, Vicksburg, Mississippi.

3. The domicile is at Vicksburg, Warren County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: None, said corporation shall issue no shares of stock, and shall divde no dividends or profits among its members.

5. Number of shares for each Class and par value thereof: None.

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

7. The purpose for which it is created: is to associate its members together for charitable, fraternal purposes, not for profit, to instill patriotism among its members and loyalty to the government of the United States of America, and to inspire love of country among its members who have rendered military and naval service for their country, the United States of America during the past and to keep alive the patriotic principles and love of country, to visit its sick in Veteran Rehabilitation, Americanism, to instill into its members the love of our country, United States of America, one country, one language and one Flag and to instill into its members highest type of patriotic loyalty to the United States of America, and to associate its members posts for the above purposes; The World War Veterans of the United States, Inc., shall issue no of stock, shall divide no dividends or profits among their members, shall make expulsion the remedy for non-payment of dues, shall vest in each member the right to one vote in the election officers, shall make the loss of membership, by death or otherwise, the termination of all in of such members in the corporate assets, and there shall be nodindividual liabilities against members for corporate debts, but the entire corporate property shall be liable for the claims creditors.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may gin business. None.

Moses Fox
Calvin Hall
Simon Whitehead, Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF WARREN)

This day personally appeared before me, the undersigned authority Moses Fox, Calvin Hall, Simon Whitehead, incorporators of the corporation known as the World War Veterans of the United States, Inc., who acknoweldged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 17th day of June, 1935.

(SEAL)

Rundle Smith, Notary Public.

Received at the office of the Secretary of State this the 17th day of July, A.D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., July 17th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of WORLD WAR VETERANS OF THE UNITED STATES, 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 July, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood,
Secretary of State.

Recorded: July 22nd, 1935

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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PROPOSED AMENDMENTS TO ARTICLES OF INCORPORATION
OF

PANOLA COUNTY BANK
(Name of Bank)

SARDIS (City) PANOLA (County) MISSISSIPPI (State)

RESOLVED FIRST, That the capital of this Corporation the Panola County Bank, be increased in the sum of $32,500.00, by the issuance of $32,500.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $62,500.00, of which $32,500.00 is preferred and $30,000.00 is common stock.

RESOLVED SECOND, That the Articles of Incorporation be amended by striking out Article 5 and inserting in place thereof the following:

"ART. 5. "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED THIRD, That the Articles of Incorporation be further amended by striking out Article 3 and inserting in the place thereof the following:

"ART. 3. (1) Amount, classes, and shares of capital stock.- The amount of capital stock of the Corporation shall be $62,500.00 divided into classes and shares as follows:

(a) $32,500.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 500 shares of the par value of $65.00 each; and

(b) $30,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provied in the second paragraph of section 4 of this Article 3) divided into 300 shares of the par value of $100.00 each.

(2) Assessability of stock.- The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.- The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors out of net profits of the Corporation (determined as provided in section 5 of this article 3) accruing after June 27, 1935, (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and not more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rates required by this section 3 to be paid on the referred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.- Dividends or other distributions whether in cash, property, stock or otherwise, shall not be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this article 3) accruing after the Recapitalization Date, so long as any shares of preferred stock are outstanding, be declared, ordered,

If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount require by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such special reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of such stock dividend shall be issuable without any further vote on the part of the holders of the stock of any class or any further approval on the part of the State Comptroller.

(5) Determination of net profits.- For the purpose of this article 3, the net profits or net loss (as distingusihed from usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six month's period ending on December 31 or June 30 by deducting from the gross earnings from all sources fro such period:

(a) All expenses for such period.

(b) All interest accrued during such period;

(c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the State Comptroller for such period) as may be reasonbly necessary to make proper provisions for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves;

(d) Provisions for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same;

(e) Such transfers for such period to surplus as may be required by section 7-(b) of Senate Bill No. 227, Laws of 1934, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending June 30, 1935, need be made by reason of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made on account of loss incurred prior to or depreciation in assets existing at the Recapitalization Date. All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits.- As long as any shares of preferred stock are outstanding, the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, no payments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936), shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 or June 30, as the case may be, to the following purppses and in the following order of priority:

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(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be.

(b) To the payment into the preferred stock retirment fund (referred to in section 8 of this article 3) on August 1, 1936, of a sum equal to three-quarters of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter of a sum equal to one-half of one per cent of the aggregate par value of the preferred stock at the time outstanding. In the event that the net profits of the Corporation shall on any such February 1 or August 1 be insufficient to permit the payment into such preferred stock retirement fund of the full amount hereinabove provided for, the deficiency shall be fully paid before any net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter specified in this section 6.

(c) To the payment into the preferred stock retirement fund (referred to in section 8 of this article 3) of a sum equal to forty per cent of the remainder, if any, of such net profits: Provided, however, That the aggregate amount paid into the preferred stock retirement fund in any one year in accordance with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever; Provided, further, however, That unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors it shall not be required to make such payment into the preferred stock retirement fund required by this paragraph (c) except from such net profits as may have accrued from and after December 31, 1935.

Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this article 3.

7. Limitations on retirement of stock.- Except with the approval of the State Comptroller no preferred stock shall be called or purchased for retirement by the Corporation unless the unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $63,000.00 by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whwther or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

8. Retirement of preferred stock by purchase.- Subject to the provisions of section 7 of this article 3, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000.00, the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purcahse for retirement of preferred stock at the lowest price (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this article 3, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law. Subject to the provisions of section 7 of this article 3, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether for the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

9. Retirement of preferred stock by call.- Subject to the provisions of section 7 of this article 3, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part, pro rata, or by lot, in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, (and provided always that the capital shall in no event be reduced below the minimum amount of capital required by law) by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement.

At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form and required, properly stamped for transfer. In case less than all of the shares represented by any certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation, etc. By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval of the State Comptroller and such other conditions as at the time may be required by law-

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that not vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 3 in connection with the retirment of shares of preferred stock;

(b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provied, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred

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stock;

(c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;

(d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding;

(e) The Corporation may be consolidated or merged into or with any other bank, or may ~~re~~-acquire all or substantially all of the assets and business of any banking corporation or trust company;

(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan of reorganization of the Corporation may be carried into effect-

Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article 3 and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11) Preemptive rights.- In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights.- (a) Except as otherwise provided in sections 10 and 13 of this article 3 and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock for the then current semi-annual dividend period shall have been paid and the full dividend on the outstanding preferred stock for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(d) At any time while the votes of the preferred stock are increased as provided in paragraphs (c) of this section 12 or in subparagraph (2) of section 13 of this article 3, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights.- If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding-

(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this Article 3) in accordance with the requirements of paragraph (c) of section 6 of this article 3 on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or

(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or

(d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation-

then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller, at any time shall notifyt the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use for a term longer than one year, or lease any real estate for its own use,

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without in each case the affirmative vote of the holders of a majority of the preferred stock at the time out-standing, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill No. 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time out-standing or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation.- In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise, shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of such payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation shall not be deemed to be a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

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

"ART. 4.- The business of the Corporation shall be conducted and controlled by the share-holders, in accordance with the provisions of these Articles of Incorporation and under such rules and regulations, not inconsistent with law and these Articles of Incorporation, as may be adopted from time to time by the share-holders. The share-holders shall elect, in the manner provided by law and these Articles of Incorporation, a Board of Directors, who shall exercise the powers and discharge the duties vested in and imposed upon them by law and these Articles of Incorporation."

RESOLVED FIFTH, That the Articles of Incorporation be further amended by adding at the end of Article 5, as hereinabove amended, two new Articles, to be numbered Article 6 and Article 7, as follows:

"ART. 6.-(a) Officers.- The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice-Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of president except such as the president only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and subject to the provisions of sub-paragraphs (1) and (2) of section 13 of Article 3 hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand.

(b) Powers of Board of Directors.- The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs, and generally to do and perform all acts that it shall be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation."

"ART. 7. Special meetings of share-holders - Except as otherwise specifically provided by statute, special meetings of the share-holders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then out-standing shares of the class. Every such special meeting shll abe called by mailing, not less than ten days before the date fixed for the meeting, to all share-holders of record entitled to act and vote at such meeting, to their respective addresses asshown on the books of the Corppration, a notice stating the purpose of the meeting. Such notice may be waived in writing."

RESOLVED SIXTH, That each share-holder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name.

RESOLVED SEVENTH, That the Board of Directors through tis proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a meeting of the share-holders of the PANOLA COUNTY BANK, Sardis, Mississippi, held June 27, 1935, twelve days' notice of the proposed business having been given by registered mail to all share-holders (except Mrs. J. C. Kyle, to whom five days' notice of the proposed business was given by registered mail, and A. S. Kyle, Executor and Trustee, Estate of A. S. Kyle, deceased, who prior to the date fixed for the holding of said meeting filed a formal written waiver of the full days' notice required by the statute), all of the foregoing resolutions were adopted by the following vote, the affirmative vote representing eighty-one per cent of the total number of shares of capital stock out-standing:

Total number of shares of capitl stock: 300.
Total number of shares represented at the meeting: 243.
Total number of shares voted in favor of the resolutions: 243.
Total number of shares voted against the resolutions: None.

We, C. B. YOUNG, President, and S. R. PATTON, Cashier, of the Panola County Bank, Sardis, Mississippi, do hereby certify that this is a true and correct report (a) of the number of days' notice, given by registered mail, of the meeting of share-holders of this bank held on the date above mentioned: (b) of the vote and and (c) of the resolutions adopted at said meeting; and (d) that a complete list of the share-holders voting therefor and the number of shares voted by each is on file in the bank; (e) that no shares of stock of this bank owned by this bank were voted at said meeting; (f) that no shares of stock held by this bank as sole Trustee were voted at said meeting; and (g) that no shares of stock of this bank held by this bank as co-trustee were voted at said meeting by this bank; and (h) that no director, other officer or employee acted as proxy at said meeting.

(SEAL OF BANK) (Signed) C. B. Young, PRESIDENT
S. R. Patton, CASHIER

SUBSCRIBED AND SWORN TO before me, and given under my hand and seal of office at Sardis, Panola County, Mississippi, this the 10th day of July, A. D., 1935.

(SEAL OF NOTARY) J. Q. West, NOTARY PUBLIC.
My Commission expires Jan. 8, 1939.

At a meeting of the share-holders of the Panola County Bank, Sardis, Mississippi, duly

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On June 27, 1935, to which reference has been made in the foregoing certificate, the following resolution was adopted by a unanimous vote of the share-holders present and represented at said meeting (the affirmative vote in favor of the resolution representing 81 per cent of the total number of shares of capital stock out-standing), to-wit:

"WHEREAS, the stock-holders of the Panola County Bank have this day, by a vote of a majority in amount of all stock out-standing, adopted resolutions setting forth proposed amendments to the Articles of Incorporation of said bank, to increase the capital stock of said bank in the sum of $32,500.00 by the creation and issuance of that amount of cumulative preferred stock, under the provisions of Section 52 of Senate Bill No. 227, Laws of Mississippi, 1934; and to amend the Articles of Incorporation of said bank so as to provide for a Board of Directors to consist of not less than five nor more than twenty-five share-holders; and to amend the Articles of Incorporation of said bank to provide for the preferences, privileges, voting rights, restrictions and qualifications of such preferred stock and of the common stock and in respect to directors, officers and special meetings of share-holders, etc.:

"RESOLVED, therefore, that three copies of said resolutions, duly certified by the president and vice-president of the bank, be forwarded to the State Comptroller for his approval, together with the fee required by the statute; and when said amendments shall have been duly approved by the State Comptroller, the Attorney General and the Governor, in the manner required by law, they shall become a part of the Articles of Incorporation of the bank and shall be duly recorded in the office of the Chancery Court Clerk of Panola County, Mississippi, at Sardis, in said County.

The president and cashier are hereby authorized and directed to carry out the provisions of this resolution."

We, C. B. YOUNG, President, and S. R. PATTON, Cashier, of the Panola County Bank, Sardis, Mississippi, do hereby certify that the foregoing is a full, true and correct copy of a resolution duly adopted by the share-holders of said bank at a special meeting of the share-holders of said bank duly held on June 27, 1935, as same appears of record in the Minutes of said meeting on file in the office of said bank.

(SEAL OF BANK)

C. B. YOUNG, President
S. R. PATTON, Cashier.

Subscribed and sworn to before me, this the 10 day of July, A. D., 1935.

(SEAL OF NOTARY)

J. Q. West, NOTARY PUBLIC.
My Commission expires Jan. 8, 1939.

Received at the office of the Secretary of State, this the 11th day of July, A.D., 1935, together with the sum of $65.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
July 11th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
DEPARTMENT OF BANK SUPERVISION
JACKSON

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certofy that I have examined the proposed Amendment to the Charter of Incorporation of Panola County Bank, Sardis, Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $32,500.00 by the issuance of $32,500.00 of Preferred Stock under the provisions of Section 52 of Cahpter 146 of the Laws of the State of Mississippi for the year 1934, making the total capital of $62,500.00, $32,500.00 of which is Preferred Stock and $30,000.00 is Common Stock, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 11th day of July, 1935.

(SEAL)

M. D. Brett,
State Comptroller.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of PANOLA COUNTY BANK, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 15th day of July, 1935.

Sennett Conner
GOVERNOR

By the Governor

Walker Wood
Secretary of State.

Recorded; July 16th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

This Corporation dissolved and charter surrendered by decree of Chancery Court of Washington County Mississippi, dated March 22, 1939. Certified copy of said decree filed in this office March 23, 1939. Walker Wood, Secy of State.

Amendment of the Charter of Incorporation of

GREENVILLE BEVERAGE COMPANY

Whereas, Article 4 of the Articles of Incorporation fixed the capital stock of this corporation at $5,000.00 divided into 50 shares of common stock with par value of $100.00 each; and

Whereas, it is deemed advisable to increase the capital stock of this corporation from $5,000.00 to $15,000.00 for the purpose of extending and enlarging the business:

Therefore, Be It Resolved that article 4 of the Articles of Incorporation be amended to read as follows:

"Article 4. The capital stock of this corporation shall consist of $15,000.00, the same to be divided into 150 shares of the par value of $100.00 each."

This, October 8, 1935.

GREENVILLE BEVERAGE COMPANY
By F. J. Millete, President.

Attest:
J. W. Sterling, (SEAL)
Secretary-Treasurer.

State of Mississippi,
Washington County.

Personally appeared before me, the undersigned Notary Public in and for the county and state aforesaid, F. J. Millete and J. W. Sterling, President and Secretary-Treasurer, respectively, of the Greenville Beverage Company, a corporation, each of whom acknowledged that as such officers for and on behalf of said corporation he signed and delivered the foregoing instrument on the day and year therein mentioned, he being thereunto duly authorized by resolution of the stockholders of said corporation, a certified copy of which is attached hereto.

Given under my hand and official seal, this the 14 day of October, 1935.

(SEAL) C. J. Kinsella, Notary Public.

Minutes of a Special Meeting of the Stockholders of the Greenville Beverage Company, held October 8, 1935.

A special meeting of the stockholders of the Greenville Beverage Company was held at the office of the said corporation at Greenville, Mississippi, on the 8th day of October, 1935, pursuant to the following:

"We, the undersigned, being all of the stockholders of the Greenville Beverage Company, hereby call a special meeting of the stockholders of said Company to be held at its office in the City of Greenville, Mississippi, on the 8th day of October, 1935, at ten o'clock, A. M., for the purpose of considering several propositions ofurgent importance to the corporation, and we hereby waive all statutory and by-law requirements as to notice of time, place and object of said meeting and hereby agree to the transaction thereat of any and all business pertaining to the affiars of said company.

"This, the 7th day of October, 1935.

F. J. Millete, Pres.
J. W. Sterking, Sec.-Treas.
R. A. Blackmon, V. P.
G. L. Mattingly.

Present: F. J. Millette, President; J. W. Sterling, Secretary-Treasurer; R. A. Blackmon; G. L. Mattingly, constituting all of the stockholders of the said corporation.

Upon motion of G. L. Mattingly, seconded by F. J. Millette, the following resolution was unanimously adopted:

"Whereas, Article 4 of the Articles of Incorporation fixed the capital stock of this corporation at $5,000.00 divided into 50 shares of common stock with par value of $100.00 each; and

"Whereas, it is deemed advisable to increase the capital stock of this corporation from $5,000.00 to $15,000.00 for the purpose of extending and enlarging the business:

"Therefore, Be It Resolved that Article 4 of the Articles of Incorporation be amended to read as follows:

'Article 4. The capital stock of this corporation shall consist of $15,000.00, the same divided into 150 shares of the par value of $100.00 each."

I, J. W. Sterling, Secretary-Treasurer of the Greenville Beverage Company, a corporation, hereby certify that the attached and foregoing two pages contain a true and correct copy of a resolution of the stockholders of said corporation adopting and approving an amendment to its charter as shown by the minutes of said corporation.

Dated, this the 8th day of October, 1935.

(SEAL) J. W. Sterling,
Secretary-Treasurer.

Received at the office of the Secretary of State, this the 19th day of October, A. D. 1935, together with the sum of $20.00 deposiyed to cover the recording fee, and referred to the Attorney General for his ppinion?

Walker Wood,
Secretary of State.

Jackson, Miss., October 19, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of The Greenville Beverage 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 21st day of October, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 22, 1935.

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#6724 W

AMENDMENT TO CHARTER OF INCORPORATION
OF
MERCHANTS & PLANTERS COOPERATIVE GIN COMPANY.

BE IT RESOLVED, That the charter of incorporation of Merchants & Planters Cooperative Gin Company, of Sunflower, Mississippi, as amended, be, and the same is hereby amended so as to read as follows, to-wit:

"The Charter of Incorporation of Merchants & Planters Cooperative Gin Company.

1. The corporate title of said company is Merchants & Planters Cooperative Gin Company.
2. The names of the incorporators are: L. E. Claiborne, Postoffice, Sunflower, Miss; M. E. Wiggins, Postoffice, Sunflower, Miss; J. T. Lancaster, Postoffice, Sunflower, Miss; J. E. Clark, Postoffice, Sunflower, Miss; E. F. Mullen, Postoffice, Sunflower, Miss; J. E. Yearger, Postoffice, O. S. Cantwell, Postoffice, Sunflower, Miss.
3. The domicile is at Sunflower, Sunflower County, Miss.
4. The amount of capital stock is $20,000.00, divided into two hundred shares of the par value of One Hundred Dollars each, and all of said shares of said capital stock shall be preferred stock, which said preferred stock shall be entitled to receive a fixed dividend of eight percentum per annum, but said fixed dividend of eight percentum shall be non-cumulative.
5. The period of existence is fifty years.
6. The purpose for which it is created is to own, lease, rent, operate and maintain public cotton gins, buy and sell cotton seed, and buy and sell cotton cooperatively for its stockholders and members, and do and perform any and all other acts and things necessary or expedient to carry out and further the purpose and business of the corporation, and in carrying out the purposes for which it is created.

The rights, powers and privileges that may be exercised by this corporation, in addition to the foregoing, and to those hereinafter mentioned, are those conferred by Article 2 of Chapter 61 of the Mississippi Code of 1930, and this amendment is adopted under and by virtue of section 7 of the Mississippi Code of 1930.

7. The total number of shares of stock to be subscribed and paid for before the corporation begins business is one hundred shares, and said shares may be paid for in cash or property.
8. At the close of each fiscal year the net earnings of the corporation shall be ascertained, after proper and adequate reserves for depreciation, losses and contingencies have been created and said net earnings shall have been reduced to money, the same shall be paid out and distributed as follows:

A cash dividend of not exceeding eight percentum of the preferred capital stock outstanding shall be declared and paid to the stockholders thereof, and the balance of such net earnings, if any, shall be distributed as follows:

The said balance of such net earnings, if any, shall be distributed and paid to the stockholders and members in proportion to the number of bales of cotton weighing not less than four hundred and fifty pounds each, ginned by them, respectively, at the gins of this corporation, during the fiscal year next preceding, but not in proportion to the amount of capital stock owned by the stockholders thereof, respectively.

9. Membership of this corporation may be extended to producers of cotton without ownership of any shares of shares therein upon application therefor made in writing, and subject to the approval and contract requirements imposed by the by-laws of said corporation.

L. E. Claiborne
M. E. Wiggins
J. T. Lancaster
J. E. Clark
E. F. Mullen
J. E. Yearger
O. S. Cantwell
Incorporators."

And be it further resolved that the president and secretary of this corporation be, and they are hereby, authorized and directed for and in behalf of the said Merchants & Planters Cooperative Gin Company, to do any and all things necessary to give effect to the foregoing resolution, and to procure said amendment to said charter of incorporation.

After discussion, on motion of E. F. Mullen, seconded by Dr. J. A. Clark, the above and foregoing resolution was unanimously adoptedm 139 shares voting for the adoption of the resolution, and no share or vote being cast against it.

We, the undersigned A. B. Clark, President of Merchants & Planters Cooperative Gin Company, and M. E. Wiggins, Secretary thereof, do hereby certify that the foregoing is a true and correct copy of that certain resolution adopted at the regular annual meeting of the stockholders of the said Merchants & Planters Cooperative Gin Company held on the 15th day of May, 1935, in the principal office of said company in the town of Sunflower, Mississippi, with reference to amending the charter of incorporation of said company, as fully as said resolution appears of record in Minute Book Number 1 at Pages 57 and 58, of the minutes of said stockholders, and that attached hereto, and as a part hereof, is an affidavit made and signed by all of the directors of the said company.

Witness out signatures, this the 10th day of July, A. D., 1935.

(SEAL)

Arthur B. Clark, President
M. E. Wiggins, Secretary.

STATE OF MISSISSIPPI
COUNTY OF SUNFLOWER

This day personally appeared before me, the undersigned Notary Public in and for the county of Sunflower, state of Mississippi, the within named A. B. Clark, President of Merchants & Planters Cooperative Gin Company, who having been by me first duly sworn, states on oath and acknowledged that he executed the above and foregoing amendment to the charter of incorporation of the said Merchants & Planters Cooperative Gin Company under and by virtue of the authority vested in him by the said corporation, on this the 12th day of July, A. D., 1935.

(SEAL)

Pattie McLellan, NOTARY PUBLIC.

STATE OF MISSISSIPPI
COUNTY OF SUNFLOWER

This day personally appeared before me, the undersigned Notary Public in and for the county of Sunflower, state of Mississippi, the within named M. E. Wiggins, Secretary of Merchants & Planters Cooperative Gin Company, who having been by me first duly sworn, states on oath and acknowledged that he executed the above and foregoing amendment to the charter of incorporation of the said Merchants & Planters Cooperative Gin Company, under and by virtue of the authority vested in him by the said corporation, on this the 10 day of July, A. D., 1935.

(SEAL)

B. L. Smithhart, NOTARY PUBLIC.

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STATE OF MISSISSIPPI
COUNTY OF SUNFLOWER

This day personally appeared before me, the undersigned Notary Public in and for the county of Sunflower, state of Mississippi, A. B. Clark, J. A. Williams, E. F. Mullen, J. T. Lancaster, Dr. J. A. Clark, R. C. Fox, Jr., M. E. Wiggins, Geo. E. Baird and T. P. Parks, being all the directors of the Merchants & Planters Cooperative Gin Company, of Sunflower, Mississippi, who each having been by me first duly sworn, states on oath that the said Merchants & Planters Cooperative Gin Company, domiciled at Sunflower, Sunflower County, Mississippi, did, by a majority vote of the directors of said corporation, at the regular annual meeting of the board of directors thereof, held on the 15th day of May, 1935, decide to accept the benefits, and be bound by the provisions of Article 2, Chapter 99, of the Mississippi Code of 1930.

A. B. Clark
J. A. Williams
E. F. Mullen
J. T. Lancaster
Dr. J. A. Clark
R. C. Fox, Jr.,
M. E. Wiggins
Geo. E. Baird
T. P. Parks,
Directors.

Sworn to and subscribed before me,
this the 8th day of July, A. D., 1935.
(SEAL) Pattie McLellan, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 13th day of July, A. D., 1935, together with the sum of $2.50 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., July 23rd, 1935.

I have examined this amendment of charter of incorporation, of Merchants & Planters Cooperative Gin Company, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of MERCHANTS & PLANTERS COOPERATIVE GIN COMPANY is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 23rd day of July, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State

Recorded: July 24th, 1935

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#6731 W

SUGGESTED FORM OF SHAREHOLDERS' RESOLUTION TO REDUCE COMMON CAPITAL STOCK AND TO AMEND ARTICLES OF INCORPORATION

RESOLUTION TO REDUCE COMMON CAPITAL STOCK AND TO AMEND ARTICLES OF INCORPORATION
OF

PEOPLES BANKOF JONESTOWN
JONESTOWN, MISSISSIPPI

RESOLVED FIRST, that the common capital stock of this Corporation be reduced in the sum of $2,500, and the number of shares of the common capital stock be reduced from 100 to 75, leaving the total common capital, after said reduction, $7,500.

RESOLVED SECOND, That certificates representing three-fourths of a share of common stock for each share of common stock represented by the certificates now outstanding shall be issued in exchange for such outstanding certificates, upon the surrender for cancellation of such outstanding certificates in transferable form and, if required, properly stamped for transfer; and that until such certificates are exchanged as aforesaid, the presently outstanding certificates for shares of common stock shall be deemed to represent three-fourths of a share of common stock for each share of common stock now represented by such presently outstanding certificates.

RESOLVED THIRD, That no distribution of assets shall be made to the shareholders of the Corporation by reason of the reduction of the common capital stock of the Corporation, but a sum equal to the amount of said reduction shall be used to charge off or write down losses, substandard and/or bank-acceptable assets and/or shall be transferred to surplus or undivided profits in accordance with the requirements of the State Comptroller.

RESOLVED FOURTH, That the Articles of Incorporation be amended by striking out sections 1 and 7 of Article 8, and inserting in the place thereof the following:

(1) Amount, classes, and shares of capital stock.--The amount of capital stock of the Corporation shall be $15,000, divided into classes and shares as follows:

(a) $7,500 par value of preferred stock (subject to retirements as hereinafter provided) divided into 125 shares of the par value of $60 each; and

(b) $7,500 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this Article 8) divided into 75 shares of the par value of $100 each.

(7) Limitations on retirement of stock.--Except with the approval of the State Comptroller no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for subh retirement) exceed $15,000 by an amount at least equal to the sum necessary to effect such retirment. Np shares of preferred stock shall be called or purchased for retirement unless all accrued divideans (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

RESOLVED FIFTH, That the Articles of Incorporation be further amended by striking out Article 5 and inserting in the place thereof the following:

Article 5. The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 24 of the Mississippi Code of 1906, and by the Acts amendatory thereto.

At a meeting of ths shareholders of Peoples Bank of Jonestown, Jonestown, Mississippi, held on July 2, 1935, Five days' notice of the proposed business having been given by registered mail, the foregoing resolution and amendments were adopted by the following vote representing at least two-thirds of the total number of shares of common stock outstanding and at least two-thirds of the total number of shares of preferred stock outstanding.

Total number of shares of preferred stock outstanding	125
Total number of shares of preferred stock represented at the meeting	125
Total number of shares of preferred stock voted in favor of the resolution and amendments	125
Total number of shares of preferred stock voted against the resolution and amendments	100
Total number of shares of common stock outstanding	100
Total number of shares of common stock represented at the meeting	100
Total number of shares of common stock voted in favor of the resolution and amendments	100
Total number of shares of common stock voted against the resolution and amendments	—

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

C. G. Smith
President or Cashier

(SEAL OF BANK)

Subscribed and sworn to before me this 10th day of July, 1935, A. D.

B. K. Smith, NOTARY PUBLIC.

(SEAL OF NOTARY)

Received at the office of the Secretary of State, this the 25th day of July, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
July 26th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

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STATE OF MISSISSIPPI
DEPARTMENT OF BANK SUPERVISION
JACKSON.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment ot the Charter of Incorporation of the Peoples Bank, Jonestown, Mississippi, wherein it is proposed to decrease the capital stock of said bank in the sum of $2,500.00 by reducing the capital stock of said bank from $10,000.00 to $7,500.00 under the provisions of Section 9 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, leaving the total capital of the Peoples Bank, Jonestown, Mississippi, $15,000.00, $7,500.00 of which is Preferred Stock and $7,500.00 is Common Stock, and I do hereby approve the proposed amendment.

Given under my hand and seal of the Department of Bank Supervision, this the 25th day of July, 1935.

(SEAL)

M. D. Brett,
State Comptroller.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of PEOPLES BANK OF JONESTOWN is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 26th day of July, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State

Recorded: July 29th, 1935.

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6732 W

AMENDMENT TO THE CHARTER OF INCORPORATION
OF
BELHAVEN OIL AND GAS COMPANY.

Be it remembered that on July the 26th, 1935, at a meeting of the stockholders regularly called and organized, of the Belhaven Oil and Gas Company, and in all things constituted as required by law and the by-laws of said corporation, at which meeting all the stockholders of said corporation, being the stockholders owning and holding a majority of the stock in said corporation issued and outstanding were present, and all unanimously consenting thereto the following resolution was unanimously adopted by all the stockholders of said corporation, to-wit:

Be it resolved by the stockholders of the BELHAVEN OIL AND GAS COMPANY that section one (1) of the charter of incorporation of the said corporation be and the same is hereby amended to read as follows to-wit:

SECTION 1. The corporate title of said corporation is and shall hereafter be;

General Finance Company;

that section seven (7) of the charter of said corporation found recorded in the record of charters in the office of the Secretary of State of the State of Mississippi, in Book 30 pages 371-372, be and the same is hereby amended to read as follows;

The purpose for which this corporation is incorporated and the rights and powers it may exercise, in addition to those granted to it by said charter of incorporation so recorded are; to buy, sell and deal in, for cash or on credit, and hold, own and dispose of and incumber any and all kinds of personal property and real estate not prohibited by law; to lend money on such security as it may deem proper or lend money without any security, and to charge and collect interest on money loaned by it; to buy, own, discount and otherwise acquire, and to sell, deal, deal in, assign, transfer and deliver, and to otherwise dispose of, and to borrow money on the security of, and pledge, hypothecate and incumber any and all kinds of choses in action, notes evidences of debt, and certificates of indebtedness, participating certificates, debentures, mortgages, deeds of trust, mortgages, bills of sale, stocks, bonds, liens, reservation of title, conditional sale contracts, and securities of every kind not prohibited by law; to act as agent or representative of all kinds of life, fire, accident and casualty and automobile companies and other insurance companies and to conduct an insurance agency and to do all such acts and things as are custimarily done by an insurance agency; to borrow money for any and all of its legitimate purposes, and to execute, issue, pledge, hypothecate, sell, assign, transfer or otherwise dispose of its notes, certificates of indebtedness, participating certificates, debentures or other evidences of debt, and indorse the same for the purpose of transfer, assignment or sale, and for the purpose of enabling it to borrow money as aforesaid, and to guarantee the payment of loans made by it and sold to others; and, when deemed necessary by it to promote the interest of the corporation, secure the payment of money borrowed in such manner as said corporation may consider proper or as may be necessary to secure and procure loans; to own, rent or lease from or to other persons safety deposit boxes, commonly used in banks and to own, lease and or occupy vaults suitable therefor; to own stock of and in non-competing corporations; to act as broker in procuring loans, and to charge and collect a commission for obtaining the same from and for others.

The rights and powers to be exercised by this corporation in addition to the foregoing and those granted by its charter of incorporation heretofore granted and recorded as aforesaid, are those conferred by chapter one hundred (100) of the Code of Mississippi of 1930 and amendments thereto, but no attempt is made in this amendment to authorize said corporation to do nor is it authorized to do anything contrary to the laws of Mississippi, now in force or hereafter enacted.

Be it further resolved that J. B. Sterling, President of said corporation, be and he is hereby authorized, empowered and directed to take all steps necessary and required by law to perfect said amendment to said charter of incorporation.

J. B. Sterling, President

Carter Sterling, Secretary.

I, J. B. Sterling, President of the BELHAVEN OIL AND GAS COMPANY OF JACKSON, Mississippi, incorporated under the laws of the state of Mississippi, hereby certify that the above and foregoing resolution was unanimously adopted at a meeting in Jackson, Mississippi, of the stockholders of the said Belhaven Oil and Gas Company on the 26th, day of July, 1935, at which was present all the stockholders of the said corporation, and the said resolution so adopted was duly and regularly entered on the minutes of said corporation on said day and now appears therein, and the above and foregoing is a true copy thereof.

In witness whereof the undersigned president of said corporation has this day hereunto signed and hereunto set and affixed the seal of said corporation on this the 26th day of July, 1935.

(SEAL)

J. B. Sterling, President

STATE OF MISSISSIPPI
HINDS COUNTY.

This day personally appeared before me, the undersigned NOTARY PUBLIC in and for the said county and state, J. B. Sterling, President of the corporation known as the BELHAVEN OIL AND GAS COMPANY of Jackson, Mississippi, who acknoweldged that he is said officer of said corporation, and after having been by said corporation first duly authorized and directed so to do, he signed and executed the foregoing resolutions of amendment to the charter of incorporation of said corporation, and the certificate thereto as above recited and set forth on this the 26th day of July, 1935.

(SEAL)

Witness my signature and official seal this the 27th day of July, 1935.

Ione Smith, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 27th day of July, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
July 27, 1935.

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

Greek L. Rice, Attorney General
By, J. A. Lauderdale, Assistant Attorney General

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of BELHAVEN OIL AND GAS COMPANY is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 29th day of July, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State

Recorded: July 29th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of BELHAVEN OIL AND GAS COMPANY is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 29th day of July, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State

Recorded: July 29th, 1935.

Be it Hereby Resolved: That the Charter of Incorporation of the

DELTA CHMABER OF COMMERCE

be amended by striking out paragraph seven (7) of the Charter, being the purpose for which the corporation was created and in lieu thereof, adding the following:

"To promote the agricultural, industrial, commercial and civic organizations and agencies on all economic and social matters in the best interests of the State of Mississippi; to cooperate with all departments and agencies of the State and Federal Government on matters affecting the economic and social life of the State of Mississippi."

Upon a mation of Alexander Fitz-Hugh and seconded by Stephen Schillip, the above Resolution was unanimously adopted.

Wm. Rhea Blacke,
Secretary-Manager.

State of Mississippi,
County of Washington.

I, Wm. Rhea Blake, Secretary-Manager of the Delta Chamber of Commerce, certify that the foregoing contains a true and correct copy of the Resolution adopted at the annual meeting of the Delta Chamber of Commerce held at Greenville, Mississippi on June 4, 1936, as the same appears of record in the Minutes of said Corporation.

Signed this 4th day of June, 1936.

Wm. Rhea Blake,
Secretary-Manager.

Received at the office of the Secretary of State, this the 25th day of June, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 26th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Delta Chamber of Commerce, is hereby approved.

In testimony whereof, I have eherunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirtieth day of June, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: July 1. 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Be it Hereby Resolved: That the Charter of Incorporation of the

DELTA CHMABER OF COMMERCE

be amended by striking out paragraph seven (7) of the Charter, being the purpose for which the corporation was created and in lieu thereof, adding the following:

"To promote the agricultural, industrial, commercial and civic organizations and agencies on all economic and social matters in the best interests of the State of Mississippi; to cooperate with all departments and agencies of the State and Federal Government on matters affecting the economic and social life of the State of Mississippi."

Upon a mation of Alexander Fitz-Hugh and seconded by Stephen Schillip, the above Resolution was unanimously adopted.

Wm. Rhea Blacke,
Secretary-Manager.

State of Mississippi,
County of Washington.

I, Wm. Rhea Blake, Secretary-Manager of the Delta Chamber of Commerce, certify that the foregoing contains a true and correct copy of the Resolution adopted at the annual meeting of the Delta Chamber of Commerce held at Greenville, Mississippi on June 4, 1936, as the same appears of record in the Minutes of said Corporation.

Signed this 4th day of June, 1936.

Wm. Rhea Blake,
Secretary-Manager.

Received at the office of the Secretary of State, this the 25th day of June, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 26th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Delta Chamber of Commerce, is hereby approved.

In testimony whereof, I have eherunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirtieth day of June, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: July 1. 1936.

TUCKER PRINTING HOUSE JACKSON MISS

#6733 W

THE CHARTER OF INCORPORATION
OF
MISSISSIPPI MOTOR CLUB.

O. GREEN

1. The corporate title of said company is Mississippi Motor Club.
2. The names of the incorporators are: Edward O'Brien, Jr., Postoffice, Jackson, Mississippi; George ~~O'Brien~~, Postoffice, Jackson, Mississippi; L. Jackson, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: NONE.
5. Number of shares for each class and par value thereof: NONE.
6. The period of existence (not to exceed fifty years) is FIFTY YEARS.
7. The purpose for which it is created: To compile, study and desseminate information relative to the operation of motor vehicles; to promote by all lawful means, safe and economically sound operation of motor vehicles over the highways; to promote and foster such economic and social principals and purposes as will tend to encourage and bring about a more general observance of laws applicable to recognized "rules of the road"; to form local units for civic improvement and education in the dominant fields and purposes hereinabove set forth; to make rules and regulations; consistent with law, whereby the members may be governed; and to do any and all things necessary and proper to carry out the purposes herein stated.

The corporation shall issue no shares of stock, shall divide no dividends or profits among the members; shall make expulsion the only remedy for the 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 liability against members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

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

Edw. O'Brien, Jr.,
George ~~O'Brien~~ O. GREENE
L. Jackson
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF HINDS.)

O. GREEN

This day personally appeared before me, the undersigned authority, Edw. O'Brien, Jr., George ~~O'Brien~~ and L. Jackson incorporators of the corporation knwon as the Miss. Motor Club who acknowledged that they signed and executed the above and foregoing articles of incorporation as their deed on this ~~this~~ the 29 day of July, 1935.

(SEAL)

S. H. Varnado, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 29th day of July, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
July 29th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

THE MINUTES OF THE MEETING
MISSISSIPPI MOTOR CLUB
JULY 23, 1935.

A meeting of the Mississippi Motor Club was held in Jackson on the 23rd day of July, 1935. The following members were present at this meeting:

J. P. Ricks
George O. Green
Edward O'Brien, Jr.,
L. Jackson

The following Resolution was unanimously adopted:

"BE IT RESOLVED, that a Committee composed of J. P. Ricks, George O. Green, Edward O'Brien, Jr. and L. Jackson, all of Jackson, Mississippi, be and they are hereby appointed, authorized and directed to secure a Charter from the State of Missisippi for the Mississippi Motor Club.

There being no further business, the meeting adjourned.

CERTIFICATE

We, J. P. Ricks and Edward O'Brien, Jr., President and Secretary of the Mississippi Motor Club, certify that the above and foregoing is a true and correct copy of the Minutes of a regular meeting of the said Mississippi Motor Club, duly held in Jackson, Miss., on the 23rd day of July, 1935.

Witness our signatures on this the 23rd day of July, 1935.

John P. Ricks, PRESIDENT
Edward O'Brien, Jr., SECRETARY.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON,

Approved. The within and foregoing Charter of Incorporation of MISSISSIPPI MOTOR CLUB is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

of Mississippi to be affixed, this 1st day of August, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: August 1st, 1935

This Corporation dissolved by [illegible] of Chancery Court of [illegible] Mississippi on August 13, 1938. Certified copy of said decree filed in this office November 18, 1938. This November 18, 1938
Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

L. W. BLACKWELL GIN COMPANY

1. The corporate title of said company is L. W. Blackwell Gin Company.
2. The name of the incorporators are: L. W. Blackwell, postoffice, Rt. #2, Taylorsville, Mississippi; Mrs. Iva Blackwell, postoffice, Rt. #2, Taylorsville, Mississippi; O. D. Yeager, postoffice, Rt. #2, Taylorsville, Mississippi.
3. The domicile is at Route 2, Taylorsville, Smith County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $6,000.00 divided into 120 shares of $50.00 each, all of said shares being of the same class with the same privileges.
5. Number of shares for each class and par value thereof: 120 shares of common stock.
6. The period of existence (not to exceed fifty years) is shall be fifty years.
7. The purpose for which it is created: The general nature of the business of said corporation shall be to build, lease, purchase or otherwise acquire, own and operate cotton gins or gins, houses or warehouses, and to do all things necessary to own and operate cotton gins or gins, contrary to law. And also to own, hold, manage and control real and personal property of every description, including its own stock and stock in any other corporations and to sell and convey, mortgage, pledge, lease or otherwise dispose of such property or any part thereof and own and operate a general merchandise store and to do a general furnishing business. And to buy and sell timber, lumber and logs, wholesale and retail and to manufacture same.

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

8. Number of shares of each class to be subscribed and paid for before the corporation begin business. The said corporation shall have a right to commence business when fifty (50) shares of its capital stock have been subscribed and paid for, either in cash or property worth at least total amount of the par value of said number of shares.

L. W. Blackwell,
Mrs. Iva Blackwell,
O. D. Yeager,
Incorporators.

ACKNOWLEDGMENT.

State of Mississippi,
County of Smith.

This day personally appeared before me, the undersigned authority L. W. Blackwell, Iva Blackwell, and O. D. Yeager, incorporators of the corporation known as the L. W. Blackwell Gin Company who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 26 day of June, 1936.
(SEAL)

J. C. Craft, Circuit Clerk.

State Received at the office of the Secretary of State, this the 26th day of June, A. D. 1936, together with the sum of $22.00 deposited to cover the recording fee, and referred to Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 26th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of L. W. Blackwell Gin Company, Taylorsville, 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 30th day of June, 1936.

Hugh White.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: July 1st, 1936.

Filed for record in the office of the Chancery Clerk of Smith County, Mississippi on the 1st day of July 1938 at 9 o'clock A.M. and duly recorded on this the 15 day of November 1938 in Misc. Book 2 page 428

TUCKER PRINTING HOUSE JACKSON MISS

of Mississippi to be affixed, this 1st day of August, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded; August 1st, 1935

The Charter of Incorporation of

L. W. BLACKWELL GIN COMPANY

1. The corporate title of said company is L. W. Blackwell Gin Company.
2. The name of the incorporators are: L. W. Blackwell, postoffice, Rt. #2, Taylorsville, Mississippi; Mrs. Iva Blackwell, postoffice, Rt. #2, Taylorsville, Mississippi; O. D. Yeager, postoffice, Rt. #2, Taylorsville, Mississippi.
3. The domicile is at Route 2, Taylorsville, Smith County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $6,000.00 divided into 120 shares of $50.00 each, all of said shares being of the same class with the same privileges.
5. Number of shares for each class and par value thereof: 120 shares of common stock.
6. The period of existence (not to exceed fifty years) is shall be fifty years.
7. The purpose for which it is created: The general nature of the business of said corporation shall be to build, lease, purchase or otherwise acquire, own and operate cotton gins or gins, houses or warehouses, and to do all things necessary to own and operate cotton gins or gins contrary to law. And also to own, hold, manage and control real and personal property of every description, including its own stock and stock in any other corporations and to sell and convey, mortgage, pledge, lease or otherwise dispose of such property or any part thereof and own and operate a general merchandise store and to do a general furnishing business. And to buy and sell timber, lumber and logs, wholesale and retail and to manufacture same.

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

8. Number of shares of each class to be subscribed and paid for before the corporation begin business. The said corporation shall have a right to commence business when fifty (50) shares of its capital stock have been subscribed and paid for, either in cash or property worth at least total amount of the par value of said number of shares.

L. W. Blackwell,
Mrs. Iva Blackwell,
O. D. Yeager,
Incorporators.

ACKNOWLEDGMENT.

State of Mississippi,
County of Smith.

This day personally appeared before me, the undersigned authority L. W. Blackwell, Iva Blackwell, and O. D. Yeager, incorporators of the corporation known as the L. W. Blackwell Gin Company who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 26 day of June, 1936.
(SEAL)

J. C. Craft, Circuit Clerk.

State Received at the office of the Secretary of State, this the 26th day of June, A. D. 1936, together with the sum of $22.00 deposited to cover the recording fee, and referred to Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 26th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of L. W. Blackwell Gin Company, Taylorsville, 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 30th day of June, 1936.

Hugh White.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: July 1st, 1936.

Filed for record in the office of the Chancery Clerk of Smith County, Mississippi on the 1st day of August 1938 at 9 o'clock A.M. and duly recorded on the 15 day of this month in Misc. Book 12 Page 428

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

HOOKER PRINTING HOUSE JACKSON MISS

#6738 W

THE CHARTER OF INCORPORATION OF TOURIST COTTAGE OWNERS ASSOCIATION, INCORPORATED.

1. The corporate title of said company is Tourist Cottage Owners Association, Inc.
2. The names of the incorporators are: Leo Moody, Postoffice, Gulfport, Mississippi; J. C. Stevens, Postoffice, Jacksonville, Flordia; C. (Ed.) Carmichael, Postoffice, Silver Springs, Florida.
3. The domicile is at Gulfport, Harrison County, Mississippi.
4. Amount of capital stock and particulars as toc lass or classes thereof: This corporation shall have no capital stock. Shall issue no shares of stock, shall divide no dividend or profits amohg its members, shall make expulsion the only remedy for the non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors, This corporation shall not be required to make publication of this charter.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose# for which it is created: To promote the welfare of the Tourist Cottage Owners of the United States by mutual and fraternal help in compiling statistics, advertising, marking roads and highways, with signs and guids posts giving the public information as to the location and facilities of tourist cottages, holding meetings to discuss the betterment of the tourist cottage owners, to give help and advice to members of this corporation without charge, and to generally conduct a fraternal organization, with emblems, ritual, pass words and secret work, without any insurance benefits and to do any and all things proper and necessary to carry out the purposes for which this corporation is created not contrary to law.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business. None.

Leo Moody
J. C. Stevens
C. (Ed.) Carmichael
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF HARRISON.)

This day personally appeared before me, the undersigned authority in and for said state and county, Leo Moody incorporators of the corporation known as the Tourist Cottage Owners Association, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 29 day of June, 1935.

(SEAL)

H. H. Jones, NOTARY PUBLIC.

STATE OF FLORIDA,)
COUNTY OF DUVAL)

This day personally appeared before me, the undersigned authority in and for said state and county, J. C. Stevens incorporators of the corporation known as the Tourist Cottage Owners Association, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act deed on this the 16th day of July, 1935.

(SEAL)

L. W. Hazard,
Notary Public, State of Florida at Large
My Commission Expires Nov. 2, 1938.

STATE OR FLORIDA)
COUNTY OF MARION)

This day personally appeared before me, the undersigned authority in and for said state and county, C. (Ed.) Carmichael, incorporators of the corporation known as the Tourist Cottage Owners Association, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 19th day of July, 1935.

(SEAL)

William J. Edwards, NOTARY PUBLIC.
My Commission expires Dec. 23, 1936.

Received at the office of the Secretary of State this the 30th day of July, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
July 30th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

Be it remembered that a regular meeting of the Tourist Cottage Owners Association, an unincorporated fraternal association was held in the City of Gulfport, Harrison County, Mississippi on the 8th day of May, 1935, the same being the time and place for said meeting. There were present a majority of the members of said Tourist Cottage Owners Association, constituting a quorom. Upon motion duly seconded and unanimously carried it was ordered that Leo Moody, J. C. Stevens and C. (Ed.) Carmichael be authorized to apply for a charter of incorporation for the said Tourist Cottage Owners Association under Chapter 100 of the Mississippi Code of 1930 and to do any and all things necessary and proper to secure said charter of incorporation.

There being no further business the meeting adjourned.

A true copy as the same appears on the minutes of the Tourist Cottage Owners Association

TUCKER PRINTING HOUSE JACKSON MISS

on page 15 of Book One of the minutes of said Association.

This the 27th day of June, 1935.

Attest.

J. C. Stevens
President.

Leo Moody
Secretary.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of TOURISTS COTTAGE OWNERS ASSOCIA[illegible] INCORPORATED is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the [illegible] of Mississippi to be affixed, this 1st day of August, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: August 5th, 1935

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6737 W

THE CHARTER OF INCORPORATION

1. The corporate title of said company is Humphreys County Chamber of Commerce.
2. The names of the incorporators are: R. D. Boult, Postoffice, Belzoni, Mississippi; Wister Henry, Postoffice, Belzoni, Mississippi; W. H. Jones, Postoffice, Belzoni, Mississippi; Joe C. Higdon, Jr., Postoffice, Belzoni, Mississippi; Nash W. Love, Postoffice, Belzoni, Mississippi; T.L. Reed, Jr., Postoffice, Belzoni, Mississippi; Irby Turner, Postoffice, Belzoni, Mississippi.
3. The domicile is at Belzoni, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: This corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one 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 individ-ual 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: Null
6. The period of existence (not to exceed fifty years) is _____
7. The purpose for which it is created: To better our County, to better our Citizenship and better business .

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

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

Irby Turner
R. D. Boult
Wister Henry
W. H. Jones

Joe C. Higdon, Jr.,
Nash W. Love
T. L. Reed, Jr.,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF HUMPHREYS.)

This day personally appeared before me, the undersigned authority, Irby Turner, R. D. Boult, Wister Henry, W. H. Jones, Joe C. Higdon, Jr., Nash W. Love, and T. L. Reed, Jr., incorporators of the corporation known as the Humphreys County Chamber of Commerce, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 22nd day of July, 1935.

(SEAL)

G. M. Selden, NOTARY PUBLIC.

Received at the office of the Secretary of State this the 30th day of July, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
July 30th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

RESOLUTION TO INCORPORATE

WHEREAS, an association known as the HUMPHREYS COUNTY CHAMBER OF COMMERCE was organized by the adoption of by-laws and the election of a Board of Directors, at Belzoni, Mississippi on July 16th, 1935, and

WHEREAS, on July 16th, 1935 at Belzoni, there was held a regular meeting of said Board of Directors, in compliance with said by-laws and in pursuance of a call duly made, and,

WHEREAS, there were present and voting at said meeting of the Board of Directors a quo-rum of said members of the Board of Directors, and at which time and place in said meeting the following resolution was presented, offered and adopted, to wit:

"Resolved, that the Humphreys County Chamber of Commerce be incorporated under the laws of the State of Mississippi and that the President and Secretary of this Association be, and they hereby are, authorized and directed to apply for a charter of incorporation, execute all instruments of writing, and proceed to do all things necessary to put into effect this resolution."

NOW THEREFORE, we the undersgined, R. D. Boult, President, and Joe C. Higdon, Jr., Sec-retary, of and for said Humphreys County Chamber of Commerce, do hereby give notice of said pro-posal to incorporate and do hereby apply for charter of incorporation.

Witness our signatures as President and Secretary respectively of the said Humphreys County Chamber of Commerce on this 16th, day of July, 1935.

R. D. Boult, President
Joe C. Higdon, Jr., Secretary.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of HUMPHREYS COUNTY 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 1st day of August, 1935.

Sennett Conner
GOVERNOR

By the Governor

Walker Wood
Secretary of State.

Recorded: August 5th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

#6736

MINUTES OF SPECIAL MEETING OF DIRECTORS

Be it remembered that a Special Meeting of the Board of Directors, of The Farmers Gin Company of Drew, Mississippi, was called and held at ttwo o'clock, P. M., on July 18th, 1935, in the office of J. M. Yeager, President, in the Town of Drew, Mississippi, notice of said meeting having been formally waived by each Director as follows:

"We, the undersigned Directors of The Farmers Gin Company of Drew, Mississippi, hereby waive all requirements as to notice of a Special Directors' Meeting to be held in the office of J. M. Yeager, President, in the Town of Drew, Mississippi, at two o'clock, P. M., on July 18th, 1935, for the purpose of considering and taking action on the question of said Gin Company accepting the benefits and being bound by the provisions of Article 2, Chapter 99, of the Mississippi Code of 1930, and do consent to the transaction thereat of any and all business pertaining to the affairs of said Gin Company, as may come before said meeting or any adjournments thereof.

Witness our signatures, this 18th day of July, 1935.

J. M. Yeager
W. A. Hitch
W. H. Newton
H. W. Stigler
R. H. Williams

DIRECTORS".

All of the Directors of said Gin Company being present the meeting was called to order by J. M. Yeager, President, when and where the following proceedings were had and done, to-wit:

On motion duly made, seconded and unanimously carried, all Directors voting, the following resolution was adopted:

Resolved that it would be to the best interest of the stockholders of The Farmers Gin Company of Drew, Mississippi, to accept the benefits and be bound by the provisions of the Co-operative Marketing Act of Mississippi, same being Article 2, of Chapter 99, of the Mississippi Code of 1930, and that the Board of Directors and officers of this corporation take such action and execute such instruments as may be necessary to accomplish said purpose.

There being no further business to come before the Special Meeting of the Board of Directors, the meeting adjourned.

J. M. Yeager, President.

ATTEST:

H. W. Stigler, Secretary.

ARTICLES OF ASSOCIATION OF THE FARMERS GIN COMPANY OF DREW, - MISSISSIPPI

1. The name of the association is THE FARMERS GIN COMPANY OF DREW, MISSISSIPPI.

2. The purpose for which the association is created is to own, lease, rent, operate and maintain public cotton gins, buy and sell cotton seed, and buy and sell cotton, co-operatively for its stockholders and members, and to do and perform any and all other acts and things necessary or expedient to carry out and further the purpose and business of the association, and in carrying out the purposes for which it is created.

The rights, powers and privileges that may be exercised by this association, in addition to the foregoing, and to those hereinafter mentioned, are those conferred by Article 2, of Chapter 99, of the Mississippi Code of 1930, and this amendment is adopted under and by virtue of Section 4121, of the Mississippi Code of 1930.

3. The domicile and principal place of business is at Drew, Sunflower County, Mississippi.

4. The authorized capital of the association is Thirty Thousand Dollars ($30,000.00), divided into Six Hundred Fifty (650) shares, of which Fifty (50) shares shall be common stock of no par value, and Six Hundred (600) shares shall be preferred stock of the par value of Fifty Dollars ($50.00) per share;

The association shall be authorized to begin business when a preferred capital stock of Fifteen Thousand Dollars shall be paid in;

The common capital stock of The Farmers Gin Company outstanding at the time of the adoption of these articles of association is hereby recalled for cancellation, and the owners thereof shall receive an equal amount of preferred capital stock authorized hereby, and each of said owners shall receive one share of the common stock, of no par value, authorized hereby;

The preferred stock shall have preference over the property rights of the common stock owner members upon liquidation or dissolution of this association; the preferred stock shall carry no voting rights except as required by Section 194 of the Mississippi Constitution of 1890, and the preferred stock, or any part thereof, may be redeemed or retired by the association from time to time at any dividend paying date, within the Discretion of the Board of Directors.

5. The period of existence is fifty years.

6. The number of Directors shall be Five, who shall serve from the date they are elected and qualify until the next regular, annual meeting of the stockholders, or until their successors are elected and qualify.

7. At the close of each fiscal year, the net earnings of the association shall be ascertained and after having created proper and adequate reserves for depreciation, losses and contingencies and said net earnings shall have been reduced to money, the same shall be paid out and distributed as follows:

A dividend of eight per centum shall be paid upon the preferred stock outstanding to the holders thereof, and the balance of such net earnings, if any, shall then be distributed and paid to the stockholders and members in proportion to the total weight of all cotton and cottonseed from the bales of cotton ginned by them, respectively, at the gins of the association during the fiscal year next preceding, but no in proportion to the amount of capital stock owned by such stockholders, respectively.

8. The property rights and interest of each stockholder of this association shall be unequal, and shall be determined upon distribution or dissolution in proportion to the total weight of all cottonseed from the bales of cotton ginned by them, respectively, for the several seasons during which its properties are acquired or accumulations acquired by the old organization have been accumulated. This rule shall apply to all pro-

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before, and to all accumulations and property acquired in the future, and no member shall have any right or interest in any property acquired or reserves created prior to his admission as such stockholder.

Except upon final dissolution of the association, no distribution of property or reserves shall be made unless first requested by a majority vote of the stockholders interested therein and entitled to participate in such distribution and approved by the Board of Directors. In any distribution of reserves as provided herein priority with respect to time shall be recognized, and no distribution or any part thereof, shall ever be made except in the same order in which such reserves were created and set aside, that is, reserves created and set aside from the operation for the season 1922-23 shall be first made, and thereafter reserves subject to distribution shall be determined with respect to the season in which same were created and set aside, reserves created and set aside during any particular season being given priority over reserves created and set aside during any subsequent season.

J. M. Yeager
W. A. Hitch
W. H. Newton
H. W. Stigler
R. H. Williams,
Directors of The Farmers Gin Company of Drew, Mississippi.

STATE OF MISSISSIPPI
COUNTY OF SUNFLOWER.

This day personally appeared before me, the undersigned authority, in for the said State and County, the within named J. M. Yeager, W. A. Hitch, W. H. Newton, H. W. Stigler, and R. H. Williams, constituting the entire Board of Directors of The Farmers Gin Company of Drew, Mississippi, who severally acknowledged that they signed and delivered the foregoing articles of association as directors thereof.

Given under my hand and official seal, this 18th day of July, 1935.

(SEAL)

Cordelia Keith, NOTARY PUBLIC.

STATE OF MISSISSIPPI
COUNTY OF SUNFLOWER.

This day personally appeared before me, the undersigned authority, in and for the said State and County, J. M. Yeager, W. A. Hitch, W. H. Newton, H. W. Stigler, and R. H. Williams, all of the Directors of The Farmers Gin Company of Drew, Mississippi, a corporation, domiciled at Drew, Sunflower County, Mississippi, who each, having been by me first duly sworn, state on oath that the said The Farmers Gin Company did, by a unanimous vote of the Board of Directors thereof, at a special meeting thereof, duly called and held on the 18th day of July, 1935, decide to accept the benefits and be bound by the provisions of Article 2, Chapter 99, of the Mississippi Code of 1930.

J. M. Yeager
W. A. Hitch
W. H. Newton
H. W. Stigler
R. H. Williams
DIRECTORS.

Sworn to and subscribed before me, this 18th day of July, 1935.

(SEAL)

Cordelia Keith, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 30th day of July, A. D., 1935, together with the sum of $2.50 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
July 30th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of THE FARMERS GIN COMPANY OF DREW, 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 1st day of August, 1935.

Sennett Conner
GOVERNOR

By the Governor

Walker Wood
Secretary of State.

Recorded: August 5th, 1935

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#6742 W

RESOLVED, by the stockholders of the George E. Northrop Company that Section 4 of its cha as amended on the 17th day of October, 1932, by the stockholders thereof and approved by the G ernor of Mississippi on October 24, 1932, be amended so as to reduce the authorized capital st of the Company from $75,000.00 to $50,000.00, and that as so amended said Section 4 shall rea follows:

Section 4. The amount of the authorized capital stock of the George E. Northrop Company shall be $50,000.00 of the par value of $100.00 per share and of which amount $25,000.00 there shall be common stock and $25,000.00 shall be preferred stock. The Company shall not operate on less than $25,000.00 common stock, but so much of the authorized preferred stock shall be issu as the board of directors may determine, which preferred stock shall be seven (7) per cent sto and cumulative as to dividends and preferred in the distribution of the assets of the corporati

We, Elmer Northrop and O. F. Cassibry, president and secretary, respectively, of the Geo E. Northrop Company, Inc., hereby certify that the above and foregoing resolution amending Sec 4 of the charter of the said corporation as amended on October 24, 1932, is a true and correct copy of the resolution passed unanimously by the stockholders of the said corporation at a dul convened and held meeting thereof in the office of the Company in the City of Gulfport, Harriso County, Mississippi, at three o'clock P. M. July 19, 1935, as shown by the minutes of said mee

Witness our official signature and corporate seal of the corporation hereunto affixed thi the 19th day of July, 1935.

(SEAL)

Elmer Northrop, President
O. F. Cassibry, Secretary.

STATE OF MISSISSIPPI
COUNTY OF HARRISON

Before me, H. H. Jones, a Notary Public in and for the City of Gulfport, Harrison Coun Mississippi, personally appeared Elmer Northrop and O. F. Cassibry, president and secretary, re pectively, of the George E. Northrop Company, who each acknowledged that they signed and exec the above and foregoing certificate to the amendment to the charter of the George E. Northrop Company on the day and date hereinabove and herein written.

Witness my hand and official seal this the 19th day of July, 1935.

(SEAL)

H. H. Jones, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 13th day of August, A. D. 19 together with the sum of $10.00 deposited to cover the recording fee, and referred to the Atto General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
August 15th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of GEORGE E. NORTH COMPANY is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the Sta of Mississippi to be affixed, this 16th day of August, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: August 17th, 1935.

Dissolved, see Book 276 Page 176

HUDER PRINTING HOUSE JACKSON MISS

#6734 W

MINUTES OF THE REGULAR MEETING OF VICTOR LODGE NO I ANCIENT FREE AND ACCEPTED SCOTTISH RITE MASONS AFFILIATED WITH THE GRAND UNITED ORIENT, INC., HELD IN THE OFFICE OF SAID ORGANIZATION ON THE 23 DAY OF JULY, 1935.

BE IT REMEMBERED that at this the regular monthly meeting of the Victor Lodge No. I Ancient Free and Accepted Scottish Rite Masons Affiliated with the Grand United Masonic Orient, Inc., held in the office of the said Lodge on this the 23rd day of July, 1935, the following officers were present, to-wit:

C. H. Wilson	Worshipful Master
B. T. Griffin	Secretary
W. C. Clay	Senior Warden
C. Mitchell	Junior Warden
Jesse James	Chaplain
F. McAdams	Tyler
Reginald Hammons	Junior Deacon
Will Allen	Senior Deacon

and other members of sufficient number to constitute a quorum for the transaction of business when and where the following was had and done to-wit:

On motion of Reginald Hammons and seconded by V. M. Phillips and unanimously adopted, the following resolution was passed, to-wit:

RESOLUTION AUTHORIZING CERTAIN MEMBERS TO APPLY TO SECRETARY OF STATE OF State of MISSISSIPPI FOR CHARTER OF INCORPORATION OF VICTOR LODGE NO I ANCIENT FREE AND ACCEPTED SCOTTISH RITE MASONS AFFILIATED WITH THE GRAND UNITED MASONIC ORIENT, INC.

WHEREAS there is now lawfully established a local lodge organized by proper Masonic authority for colored known as Victor Lodge No I Ancient Free and Accepted Scottish Rite Masons Affiliated With the Grand United Masonic Orient, Inc., located and domiciled in the City of Greenwood, Leflore County, Mississippi, and

WHEREAS in the opinion of the members of the said Victor Lodge No I it is to the best interest of the said Victor Lodge No I and its members that an application be filed with the Secretary of State of State of Mississippi according to law for a charter of incorporation of Victor Lodge No I Ancient Free and Accepted Scottish Rite Masons Affiliated With the Grand United Masonic Orient, Inc., and that the charter as now prepared and hereby adopted and approved be submitted to the said Secretary of State by three members of this organization for such action as is required by law to effect the incorporation of the said local lodge.

IT IS, THEREFORE, RESOLVED that the charter heretofore prepared be and the same is hereby adopted and approved as the charter of incorporation of this organization and that the said charter be submitted to the Secretary of State for granting and approval under the laws of the State of Mississippi.

BE IT FURTHER RESOLVED that V. M. Phillips, C. H. Wilson and Reginald Hammons be and they are hereby authorized, designated and named as the members of the said Victor Lodge No I to apply for said charter of incorporation to the Secretary of State for and on behalf of the said Lodge and that the above mentioned form of charter be submitted by them to the said State authorities for the granting under the Laws of the State of Mississippi.

****

There being no further business the meeting adjourned.

C. H. Wilson, Worshipful Master.

ATTEST:
B. T. Griffin, Secretary.

STATE OF MISSISSIPPI
COUNTY OF LEFLORE
CITY OF GREENWOOD.

I, B. T. Griffin, Secretary of Victor Lodge No I do hereby certify that the foregoing is a true and correct copy of the minutes of a regular meeting held on Tuesday, July 23, 1935, of Victor Lodge No I as the same appears on the minutes of the said Lodge.

Witness my hand this the 24th day of July, 1935.

B. T. Griffin, Secretary.

THE CHARTER OF INCORPORATION OF VICTOR LODGE NUMBER ONE ANCIENT FREE AND ACCEPTED SCOTTISH RITE MASONS AFFILIATED WITH THE GRAND UNITED MASONIC ORIENT, INC.

1. The corporate title of said organization is Victor Lodge No I Ancient Free and Accepted Scottish Rite Masons Affiliated With the Grand United Masonic Orient, Inc.

2. The names of the members of said organization authorized by the said organization by resolution duly spread on its minutes are as follows: V. M. Phillips, C. H. Wilson and Reginald Hammons all of the City of Greenwood, Leflore County, Mississippi, to apply for a charter of incorporation.

3. The domicile of said organization is at Greenwood in Leflore County, in State of Mississippi

4. No shares of capital stock shall be issued by the said corporation.

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

6. The purposes for which it is created are as follows: To exercise the rights, powers and jurisdiction of a local lodge of Free and Accepted Scottish Rite Masons for colored, To have jurisdiction of and exercise the Masonic right and duty, which cannot be delegated, in supervising and governing said local lodge. To have full power to make laws, pass resolutions, alter and repeal the same that are not repugnant to the Laws of the State of Mississippi, and to establish and inculcate the principles, rules and rights of Ancient Scottish Rite Free Masonry, and to enforce such powers and resolutions. It shall have power to censure, suspend and expel members of said lodge for violation of its laws, rules or regulations. It may assess and collect from its members such lawful dues as may be necessary for its expense in the successful operation and for the benefit of the order; it may consider all matters, and do all things appertaining to the well being of the order of the Ancient Fraternity of Free Masons for colored subject only to the land marks of the order and ancient Masonry and the Laws of the State of Mississippi.

This corporation shall issue no shares of capital stock, shall divide no profits or dividends among its members, expulsion shall be the only remedy for the nonpayment of dues; every member shall have the right to one vote in the election of officers; loss of membership by death or

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otherwise shall terminate all interest of such member in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable therefor.

To affiliate with and be under the jurisdiction of the Most Worshipful Saint Phillips Grand Lodge of Ancient Scottish Rite Free Masons For Colored in Mississippi, of which this organization is now a member and by which it was organized under lawful Masonic authority.

The corporation shall have the power to buy, own and sell real estate for corporate purposes, to erect a building or buildings, to borrow money for corporate purposes and to execute and deliver mortages on said property as security therefor, and to have and exercise such additional powers as are conferred on such corporations by the Laws of the State of Mississippi.

6. The said corporation may transact business on approval of the charter thereof by the proper authorities of law.

V. M. Phillips
C. H. Wilson
Reginald Hammons
Members Designated by Resolution
to Apply For Charter.

STATE OF MISSISSIPPI
COUNTY OF LEFLORE

Personally appeared before me, the undersigned authority in and for said county in said state the within named V. M. Phillips, C. H. Wilson and Reginald Hammons, the members of the fraternal organization known as Victor Lodge No I Ancient Free and Accepted Scottish Rite Masons Affiliated With the Grand United Masonic Orient, Inc., who each acknowledged that he signed and executed the above and foregoing articles of incorporation as their act and deed on this the 26 day of July, 1935.

Given under my hand and official seal, this the 26 day of July, 1935.

(SEAL) P. S. Stubblefield, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 30th day of July, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood
SECRETARY OF STATE.

Jackson, Miss.,

I have examined this charter of incorporation, of Victor Lodge No I Ancient Free and Accepted Scottish Rite Masons Affiliated With the Grand United Masonic Orient, Inc., and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of VICTOR LODGE NO I ANCIENT FREE AND ACCEPTED SCOTTISH RITE MASONS AFFILIATED WITH THE GRAND UNITED MASONIC ORIENT, 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 5th day of August, 1935.

By the Governor

Sennet Conner
GOVERNOR

Walker Wood
SECRETARY OF STATE.

Recorded: August 8th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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6739 W

THE CHARTER OF INCORPORATION OF THE DIXIE HOE AND TOOL COMPANY.

Statement of intent to dissolve filed this October 8, 1965 Hebe Ladner, Secretary of State
Statement of Intent to Dissolve filed this November 8, 1965 Hebe Ladner Secretary of State
Articles of Dissolution filed this January 4, 1966. Hebe Ladner - Secretary of State

1. The corporate title of said company is: THE DIXIE HOE AND TOOL COMPANY.
2. The names of the incorporators are: John Harvey Thompson, Postoffice, Jackson, Mississippi; Fulton Thompson, Postoffice, Jackson, Mississippi; Robert H. Thompson, Postoffice, Jackson, Mississippi.
3. The domicile is at: 118 North Congress Street, Jackson, County of Hinds, Mississippi.
4. The amount of capital stock and particulars as to class or classes thereof: One Hundred Thousand Dollars ($100,000) divided into one thousand (1,000) shares of the par value of One Hundred Dollars ($100.00) each.
5. The number of shares for each class and par value thereof: One Thousand (1,000) shares of the par value of One Hundred Dollars ($100.00) each.
6. The period of existence is fifty (50) years.
7. The purpose for which it is created: To manufacture, buy, sell, import, export, trade and deal in all manner of tools, implements, machinery, devices, appliances and supplies, and to do a general manufacturing business and all things pertaining or incident thereto.

To manufacture, buy, sell, import, export and generally deal in, wooden handles and any article made from wood and any implement, tool, or article of which wood may be a part thereof.

To acquire, hold, lease, manage, operate, build, erect, maintain, construct or purchase, buildings, offices, salesrooms, stores, foundries, factories, mills, warehouses, plants and all other buildings and lands which may at any time, be necessary or convenient for the purposes of carrying on the business of the company.

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 purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidence of indebtedness created by any other corporation or corporations organized under the laws of this state, country, nation or government, and while the owner of, including the right to vote thereon; provided that this company shall not directly or indirectly purchase or in any manner acquire the capital stock or any part thereof of any competing corporation, doing business in Mississippi, nor directly or indirectly purchase or in any manner acquire the franchise, plant or equipment of any other corporation doing business in Mississippi, if such other corporation be engaged in the same kind of business and be a competitor therein.

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 State, Districts, Territories or Colonies of the United State, 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 100; Revised Code of 1930.

8. The number of shares to be subscribed and paid for before the corporation may begin business is fifty (50) shares.
9. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized::

To make and alter the by-laws of this corporation.

To authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.

To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose or to abolish any such reserve in the manner in which it was created.

From time to time to determine whether and to what extent, and at what times and places, and under what conditions and regulations, the account and books of this corporation, or any of them, shall be open to inspection of stockholders; and no stockholder shall have any right of inspecting any account, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders or directors.

This corporation may in its by-laws confer powers upon its directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by statute.

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

John Harvey Thompson
Fulton Thompson
Robert H. Thompson,
Incorporators.

ACKNOWLEDGMENT.

STATE OF MISSISSIPPI)
COUNTY OF:) SS:

This day personally appeared before me, the undersigned authority, John Harvey Thompson, Fulton Thompson and Robert H. Thompson, incorporators of the corporation known as THE DIXIE HOE AND TOOL COMPANY, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 9th day of August, 1935.

(SEAL)

Elizabeth T. Thompson, NOTARY PUBLIC.

Received at the office of the Secretary of State this the 9th day of August, A.D., 1935, together with the sum of $210.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
August 9th, 1935.

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.

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Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of THE DIXIE HOE AND TOOL 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 10th day of August, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
SECRETARY OF STATE.

Recorded: August 13th, 1935.

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3. Insert June 30 or December 31 next succeeding the Recapitalization Date.
4. This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.
5. This figure will be fixed by Reconstruction Finance Corporation.

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of addition shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of addition shares of common stock as a stock dividend, ~~pursuant to the respect to any issue of addition shares of common stock as a stock dividend, pursuant to the respect to any issue of additional shares of common stock as a stock dividend,~~ pursuant to the second paragraph of section 4 of this Article ___, in connection with the retirement of shares of preferred stock;
(b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock;
(c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;
(d) These Articles of Incorporation may be amended at any time from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding;
(e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all or substantially all of the assets and business of any banking corporation or trust company;
(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;
(g) The Corporation may go into voluntary liquidation; and
(h) Any plan of reorganization of the Corporation may be carried into effect--

provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article----, and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11) Preemptive rights.- In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights.- (a) Except as otherwise provided in sections 10 and 13 of this article--, and in this section 12, each holder of stock of any class shall be entitled to vote on all matters and to vote for each share of stock of any class held by him.
(b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit.
(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a prorata share of the votes to which his class is entitled.
(d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in subparagraph (2) of section 13 of this article---, any one or more of the direcors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights.-If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding-
(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or
(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article --) in accordance with the requirements of paragraph (c) of section 6 of this article on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or
(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or
(d) The Corporation shall vioate or fail to bserve any of the terms, provisions, or conditions of its Articles of Incorporation-

after written notice from Reconstruction Finance Corporation of the existence of any of said

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conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue.

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or emploee satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one yar from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation.- In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution or winding up of the Corporation within the meaning of this Section 14.

--------(a) Officers.- The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and subject to the provisions of sub-paragraphs (1) and (2) of section 13 of article--, hereof, to fix the salaried to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand;

(b) Powers of Board of Directors.- The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affiars, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

----------Special meetings of shareholders.- Except as otherwise specifically provided by statute, specail meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record eneitled to act and vote at such meeting, at their respective addresses as shown on the bokks of the Corporation, a notice stating the purpose of the meting. Such notice may be waived in writing.

RESOLVED FOURTH, That each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name.

RESOLVED FIFTH, That the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a meeting of the shareholders of BANK OF OLIVE BRANCH (Name of Bank)

Olive Branch (City) Mississippi (State), held on June 4, 1935, five days' notice of the proposed business having been given by registered mail, all of the foregoing resolutions were adopted by the following vote,- the affirmative vote representing 100% of the total number of shares of capital stock outstanding.

Total number of shares of capital stock	150
Total number of shares represented at the meeting	100
Total number of shares voted in favor of the resolution	100
Total number of shares voted against the resolution	None,

I hereby certify that this is a true and correct rpoert (a) of the number of days' notice given by registered mail, of the meeting of shareholders of this bank held on the date above mentioned; (b) of the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the shareholders voting therefor and the number of shares voted by each is on file in the bank; (e) that no shares of stock of this bank owned by this bank were voted at said meeting; (f) that no shares of stock held by this bank as sole trustee were voted at said meeting; and (g) that no shares of stock of this bank held by this bank as co-trustee were voted at said meeting by this bank; and (h) that no director, other officer or employee acted as proxy at said meeting.

T. H. Nowell, President

(SEAL OF BANK) A. U. Council, Cashier.

My Commission expires 3/1/36. (Seal of Notary) H. G. Johnston, NOTARY PUBLIC.

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#6740 W

SUGGESTED FORM OF AMENDMENTS TO ARTICLES OF INCORPORATION FOR CONTINUING MISSISSIPPI STATE BANKS AND TRUST COMPANIES ISSUING ONE CLASS OF PREFERRED STOCK

PROPOSED AMENDMENTS TO ARTICLES OF INCORPORATION OF

BANK OF OLIVE BRANCH
(Name of Bank)

OLIVE BRANCH (City) DE SOTO (County) MISSISSIPPI (State)

RESOLVED FIRST, That the capital of this Corporation be increased in the sum of $25,000.00, by the issuance of $25,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227 Laws of 1934, making the total capital of the Corporation $40,000.00, of which $25,000.00 is preferred and $15,000.00 is common stock.

RESOLVED SECOND, That the Articles of Incorporation be amended by striking out Article 5 and inserting in place thereof the following:

"The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED THIRD, That the Articles of Incorporation be further amended by striking out Articles and inserting in the place thereof the following:

----------(1) Amount, classes, and share of capital stock.- The amount of capital stock of the Corporation shall be $40,000.00 divided into classes and shares as follows:

(a) $25,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 200 shares of the par value of $125.00 each; and

(b) $15,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this Article---) divided into 150 shares of the par value of $100.00 each.

(2) Assessability of stock.- The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.- The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this article ----) accruing after June 5, 1935, (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rates required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in chas, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.- Dividends or other distributions whether in cash, property, stock or otherwise, shall so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this article ____)accruing after the Recapitalization Date.

If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such stock dividend shall be issuable without any further vote on the part of the holders of stock of any class or any further approval on the part of the State Comptroller.

(5) Determination of net profits.- For the purpose of this article ____, the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six months' period ending December 31 or June 30 by deducting from the gross earnings from all sources for such period:

(a) All expenses for such period;

(b) All interest accrued during such period;

(c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profts or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves;

(d) Provisions for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same;

(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determing net profits available for the dividend and retirement requirements of the preferred stock; and

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided however, that no deduction from gross earnings for the six months' period ending June 30, 1935, need be made by reason of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made no account of loss incurred prior to or depreciation in assets existing at the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or

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1. The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation.

2. Insert date on which Articles of Incorporation amended by shareholders.

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against which reserves have been set up, and all transfers from reserves to surplus or undivi... profits (other than transfers made to reflect recoveries already treated as gross earnings), ... be considered gross earnings for the respective periods, during which such recoveries or tran... are effected.

(6) Application of net profits.- As long as any shares of preferred stock are outstanding, ... the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) he... of, no payments shall be required pursuant to the provisions of such paragraph prior to August ... 1936), shall apply the net profits of the Corporation for the six months' period ending on the ... next preceding December 31 or June 30, as the case may be, to the following purposes and in the ... following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such Febru... 1 or August 1, as the case may be.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of ... article _____) on August 1, 1936, of a sum equal to three-quarters of one per cent of the ... gregate par value of the preferred stock at the time outstanding, and on each February 1 and ... ust 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per ... of the aggregate par value of the preferred stock at the time outstanding, and on each Februa... 1 and August 1 thereafter of a sum equal to one-half of one per cent of the aggregate par va... of the preferred stock at the time outstanding. In the event that the net profits of the Corp... ation shall on any such February 1 or August 1 be sufficient to permit the payment into such ... ferred stock retirement fund of the full amount hereinabove provided for, the deficiency shall ... fully paid before any net profits of the Corporation shall be thereafter applied to any of the ... purposes specified in this section 6.

(c) To the payment into the preferred stock retirement fund (referred to in section 8 of ... this article _____), of a sum equal to forty per cent of the remainder, if any, o such net pro... Provided, however, That the aggregate amount paid into the preferred stock retirement fund in ... one year in accordance with the requirements of this paragraph (c) need not exceed five per ce... of the maximum aggregate par value of the preferred stock at any time outstanding, whether or ... any such stock shall have been subsequently retired or the aggregate par value thereof reduce... in any manner whatsoever: Provided further, however, That unless otherwise, elected, from tim... to time, by the Corporation by action of its Board of Directors, it shall not be required to m... such payment into the preferred stock retirement fund required by this paragraph (c) except fo... such net profits as may have accrued from and after December 31, 1935.

Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws ... 1934, any balance of net profits for any such period may be applied from time to time to such ... lawful purposes as may be determined by the Board of Directors, subject, however, to the provi... of section 7 of this article.

(7) Limitation on retirement of stock.- Except with the approval of the State Comptroller ... no preferred stock shall be called or purchased for retirement by the Corporation unless the t... unimpaired capital, surplus and undivided profits of the Corporation, and the retirement fund ... provided for herein (after giving effect to the proceeds of the issuance of any stock issued t... provide funds for such retirement) exceed $52,000.00 by an amount at least equal to the sum ne... essary to effect sich retirement. No shares of preferred stock shall be called or purchased f... retirement unless all accrued dividends (whether or not earned or declared) to the dividend pa... ment date next preceding the date of such retirement shall have been paid on all shares of pre... ferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase.- Subject to the provisions of section 7 o... this article ___, whenever the balance in the preferred stock retirement fund shall amount to ... much as $1,000.00, the Corporation shall (unless the Board of Directors shall elect to use the ... entire amount of such balance in the preferred stock retirement fund for the retirement of pre... ferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first ... class postage prepaid, to all holders of record of preferred stock at their respective addres... as shown on the books of the Corporation, a notice specifying the balance in such fund and st... that the same is available for the purchase for retirement of preferred stock at the lowest p... (not in excess of the par value thereof and accrued dividends thereon, whether or not earned ... declared, to the date of purchase) offered within twenty days after the date of such notice. ... the expiration of such twenty days, the Corporation shall apply such balance to the purchase ... retirement of preferred stock, if obtainable, in accordance with the terms of such notice, wi... ten days after such expiration, subject to the provisions of section 7 of this article ___, the ... poration shall call for retirement, in the manner provided in section 9 hereof, the largest n... of shares of preferred stock which can be retired from the balance in such retirement fund re... maining after deducting the amount paid or to be paid for the purchase for retirement of pref... stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect ... retirement, but the minimum capital shall in no event be reduced below the minimum amount of ... ital required by law. Subject to the provisions of section 7 of this article 6, at any time ... from time to time the Corporation may make such lawful transfers from its surplus and/or undi... profits to the preferred stock retirement fund as the Board of Directors may determine. All ... of preferred stock purchased for retirement by the Corporation, whether from the retirement ... or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call.- Subject to the provisions of section 7 of th... article ___, the Corporation may at any time, at its election as expressed by resolution of the ... Board of Directors, retire the outstanding preferred stock as a whole, or from time to time i... part, pro rata, or by lot in such equitable manner to carry out the purpose of this section ... the Board of Directors of the Corporation in its discretion shall from time to time determine ... (and provided always that the capital shall in no event be reduced below the minimum amount o... capital required by law) by paying for each share to be retired a retirement price equal to ... par value thereof plus all accrued dividends thereon, whether or not earned or declared, accru... the date of such retirement.

At least thirty days prior written notice of every such retirement, stating the ret... ment date and the retirement price, and the place of payment thereof, shall be mailed, first ... postage prepaid, to the holder of record of each share to be retired, at the address of such ... as shown on the books of the Corporation. Such notice having been so mailed, each holder of ... so called for retirement shall be entitled to receive payment of the retirement price of such ... (without interest) upon surrender to the Corporation, on or after the retirement date, at the ... designated in such notice, of the certificate or certificates therefor in transferable form an... if required, properly stamped for transfer. In case less than all of the shares represented by ... such certificate are retired, a new certificate shall be issued representing the unretired sha... From and after the retirement date (unless the Corporation shall default in payment of the re... ment price), all dividends on shares called for retirement shall cease to accrue, such shares ... shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareho... of the Corporation, except the right to receive the retirement price, shall terminate. All sha... so retired shall be canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation. ... By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares ... of each class of stock at the time outstanding, and not otherwise, and subject to such approv... by the State Comptroller and such other conditions as at the time may be required by law-

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Received at the office of the Secretary of State, this the 12th day of August, A.D., 1935, together with the sum of $50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
SECRETARY OF STATE.

Jackson, Miss.,
August 12th, 1935.

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

Greek L. Rice, Attorney General
By, W. A. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
DEPARTMENT OF BANK SUPERVISION,
JACKSON.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of the Bank of Olive Branch , Olive Branch, Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $25,000.00 by the issuance of $25,000.00 of Preferred Stock under the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, making the total capital of the Bank of Olive Branch $40,000.00, $25,000.00 of which is Preferred Stock and $15,000.00 is Common Stock, and I do hereby approve the proposed amendment.
Given under my hand and the seal of the Department of Bank Supervision, this the 12th day of Aug. 1935.

(SEAL)

M. D. Brett, State Comptroller.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE?
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of BANK OF OLIVE BRANCH is hereby approved.
In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 13th day of August, 1935.

By the Governor

Sennett Conner
G O V E R N O R

Walker Wood
Secretary of State.

Recorded:- August 16th, 1935.

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#6747 W

PROCLAMATION

Amending Charter of the PEARL RIVER VALLEY RAILROAD COMPANY.

STATE OF MISSISSIPPI

EXECUTIVE DEPARTMENT.

To All To Whom These Presents Shall Come, GREETING:

WHEREAS, the PEARL RIVER VALLEY RAILROAD COMPANY, desiring to amend its Charter of In corporation, has submitted to the Governor a resolution adopted by the Stockholders owning a majority of the stock, which resolution describes fully all proposed changes desired to be in the Charter; and

WHEREAS, said resolution, together with application accompanying same, has been refer red to the Honorable Attorney General for his opinion as to whether or not same is in conformity to law, and his opinion being that said application conforms to law; and

WHEREAS, I do believe that the Charter should be amended as desired;

NOW, THEREFORE, I, Sennett Conner, Governor of the State of Mississippi, do hereby approve the proposed amendment in all respects, and by virtue of all laws and powers me thereto enabling do order and declare that paragraph (b) of the original application for the creation and organization of said Railroad Company, which is still a part of its Charter of Incorporation, shall hereafter read and be as follows:

"(b) The terminal points of the proposed railroad are Nicholson in Pearl River County, Mississippi, and a point near Goodyear, in Pearl River County, Mississippi, approximately 4 miles in a northerly direction from Nicholson, Mississippi, described as follows:

A point within the corporate limits of Picayune, Mississippi, north of the S of Goodyear, at Valuation Station 247+50.

No limit nor restriction shall be placed hereby on the right now held by this corporation to maintain and operate over the road and tracts of others, and to switch and transport its and other freight and tonnage thereover in outbound and inbound traffic, and to maintain and operate spur and industrial tracks, and to operate trains, and do a general transportation and common carrier business, beyond said northern terminal point, particularly in a generally northeastwardly direction, and beyond its present southern terminal point, under lease and/or trackage or service contracts with any other railroad or transportation company or companies, and/or any non-carrier, all of which rights are hereby re-affirmed. And this corporation shall likewise continue to have the right now vested in it to extend its tracks and line of railroad by purchase, construction and/or otherwise, and change its terminals, or either of them, and the general course of its line of railroad between its terminals, as now or hereafter established, without further amendment to its charter, and subject only to the approval of the Railroad Commission of the State of Mississippi."

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

Done at the Capitol, in the City of Jackson, this, the 12 day of August, in the year of Our Lord One Thousand Nine Hundred and Thirty-Five.

By the Governor

Sennett Conner
Governor

Walker Wood
Secretary of State.

STATE OF MISSISSIPPI)
PEARL RIVER COUNTY)

TO HIS EXCELLENCY, THE GOVERNOR OF THE STATE OF MISSISSIPPI:

Now, comesJ. E. Dupont, Jr., Vice-President of the Pearl River Valley Railroad Company, and in the name and on behalf of said corporation hereby makes application for amendment of the charter of the Pearl River Valley Railroad Company and respectfully shows and declares as follows:

(1) That upon an application submitted May 22, 1917, and upon proclamation of the Governor of the State of Mississippi, dated May 22, 1917, and upon statement of organization of the Directors thereof filed and recorded June 11, 1917, the Pearl River Valley Railroad Company was duly chartered as a railroad corporation, under and by virtue of the Laws of the State of Mississippi, with its authorized southern terminal point at Nicholson, Pearl River County, Mississippi, and its authorized northern terminal point at Columbia, Marion County, Mississippi.

(2) That along said route a line of railroad has been constructed from Nicholson, Mississippi, through Goodyear, Mississippi, to Etal, Mississippi. But changed conditions have made it not only inadvisable, but impossible, to continue to operate beyond Goodyear.

(3) That by certificate of the Interstate Commerce Commission, issued June 27, 1935, in Finance Docket No. 10841, said Pearl River Valley Lumber Company's abandonment of that part of its line of railroad between Goodyear, Mississippi, and Etal, Mississippi, has been authorized effective thirty days from June 27, 1935.

(4) That it is the desire of the Stockholders owning a majority of stock of the Pearl River Valley Railroad Company to amend, and they have taken the steps necessary to amend, as shown by certified copy of resolution by them adopted upon July 31, 1935, to which this application is attached, the charter of incorporation of said Pearl River Valley Railroad Company so as to change the authorized northern terminal of the corporation from Columbia, Marion County, Mississippi, to a point near Goodyear, Pearl River County, Mississippi, as described in said resolution, and so that the course and direction of said road be correspondingly changed from that specified in its original application and other documents composing its charter as now existing.

That it is the further desire of the said Stockholders owning a majority of the stock of the Pearl River Valley Railroad Company, as further shown by said resolution to which this application is attached, that no limit nor restriction shall be thereby placed on the right now held by this corporation to maintain and operate over the road and tracks of others, and to switch and transport its and other freight and tonnage thereover in outbond and inbound traffic, and to maintain and operate spur and industrial tracks, and to operate trains, and do a general transportation and common carrier business, beyond said northern terminal point, particularly in a generally northeastwardly direction, and beyond its present southern terminal point, under

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lease and/or trackage or service contracts with any other railroad or transportation company or companies and/or any non-carrier, all of which rights they desire shall be re-affirmed. and this corporation shall likewise continue to have the right now vested in it to extend its tracks and line of railroad by purchase, construction and/or otherwise, and change its terminals, or either of them, and the general course of its line of railroad between its terminals, as now or hereafter established, without further amendment to tis charter, and subject only to the approval of the Railroad Commission of the State of Mississippi.

(5) That, as further by said resolution shown, the undersigned Vice-President was and is authorized and directed to submit to your Ecellency the resolution describing the proposed changes desired to be made in the charter.

That pursuant to said authority the said Vice-President does hereby submit to your Excellency the said resolution unanimously adopted by the said Stockholders owning a majority of the stock of the Pearl River Valley Railroad Company and, in the name and on behalf of said Corporation, does thereby and hereby petition, that the charter of incorporation of the Pearl River Valley Railroad Company shall be amended, so as to change the northern terminal of said railroad and change the course and direction of the road as fully described in said resolution, all without prejudice to its right to operat as a common carrier beyond said terminals and off of said line of railroad, as further in said resolution set forth, so that the proposed amendment shall become effective and so that thereafter the charter shall stand as though the amendment described in the resolution had been orginally incorporated at a part of the charter.

Respectfully submitted,

J. E. Dupont, Jr.,
Vice-President, Pearl River Valley Railroad Company.

STATE OF MISSISSIPPI)
PEARL RIVER COUNTY.)

Personally came and appeared before me, the undersigned authority, J. E. Dupont, Jr., Vice-President of the Pearl River Valley Railroad Company, who, first having been by me duly sworn, on oath did make affidavit and say that the statements, allegations and matters of fact contained and alleged in the foregoing application are true and correct as therein set forth.

J. E. Dupont, Jr.,
Vice-President, Pearl River Valley Railroad Company.

Sworn to and subscribed before me, this, 31 day of July, 1935.

(SEAL) A. H. Knight, NOTARY PUBLIC.

STATE OF MISSISSIPPI,)
PEARL RIVER COUNTY.)

Be it Known, That:

At a special, regularly called meeting of the Stockholders of the Pearl River Valley Railroad Company, at which the Stockholders of said Company owning a majority of the stock thereof were present, held at the office of the Corporation upon the 31 day of July, A.D., 1935, the following resolution was unanimously adopted, to-wit:

"RESOLVED:

(1) That the charter of incorporation of this, the Pearl River Valley Railroad Company be amedned and changed so that the northern terminal of this railroad be changed from Columbia, in Marion County, Mississippi, to a point within the corporate limits of Picayune, Mississippi, north of the Station of Goodyear, at Valutation Station 247+50, so that the course and direction of the line of railroad of this company be correspondingly changed from that speicified in its original application; and so that paragraph (b) of its original application, filed May 22, 1917, which is now in full force and effect as a part of said charter, shall hereafter read and be as follows, to-wit:

"(b) The terminal points of the proposed railroad are Nicholson in Pearl River County, Mississippi and a point near Goodyear, in Pearl River County, Mississippi, approximately 4.68 miles in a northerly direction from Nicholson, Mississippi, described as follows:

A point within the corporate limits of Picayune, Mississippi, north of the Station of Goodyear, at Valuation Station 247+50.

No limit nor restriction shall be placed hereby on the right now held by this corporation to maintain and operate over the road and tracks of others, and to switch and transport freight and other freight and tonnage thereover in outbound and inbound traffic, and to maintain and operate spur and undustrial tracks, and to operate trains, and do a general transportation and common carrier business, beyond said norhtern terminal point, particularly in a generally northeastwardly direction, and beyond its present southern terminal point, under lease and/or trackage or service contracts with any other railroad or transportation company or companies, and/or any non-carrier, all of which rights are hereby re-affirmed, And this corporation shall likewise continue to have the right now vested in it to extend its tracks and line of railroad by purchase, construction and/or otherwise, and change its terminals, or either of them, and the general course of its line of railroad between its terminals, as now or hereafter established, without further amendment to this charter, and subject only to the approval of the Railroad Commission of the State of Mississippi."

(2) That J. E. Dupont, Jr., Vice-President of this Corporation, be and he is hereby authorized and directed, in the name and on behalf of this corporation, co-operating with the General Counsel of this Corporation to take such steps as may be required under the Mississippi laws to effectuate the amendment of the charter of this corporation as provided by the foregoing resolution.

Witness my signature and seal of the Corporation attached, this the 31 day of July, 1935.

(SEAL)

A. H. KNight, Secretary.

STATE OF MISSISSIPPI)
PEARL RIVER COUNTY.)

Personally came and appeared before me, the undersigned, A. H. Knight, Secretary of the

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Pearl River Valley Railroad Company, who, first having been by me duly sworn, on oath did certify and say that the foregoing is a true and correct copy of a resolution unanimously adopted at a special regularly called meeting of the Stockholders of the Pearl River Valley Railroad Company, at which the Stockholders owning a majority of the stock thereof were present and voted held at the office of the Corporation upon the 31 day of July, A.D., 1935, and that said resolution is now duly recorded in the Minute Book of said Corporation, Volume 1 page ____.

A. H. Knight
Secretary of the Pearl River Valley
Railroad Company.

Sworn to and subscribed
before me, this, the 31
day of July, 1935.

W. H. Farrell
Notary Public. (SEAL)

STATE OF MISSISSIPPI
EXECUTIVE DEPARTMENT
OFFICE OF THE GOVERNOR, Jackson, Miss.

The foregoing resolution and application to amend the Charter of the PEARL RIVER VALLEY RAILROAD COMPANY is hereby respectfully referred to the Honorable Attorney General of the State of Mississippi, for his opinion as to whether or not it be in conformity to law.

This, the 12 day of August, 1935.

Sennett Conner
Governor

Received at the office of the Secretary of State, this the 12th day of August, A.D. 1935, together with the sum of $10.00 deposited to over the recording fee.

Walker Wood,
Secretary of State.

The foregoing resolution and application to amend the Charter of the PEARL RIVER VALLEY RAILROAD COMPANY, so as to change its northern terminal and so as to change the course and direction of its road, without waiver of or prejudice to operations beyond its terminals under lease, does, in my opinion conform to law.

This, 12th day of August, 1935.

Greek L. Rice,
Attorney General
By, W. W. Pierce, Assistant Attorney General.

Recorded: August 16th, 1935

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#6744 W

AMENDMENT TO CHARTER OF INCORPORATION
OF
LEE COUNTY ELECTRIC POWER ASSOCIATION.

Under and by virtue of resolution passed by the stokholders, incorporators and members of the Lee County Electric Power Association of Tupelo, Lee County, Mississippi, on the 24th day of July, 1935, authorizing the same, the charter of incorporation of the Lee County Electric Power Association, which said corporation is domiciled at Tupelo in Lee County, Mississippi and which was incorporated on the 26th. day of February, 1934, and the charter of which is recorded in book 33-34, pages 526 and 527 of the records of incorporations in the office of the Secretary of State, Jackson, Mississippi, is hereby amended so as to change the name of said corporation from that of Lee County Electric Power Association to "Tombigbee Electric Power Association."

Section seven (7) of said charter is amended to read as follows:

7. The purpose for which it is created:
The purpose or object of this organization shall be the following:-

SECTION 1. To construct, purchase, add to, maintain, conduct and operate electric light and power distributing systems for the purpose of furnishing light and power service to the members of this corporation at cost and without profit.

SECTION 2. To acquire, erect, maintain and operate poles, wires, lines, conduits, transformers, meters, lamps, motors, dynamoes, and all other appurtenances necessary for distributing electricity for aforesaid purpose.

SECTION 3. To purchase electricity and electrical appliances from others for its own use and for the purpose of distributing same to its members only at cost without profit.

SECTION 4. To acquire real or personal property by purchase or otherwise, and to hold, sell, mortgage, or otherwise dispose of the same, to borrow money on bonds, notes or otherwise, for corporate uses, to acquire privileges and franchises, and to sell those now owned or hereafter to be owned and generally to perform anything which may be necessary for the promotion of the objects hereinbefore stated.

SECTION 5. To apply for, and obtain, any franchise necessary for carrying out and making effective these Articles of Incorporation.

SECTION 6. To adopt by-laws, and to amend or repeal same.

SECTION 7. To promote the construction of electric power lines to the various communities in Lee and adjoining counties for the purpose of securing and distributing electric power from the Tenn. Valley Authority or others and to promote the use of electric power in every possible way throughout the said area and to cooperate with the Tenn. Valley Authority to this end.

Keith Barnett, President.

W. C. Inzer
Secretary

STATE OF MISSISSIPPI
COUNTY OF LEE

This day personally appeared before the undersigned Keith Barnett, President and W. C. Inzer, Secretary of the corporation known as Lee County Electric Power Association, who acknowledged that they signed and executed the above and foregoing amendment to the charter of said corporation on the day and date therein set forth.

Witness my signature and seal this the 29th day of July, 1935.

(SEAL)

W. H. Patton, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 13th day of August, A.D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
August 15th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of LEE COUNTY ELECTRIC POWER ASSOCIATION is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 16th day of August, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: August 17th, 1935.

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#6743 W

RESOLUTION

BE IT RESOLVED that the number of shares of stock of the Rankin County Land Company be raised from 50 shares to 5,000 shares, and that the par value of said shares of stock shall be made $1.00 per share instead of $100.00 per share.

BE IT FURTHER RESOLVED that the charter of the Rankin County Land Company be amended, as provided by law, so that section 5 or paragraph 5 thereof shall read as follows; number of shares for each class and par value thereof: 5,000 shares of Common stock of the par value of $1.00 per share.

BE IT FURTHER RESOLVED that the secretary of this company be and he is hereby authorized and instructed to take all necessary steps, and sign all necessary papers in securing an amendment to the charter of said company as herein provided.

This 10th day of July, 1935.

(SEAL)

Paul B. Bellenger
Secretary of Rankin County Land Co.

STATE OF MISSISSIPPI,
COUNTY OF HINDS.

Personally came and appeared before me a Notary Public in and for the State and County aforesaid the undersigned Paul P. Bellenger who acknowledged to me that he, as Secretary of Rankin County Land Company, a corporation, hereinafter chartered by the State of Mississippi, and domiciled in Jackson, Hinds County, Mississippi. He further acknowledges that the foregoing resolution is a true and correct copy of a resolution, which was unanimously adopted by the stockholders of the Rankin County Land Company on the 10th day of July, 1935, at a duly called and held meeting of said stockholders, which said meeting was held in the office of the company in the City of Jackson, Mississippi, and at which meeting all of the Capital stock of the corporation was represented.

Given under my hand and official seal this 29 day of July, 1935.

(SEAL)

John W. Robinson, NOTARY PUBLIC.

AMENDMENT TO THE CHARTER OF RANKIN COUNTY LAND COMPANY,
A CORPORATION OF JACKSON, HINDS COUNTY, MISSISSIPPI.

Amend Section 5, or paragraph 5 of the charter of the corporation of Rankin County Land Company, by striking out the words, "50 shares Common stock of a par value of $100.00 per share" and inserting in lieu thereof the words, "5,000 shares of Common stock of a par value of $1.00 per share," so that said section or paragraph 5 shall read as follows, number of shares for each class and par value thereof: "5,000 shares of common stock of a par value of $1.00 per share."

RANKIN COUNTY LAND COMPANY

By, Paul P. Bellenger, Secretary.

STATE OF MISSISSIPPI
COUNTY OF HINDS.

This day personally appeared before me, a Notary Public in and for the State and County aforesaid, Paul P. Bellenger, who acknowledged to me that he is Secretary of the Rankin County Land Company, and that as said officer he signed and executed the above and foregoing amendment to the charter of the Rankin County Land Company, and as the act and deed of said Company, on this 29 day of July, 1935, and that said amendment is sought under the authority and by the virtue of a resolution passed by the stockholders of said Company on the 10th day of July, 1935.

Given under my hand and offical seal, this the 29 day of July, 1935.

(Seal)

John W. Robinson, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 13th day of August, A.D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
August 15th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of RANKIN COUNTY LAND COMPANY is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 16th day of August, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: August 17th, 1935.

This corporation dissolved and its charter surrendered to the Secretary of State's Office, this June 27, 1944. Certified Copy of said surrender filed in this office.

Suspended by State Tax Commission
as Authorized by Section 15, Chapter
121, Laws of Mississippi 1934

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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#6748 W

AMENDMENT TO CHARTER OF
CHISHOLM-WEAVER ELECTRIC CO.

By virtue of a resolution of the stockholders of the Chisholm-Weaver Electric Co. of Tupelo, Miss., adopted at a special meeting of said stockholders held at the office of said corporation in the City of Tupelo, Miss. on the 14 day of August, 1935, which said special meeting was duly held and called after due notice thereof in strict accordance with the by-laws of said corporation and by virtue of a resolution of the board of directors of said corporation, adopted at a meeting thereof held on the same day, after due notice thereof in accordance with law and the by-laws of said corporation, the charter of incorporation of the said Chisholm-Weaver Electric Co. of Tupelo, Miss. which was duly approved on the 18 day of March, 1935 and which is recorded in Book 34-35 at page 80 of the Records of Charters, in the office of the Secretary of State of the State of Mississippi, at Jackson, Miss., is hereby amended so as to change the name of said corporation from "Chisholm-Weaver Electric Co." to the name of:-

"CHISHOLM ELECTRIC COMPANY"

This the 14th. day of August, 1935.

E. R. Chisholm
President.

Lyman P. Hailey
Secretary-Treasurer.

STATE OF MISSISSIPPI,
COUNTY OF LEE.

Personally appeared before the undersigned authority E. R. Chisholm, president and Lyman P. Hailey, secretary-treasurer of Chisholm-Weaver Electric Co. who acknowledged that they signed the above and foregoing amendment to the charter of said corporation as their act and deed.

Witness my hand and seal this the 16th day of August, 1935.

W. H. Patton, NOTARY PUBLIC .

(SEAL)

My Commission expires
March 4th, 1938.

Resolution Authorizing Amendment to Charter of
Chisholm-Weaver Electric Company.

Whereas, it is the desire of the stockholders of the above named corporation that the name thereof should be changed to

Chisholm Electric Company:-

Therefore be it resolved by said stockholders that the name of said corporation be changed to "Chisholm Electric Company" and that the officers of said corporation be and they are hereby authorized to have such amendment duly made and carried out as required by law.

On motion duly made and carried the above resolution was unanimously adopted at a called meeting of the stockholders of the Chisholm-Weaver Electric Co., held pursuant to call, at the office of said corporation in the City of Tupelo, Miss. on this the 14th. day of August, 1935.

E. R. Chisholm
President.

Lyman P. Hailey
Secretary-Treasurer.

We hereby certify that the above and foregoing is a true and correct copy of a resolution passed by the stockholders of the Chisholm-Weaver Electric Co., at a duly called meeting held on August 14th. 1935.

Witness our hands this the 14th day of August, 1935.

E. R. Chisholm
President.

Lyman P. Hailey
Secretary-Treasurer.

Received at the office of the Secretary of State, this the 17th day of August, A.D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
August 17th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of CHISHOLM-WEAVER ELECTRIC 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 19th day of August, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
SECRETARY OF STATE.

Recorded: August 20, 1935.

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#6749 W

A COPY OF THE RESOLUTION PASSED BY THE MEMBERS OF
THE SOUTHERN MOTOR CARRIERS ASSOCIATION.

RESOLVED that we, the members of the Southern Motor Carriers Association, do hereby author and empower W. E. Hester, Jr., Milson Magee and C. M. Wann to apply for in behalf of this Assoc ion to the Secretary of State and Governor of the State of Mississippi for a charter of incorpo ion of this Association, and do all things necessary in securing said charter.

I, C. M. Wann, Secretary, do hereby certify that the above is a true and cofrect copy of resolution unanimously passed by the members at a meeting of the Southern Motor Carriers Associ ion on the 14th day of August, 1935, Jackson, Mississippi.

C. M. Wann
SECRETARY.
SOUTHERN MOTOR CARRIERS ASSOCIATION.

THE CHARTER OF INCORPORATION OF
SOUTHERN MOTOR CARRIERS ASSOCIATION, INC.

1. The corporate title of said company is SOUTHERN MOTOR CARRIERS ASSOCIATION, INC.
2. The names of the incorporators are: W. E. Hester, Jr., Postoffice, Hazlehurst, Miss., C. M. Postoffice, Jackson, Miss; Milson Magee, Postoffice, Jackson, Miss.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: None.

The corporation shall issue no shares of stock, shall divide no dividends or profits am 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 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 corporate debts, but the ent corporate property shall be liable for the claims of creditors.

5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To disseminate among its members information trans tation laws, rates, rulings and such other information as may be useful to the conduct of its bers business.

To co-operate with any and all lawful and constituted authorities in enforcing such ru and regulations as may be necessary to enforce laws effecting the business of the members of th Association.

To co-operate with all lawful constituted authorities by furnishing such authorities statistics, rates and any other information regarding the business of the members of this Assoc ion, as required by law.

To assist the members of this Association in preparing, posting and filing tariffs and schedules with State and Interstate Commerce Commissions, as may be required by law.

To assist the members of this Association in determing cost of transporting freight be tween points of operation by its members and connecting transportation lines.

To assist the members of this Association in securing uniform bills of lading, accoun systems, records, and other memoranda, as may be required by the Interstate Commerce Commissi

STATE OF MISSISSIPPI
COUNTY OF HINDS

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

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

Milson Magee
riers Association, Inc., who acknowledged that the [illegible] articles of incorporation as their act and deed [illegible]

(SEAL)

W. E. Hester, Jr.,
Milson Magee
Chas. M. Wann,
Incorporators.

Received [illegible] office of the Secretary of [illegible] together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
August 19th, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General

STATE OF MISSISIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of SOUTHERN MOTOR CARRIERS ASSOCIA 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 20th day of August, 1935.

By the Governor

Sennett Conner
Governor.

Walker Wood
Secretary of State.

Recorded: August 20th, 1935.

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#6752 W

ARTICLES OF INCORPORATION OF

INDEPENDENT FARMERS GINNING ASSOCIATION

(A. A. L.)

I. The corporate title of said company is Independent Farmers Ginning Association (A.A.L.).
II. The names and postoffice addresses of the incorporators, who are all producers of agricultural products, are:

Name	P. O. Address
Oscar Wolfe, Jr.,	Duncan, Miss.
R. P. Hearn	Duncan, Miss.
Boschert & Wilkinson	Duncan, Miss.
J. H. Boschert	Duncan, Miss.
Roy E. Helms	Duncan, Miss.
J. M. Harris	" "
Frank B. Wylie, Jr.	" "
Elgin Lester, Jr.	" "
Dave Smith	" "
E. L. McMurchy	" "

III. The said company shall have no capital stock and there shall be no individual liability on the part of the organizers, their associates and successors, who may become members of said company, or on the part of the directors and officers of said company, notwithstanding indebtedness to be incurred by said company and it be without capital stock.
IV. The period of the existence of said company shall be fifty (50) years.
V. The domicile of said company shall be at Duncan, Bolivar County, Mississippi.
VI. Said company shall be oragnized and incorporated under Article I of Chapter 99, of the Mississippi Code of 1930, providing for the organization of incorporated agricultural associations without capital stock.
VII. The rights and powers of said company shall be such as is conferred by said Chapter 99, of the Mississippi Code of 1930, and such other laws of the State of Mississippi as may pertain to such organizations.

Oscar Wolfe, Jr.	Duncan, Miss.
R. P. Hearn	Duncan, Miss.
Boschert & Wilkinson	Duncan, Miss.
J. H. Boschert	Duncan, Miss.
Roy E. Helms	" "
J. M. Harris	" "
Frank B. Wylie, Jr.	" "
Elgin Lester, Jr.	" "
Dave Smith	" "
E. L. McMurchy	" "

STATE OF MISSISSIPPI)
COUNTY OF BOLIVAR.)

Before me, the undersigned Notary Public, in and for said County and State, this day personally appeared- Oscar Wolfe, Jr., R. P. Hearn, W. L. Wilkins, J. H. Boschert, Roy E. Helms, J.M. Harris, Frank B. Wylie,Jr., Elgin Lester, Jr., Dave Smith and E. L. McMurchy who each and severally acknowledged that they signed, delivered and executed the above and foregoing Articles of Incorporation, for the purposes therein indicated.

Given under my hand and offical seal, this the 13 day of Aug. 1935.

(SEAL)

Jos. F. Ellis, NOTARY PUBLIC.

STATE OF MISSISSIPPI
OFFICE OF
SECRETARY OF STATE,
JACKSON.

I, Walker Wood, Secretary of the State of Mississippi, do hereby certify that the

ARTICLES OF INCORPORATION OF INDEPENDENT FARMERS GINNING ASSOCIATION (A.A.L)

hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article I, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 20th day of August, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 1935-36, at page 451, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 20th day of August, 1935.

Walker Wood
Walker Wood, Secretary of State.

Recorded: August 22, 1935.

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#6753 W

ARTICLES OF INCORPORATION OF
REX GINNING ASSOCIATION
(A. A. L)

I. The corporate title of said company is Rex Ginning Association (A. A. L.)
II. The names and postoffice addresses of the incorporators, who are all producers of agricultural products, are:

Name	P.O.Address
Jno. R. Miles	Duncan, Miss.
L. M. Erwin	Duncan, Miss.
Joseph Jeffery	" "
W. C. Turner	" "
J. R. Wolfe	" "
Oscar O. Wolfe, Jr.	" "
M. C. Wolfe	" "
E. E. Smith	" "
R. F. Smith	" "
Z. B. Smith	" "
W. H. Porter	" "

III. The said company shall have no capital stock and there shall be no individual liability on the part of the organizers, their associates and successors, who may become members of said company, or on the part of the directors and officers of said company, notwithstanding indebtedness to be incurred by said company and it be without capital stock.
IV. The period of the existence of said company shall be fifty (50) years.
V. The domicile of said company shall be at Duncan, Bolivar County, Mississippi.
VI. Said company shall be organized and incorporated under Article I of Chapter 99 of the Mississippi Code of 1930, providing for the organization of incorporated agricultural associations without capital stock.
VIII. The rights and powers of said company shall be such as is conferred by said Chapter of the Mississippi Code of 1930, and such other laws of the State of Mississippi as may pertain to such organizations.

Jno. R. Miles	Duncan, Miss.
L. M. Erwin	Duncan, Miss.
Joseph Jeffery	" "
W. C. Turner	" "
J. R. Wolfe	" "
Oscar O. Wolfe, Jr.,	" "
M. C. Wolfe	" "
Z. B. Smith	" "
W. H. Porter	" "
E. E. Smith	" "
R. F. Smith	" "

STATE OF MISSISSIPPI,)
COUNTY OF BOLIVAR.)

Before me, the undersigned Notary Public, in and for said County and State, this day personally appeared--Jno. R. Miles, L. M. Erwin, Joseph Jeffery, W. C. Turner, J. R. Wolfe, Oscar O. Wolfe, Jr., M. C. Wolfe, E. E. Smith, R. F. Smith, Z. B. Smith and W. H. Porter, each and severally acknoweldged that they signed, delivered, and executed the above and foregoing Articles of Incorporation, for the purposes therein indicated.
Given under my hand and official seal, this the 16th day of August, 1935.

(SEAL)

H. H. Smith, NOTARY PUBLIC.

My Commission expires February 13th, 1939.

STATE OF MISSISSIPPI
OFFICE OF
SECRETARY OF STATE
JACKSON.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the

ARTICLES OF INCORPORATION OF REX GINNING ASSOCIATION (A. A. L.) (DUNCAN)

hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article I, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 21st day of August, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 1935-36, at page 452, and the other copy thereof returned to said association.
Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 21st day of August, 1935.

Walker Wood
Walker Wood, Secretary of State.

Recorded: August 22, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

#6751 W

THE CHARTER OF INCORPORATION
OF
SLAVONIAN UNITED CLUB OF HARRISON COUNTY.

1. The corporate title of said company is Slavonian United Club of Harrison County.
2. The names of the incorporators are: Mateo P. Pitalo, Postoffice, Biloxi, Mississippi; Neco Filysich, Postoffice, Biloxi, Mississippi; Peter Pavlov, Postoffice, Biloxi, Mississippi.
3. The domicile is at Biloxi, Harrison County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: None.

That no shares of stock shall be issued and no dividends or profits shall be divided among the members of said club. The club shall adopt by-laws, rules and regulations for the proper management of the same. The club shall be maintained by dues paid by its members, which dues shall, from time to time, be determined by the members of said club, and the club shall have the right to pass upon and determine qualifications for membership, and shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

5. Number of shares for each class and par value thereof: None.

This charter is for a non-share corporation, and said club shall not issue any shares of stock of any class whatever, but the same shall have the right to issue certificates or cards of membership to its members.

6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created; To promote the general welfare of all Slavonian people in Harrison County, Mississippi; to provide a social and benevolent club for all Slavonian men and their families; to maintain suitable club rooms and equip and supply the same with books, magazines and other reading material and other things for the improvement and enjoyment of its members; to encourage and promote the mental and physical training and development of its members and promote and engage in all outdoor and aquatic sports; and to do any and all things for the improvement of the mental, physical and social condition of the people in Harrison County, Mississippi, known as Slavonians and especially the members of said club and their families.

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

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business. None.

Mateo P. Pitalo
Meco Filysich
Peter Pavlov Incorporators.

ACKNOWLEDGEMENT

STATE OF MISSISSIPPI)
COUNTY OF HARRISON.)

This day personally appeared before me, the undersigned authority Mateo P. Pitalo, Neco Filysich, Peter Pavlov, incorporators of the corporation known as the Slavonian United Club of Harrison County, who acknoweldged that they signed and executed the above and foregoing articles of incorporation as their act and dedd on this the 2nd day of August, 1935.

(SEAL) O. G. Swetman, NOTARY PUBLIC.

Received at the office of the Secretary of State this the 19th day of August, A.D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
August 20th, 1935.

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.

Creek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
COUNTY OF HARRISON
CITY OF BILOXI.

Be it known and remembered that at a regular meeting of the Slavonian United Club of Harrison County, held at the Slavonian Hall in the City of Biloxi, Harrison County, Mississippi, the regular place of meeting of said club, on Monday, the 29th day of July, 1935, all members of said club being present, the following resolution was unanimously adopted:

Resolved by the Slavonian United Club of Harrison County that said club be incorporated under the laws of the State of Mississippi and that the members and officers of said club, namely Mateo P. Pitalo, President, Neco Filipich, Vice President, and Peter Pavlov, Secretary-treasurer, be authorized, instructed and empowered to make proper application for the charter of incorporation of said Slavonian United Club of Harrison County, Biloxi, Mississippi, as provided by Chapter 100 of the Code of 1930, and that said Mateo P. Pitalo, Neco Filipich and Peter Pavlov be authorized and directed to do any and all things necessary in applying for charter of incorporation and in organizing said club into a corporation.

The foregoing resolution was adopted by a unanimous vote of the membership of said club.

Mateo P. Pitalo, President.

Peter Pavlov
Secretary-Treasurer.

We, Mateo P. Pitalo, President, and Peter Pavlov, Secretary-Treasurer, of the Slavonian United Club of Harrison County, do hereby certify that the said Slavonian United Club of Harrison County is a social and benevolent organization or club organized and existing in the City of Biloxi, Harrison County, Mississippi, and do hereby further certify that the above and foregoing minutes and resolution constitute a true and correct copy of the original minutes and original resolution of the said Slavonian United Club of Harrison County, approved and adopted as therein

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set forth and as the same appear on file in the minute book in the custody of the secretary of said club.

Witness our signatures this the 2nd day of August, 1935.

Mateo P. Pitalo
President, Slavonian United Club
of Harrison County.

Peter Pavlov
Secretary-Treasurer, Slavonian
United Club of Harrison County.

STATE OF MISSISSIPPI
COUNTY OF HARRISON,
CITY OF BILOXI.

Before me the undersigned authority in and for the City of Biloxi, County and State aforesaid appeared Mateo P. Pitalo, President, and Peter Pavlov, Secretary-Treasurer of the Slavonian United Club of Harrison County, who acknoweldged that they signed and delivered the above and foregoing instrument on the day and year therein written.

Given under my hand and seal of office this the 2nd day of August, 1935.

(SEAL) O. G. Swetman, NOTARY PUBLIC.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of SLAVONIAN UNITED CLUB OF HARRISON COUNTY is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 20th day of August, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: August 23, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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This corporation dissolved by decree of the Chancery Court of Lamar County, Miss., rendered Oct. 30th, 1937 see cause therein pending styled In Re Petition of Southern Minerals Company et als + numbered 3315 on the General Docket of said Court. Certified copy of said decree filed here Nov. 1st 1937.

The Charter of Incorporation of Southern Mineral Company

1. The Corporate title of the said Company is SOUTHERN MINERAL COMPANY.
2. The names of the incorporators are: T. W. Davis, whose postoffice address is Purvis, Miss. T. W. Davis, Jr., whose postoffice address is Purvis, Miss. C. C. Bond, whose postoffice address is Purvis, Miss.
3. The domicile is at Purvis, Lamar County, Mississippi.
4. The amount of capital stock and particulars as to class or classes thereof: Ten Thousand Dollars ($10,000.00), represented by One Hundred Shares (100) of common stock of no par value and with equal privileges.
5. Number of shares for each class and par value thereof: One Hundred (100) shares of common stock of equal privileges and of no par value, the sale price to be One Hundred Dollars ($100.00) per share, provided, however, that the Board of Directors shall have full power and authority at any time to change said price and to fix the price at which stock may be sold.
6. The period of existence (not to exceed fifty years) is fifty (50) years.
7. The purpose for which it is created:

(a) To buy, own, acquire, sell; mortgage, lease and deal in lands, real estate, hereditaments, easements, rights of way, andpersonal property, when not in confict with or contrary to the laws of the State of Mississippi and the United States.

(a½). To conduct a general real estate agency and brokerage business and to act as agent, broker or attorney in fact for any persons, firms or corporations, in buying, selling or dealing in real property or its accessories.

(b). To buy, own, sell and deal in all kinds of personal property on its own account and as broker or agent for others.

(c) To purchase or otherwise acquire, hold, sell assign and transfer shares of capital stock, bonds and other evidances of indebtedness of corporation and to exercise all privileges of ownership, including voting on stock so held when not in conflict with or contrary to the laws of the State of Mississippi and the United States.

(d). To invest its funds or money in property, or by making loans of same and to take and receive security therefor by way of mortgage on both real and personal property, and to receive pledges of such property by bill of sale or delivery, and to accept endorsements and guarantees of persons and corporations.

(e) To acquire, own, work, lease; mortgage, sell and dispose of petroleum oil, gas and other mineral lands, royalties; leases and any and all interest therein and to drill, explore and develop the same.

(f). To produce, buy, sell and otherwise acquire, transport; market and distribute, oil, gas and other minerals retail and--or wholesale, and the products and by-products thereof.

(g) To buy, acquire, own, lease lay and operate conduits pipe lines, pumping plants and other property, equipment and appliances used in and about the storage, transportation and distribution of petroleum, oil or its products, gas for fuel, light, power and any and all other uses or purposes for which oil or gas may be used.

(h) To buy, acquire, own and operate franchises, licenses and privileges for the sale and distribution of oil, gas (and other minerals) and of electric power.

(i) To erect and operate private telegraph and telephone lines and railways for the business of the corporation but not for public use.

(j) To construct, carry out, maintain, improve, manage, work, control and superintend any works, plants, factories and conveniences which may be necessary and proper either directly or indirectly in connection with any of the objects of the company and to contribute thereto, subsidize, guarantee or otherwise aid or take part in such operations.

(k) To borrow money by issuance of notes, bonds, debentures and other evidences of indebtedness of the corporation and to mortgage, pledge and hypothecate the property and assets of the corporation to secure payment of the same.

(l) To construct, erect and operate plants for the production of natural gasoline and by-products thereof and for the manufacture of all products and by-products obtained from crude petroleum oil and to provide for the marketing and distribution thereof.

(m) To do and perform any and all other acts and deeds not contrary to the laws of the State of Mississippi and the United States proper to carry out and perform the objects of the corporation.

(n) And, to have any and all of the powers given and granted to corporations by Chapter 100, Mississippi Code of 1930, and any subsequent amendments thereto made by the Legislature of the State of Mississippi.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business are as follows: One Hundred (100) shares of commmon stock of no par value to be paid for in cash or in property or services at a valuation to be fixed by the Board of Directors.

Witness our signatures, this the 21 day of August, A. D. 1935.

T. W. Davis,
T. W. Davis, Jr.,
C. C. Bond.

State of Mississippi,
Lamar County.

This day personally appeared before me, the undersigned authority, T. W. Davis, T. W. Davis, Jr. & C. C. Bond, incorporators of the corporation known as Southern Mineral Company, who acknowledged that they signed and executed the above abd foregoing articles of incorporation as their act and deed on this the 21 day of August, A. D. 1935.

(SEAL)

S. E. Watts, Chancery Clerk.
By Ruby M.Black, D.C.

Received at the office of the Secretary of State this the 24th day of August, A. D. 1935, together with the sum of $30.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.
Jackson, Mississippi,
August 24th, 1935

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

Greek L. Rice, Attorney General.
By W. M. Pierce, Assistant Attorney General.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Southern Mineral 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 26th day of August, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: August 28th, 1935.

FOR AMENDMENT SEE BOOK 39-40 PAGE 247

TUCKER PRINTING HOUSE JACKSON MISS

#6757 W

THE CHARTER OF INCORPORATION
OF
WARREN CREDIT CORPORATION.

I. The Corporate title of said company is WARREN CREDIT CORPORATION.

2. The names of the incorporators are: Joseph E. Bonelli, Postoffice, Vicksburg, Miss; Marie C. Wailes, Postoffice, Vicksburg, Miss; F. Y. Dabney, Postoffice, Vicksburg, Miss.

3. The domicile is at Cedars, Warren County, Miss., but the corporation may be organized, and meetings of incorporators, stockholders and directors may, be held at any place within the State of Mississippi.

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

The capital stock shall be $50,000.00 consisting of Seven thousand Five hundred (7500) shares of common, and Four Hundred and Twenty-Five (425) shares of non-voting preferred stock, the dividends on such preferred stock to be due and payable semi-annually at the rate of six (6%) per centum per annum, the first dividend paying date to be on the 1st day of December, 1935, the second on the 1st day of June 1936, and semi-annually thereafter. Said preferred stock shall be callable and redeemable at the election of the directors of this corporation at any dividend paying date by paying to the legal holder thereof, upon the surrender of the certificate evidencing the said stock the par value thereof, plus the dividend earnings thereon and plus Three ($3.00) Dollars for each share, after publishing notice of said call one time each week for two consecutive weeks in a newspaper of general circulation in the City of Vicksburg, Mississippi, and by mailing notice of said call to the holders thereof as then shown by the books of this corporation, at least ten days prior to the date of such call. Said preferred stock shall stipulate that the onwer thereof shall not, by virtue of ownership, be entitled to vote for directors or in any of the other affairs of this corporation, (so far as said provisions is not inconsistent with Section 194 Constitution of the State of Mississippi), and that they shall not participate in the earnings of this corporation except to the extent of the par value of said stock and the dividend and redemption premium above stipulated. Said preferred stock shall, as its security, have priority and preference in the net earnings of this Corporation over its common stock. In case of liquidation or distribution of the assets of this Corporation the owner or owners of said preferred stock shall be paid in full the total par value thereof, all accrued unpaid dividends thereon, and plus a premium of Three ($3.00) Dollars per share to be paid upon the surrender of said stock, and all such payments shall have priority and be paid before any payment be made on account of the common capital stock of this Corporation. The holder or holders of said preferred stock shall have no right to notice of meetings of the directors or stockholders of this Corporation, and the certificates of said stock shall provide that the holder or holders thereof agree to all of thier provisions. The said stock shall provide also that it is a part of an issue of preferred stock authorized by the Charter of this Corporation, and that the holder thereof is entitled to receive and this Corporation is bound to pay, (but only out of the Surplus or net earnings of this Corporation) the par value thereof, the dividends and premium evidenced by the certificates at therate and at the times therein stipulated.

Said certifiates shall also stipulate that in the event of the calling or redeeming of said stock or a part thereof the directors of this Corporation shall determine by lot what share or shares are to be retired and notice thereof shall be given as above set out, and the shares so called shall have no further right to earnings after the date fixed for said redemption.

5. Number of shares for each class and par value thereof: The Common stock shall consist of Seven Thousand Five Hundred (7500) shares of the par value of One ($1.00) Dollar, and the preferred shall consist of Four Hundred and Twenty-five (425) shares of the par value of One Hundred ($100.00) Dollars.

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

7. The purpose for which it is created: To buy, sell and deal in, for cash or on credit, and hold, own and dispose of, and encumber, any and all kinds of personal property and real estate not prohibited by law; to lend money on such security as it may deem proper, or without security, and to charge and collect interest on money loaned by it; to buy, hold, own, discount, or otherwise acquire, and to sell, deal in, assign, transfer or otherwise dispose of, and to pledge, hypothecate or encumber, any and all kinds of choses in action, notes, evidences of debt, mortgages, deeds of trust, bills of sale, stocks, bonds, liens, reservations of titles, conditional sales contracts, securities of any and every kind not profibited by law; to borrow money for any or all of its purposes, and secure the payment thereof, and to exercise all other rights and powers conferred by the provisions of Chapter 100 Mississippi Code of 1930.

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

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business. Seventy-five Hundred (7500) shares of Common Stock.

Jos. E. Bonelli
Marie C. Wailes
F. Y. Dabney,
Incorporators.

ACKNOWLEDGEMENT

STATE OF MISSISSIPPI,
COUNTY OF WARREN.

This day personally appeared before me the undersigned authority Joseph E. Bonelli, and F. Y. Dabney incorporators of the corporation known as the ------who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 19th day of August, 1935.

(SEAL)

Ruby Hughey, NOTARY PUBLIC.

STATE OF MISSISSIPPI
COUNTY OF WARREN.

This day personally appeared before me, the undersigned authority Maria C. Wailes, incorporators of the corporation known as the ---who acknoweldged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 21st day of August, 1935.

(SEAL)

H. C. DeCell, NOTARY PUBLIC.

Received at the office of the Secretary of State this the 26th day of August, A. D. 1935, together with the sum of $110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Jackson, Miss., August 26th, 1935

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of WARREN CREDIT CORPORATION is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 26th day of August, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: August 28th, 1935.

This corporation dissolved and its charter surrendered to the State of Mississippi by decree of the chancery of Warren County, Mississippi, dated 12/22/1950. Certified copy of said decree filed in this office this the 27th day of December, 1950. Hebert Palmer, Secy. of State.

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Articles of Association and Incorporation
of
UNION COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)

SEC. 1. Be it known that we: Name G. W. Littlejohn, of Union County, Blue Springs Postoffice, Mississippi; Name Roy Sappington, of Union County, Wallerville Postoffice, Mississippi; Name H. R. Adair, of Union County, New Albany Postoffice, Mississippi; Name W. D. Sloan, of Union County, New Albany postoffice, Mississippi; Name R. C. White, of Union County; New Albany Postoffice, Mississippi; Name F. C. Carlisle, of Union County, New Albany postoffice, Mississippi; Name F. S. Wilbanks, of Union County, New Albany, postoffice, Mississippi; Name J. W. Haynes, of Union County, Ingomar Postoffice, Mississippi; Name A. E. Clark, of Union County, New Albany postoffice, Mississippi; Name J. A. Barkley, of Union County, New Albany postoffice, Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring that our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be Union County Erosion Control Association.

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at New Albany, in the County of Union, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chpater 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, power, privileges and immunities, given, authorized or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set out hands in duplicate, this 10th day of September, 1935.

G. W. Littlejohn, Roy Sappington,
H. R. Adair, W. D. Sloan,
R. C. White, A. E. Clark,
F. C. Carlisle, J. A. Barkley,
F. S. Wilbanks, J. W. Haynes.

State of Mississippi,
County of Union.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named G. W. Littlejohn, A. E. Clark, Roy Sappington, F. C. Carlisle, H. R. Adair, J. A. Barkley, W. D. Sloan, F. S. Wilbanks, R. C. White, J. W. Haynes, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 10 day of Sept. 1935.

(SEAL) F. L. Wilbanks, Notary Public

F. L. Wilbanks acknowledges his signature.

J. L. Spence, Notary Public.

(SEAL)

New Albany, Mississippi, 10th, 1935.

We the undersigned organizing members of Union County Erosion Control Association (A.A.L.) hereby agree that the organization meeting of said corporation may be held at New Albany, Mississippi, at a time fixed by County Agent, of which he shall have given us notice by mail or personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at some other time and place when all of such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

G. W. Littlejohn, Roy Sappington
H. R. Adair, W. D. Sloan,
R. C. White, A. E. Clark,
F. C. Carlisle, J. A. Barkley,
F. S. Wilbanks, J. W. Haynes.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Union County Erosion Control Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office, this the 11th day of September, 1935, and one copy thereof recorded in this office in Records of Incorporations Book No. 35-36, at page 458, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 11th day of September, 1935.

Walker Wood, Secretary of State.

Recorded: September 11th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

SUGGESTED FORM OF AMENDMENTS TO ARTICLES OF INCORPORATION FOR CONTINUING MISSISSIPPI STATE BANKS AND TRUST COMPANIES ISSUING ONE CLASS OF PREFERRED STOCK.

Proposed Amendments To Articles of Incorporation
Of

STATE
SECURITY BANK
(Name of Bank)

Starkville (City) Oktibbeha (County) Mississippi (State)

RESOLVED FIRST, That the capital of this Corporation be increased in the sum of $75,000.00, by the issuance of $75,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 1 Laws of 1934, making the total capital of the Corporation $175,000.00, of which $75,000.00 is preferred and $100,000.00 is common stock.

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

"The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED THIRD, That the Articles of Incorporation be further amended by striking out Articles and inserting in the place thereof the following:

Article 5. (1) Amount, classes, and shares of capital stock.- The amount of capital stock of the Corporation shall be $175,000.00 divided into classes and shares as follows:

(a) $75,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 800 shares of the par value of $93.75 each; and

(b) $100,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this Article 5) divided into 1000 shares of the par value of $100.00 each.

(2) Assessability of stock.- The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.- The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this article 5) accruing from August 23, 1935 (2) (hereinafter referred to as the "Recapitalization Date"), cash dividends from to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and thereafter to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafterat the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each Februaruy 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends on the preferred stock shall not have been paid in the full rates required by this section 3 to be paid on the preferred stock, the deficiency shall be fully paid or declared upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.- Dividends or other distributions whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this article 5) accruing after the Recapitalization Date.

If any retirement of preferred stock would decrease the outstaning capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve for the payment of common stock dividends, and shall declare on the common stock, out of such capital reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of such stock dividend shall be issuable without any further vote on the part of the holders of the stock of any class or any further approval on the part of the State Comptroller.

(5) Determination of net profits.- For the purpose of this article 5, the net profits or net loss (as distinguished from usuage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period:

(a) All expenses for such period;

(b) All interest accrued during such period;

(c) All losses determined during such period, and such charge-offs and write-downs of assets (including all transfers to reserves (whether from income, undivided profits or surplus) for such period (including all such charge-offs, write-downs and transfers to reserves requested by the State Comptroller for such period) as may be reasonbly necessary to make proper provisions for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, exceed reserves previously set up therefor in such period charge-offs, and write-downs of assets exceed reserves;

(d) Provision for all taxes for such period, including taxes measured by income and taxes or any prior period, or available unallocated reserves;

(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and

1. The per share par value of the pferred stock will be fixed by Reconstruction Finance Corporation.

2. Insert date on which Articles of Incorporation amended by shareholders.

(f) The net loss, if any, determined in accordance with the provisions of this ection 5, accumulated since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending December 31, 1935 (3) need be made by reason of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made on account of loss incurred prior to or depreciation in assets existing at the Recapitalization Date.

All recoveries over net book value on assets previously charged or written down or against

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which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits.- As long as any shares of preferred stock are outstanding, the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, no payments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936) shall apply the net profits of the Corporation for the six months' period edning on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this article 5) on August 1, 1936, of a sum equal to three-quarters of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter of a sum equal to one-half of one per cent of the aggregate par value of the preferred stock at the time outstanding. In the event that the net profits of the Corporation shall on any such February 1 or August 1 be insufficient to permit the payment into such preferred stock retirement fund of the full amount hereinabove provided for, the deficiency shall be fully paid before any net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter specified in this section 6.

(c) To the payment into the preferred stock retirement fund (referred to in section 8 of this article 5) of a sum equal to forty per cent of the remainder, if any, of such net profits: Provided, however, That the aggregate amount paid into the preferred stock retirement fund in any one year in accordance with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever: Provided further, however, That unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund required by this paragraph (c) except from such net profits as may have accrued from and after December 31, 1935.

Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this article 5.

(7) Limitations on retirement of stock.- Except with the approval of the State Comptroller, no preferred stock shall be called or purchased for retirement by the Corporation unless then the unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $175,000.00[4] by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date[3] preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase.- Subject to the provisions of section 7 of this article 5, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,500.00,[5] the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this article 5, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law. Subject to the provisions of section 7 of this article 5, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call.- Subject to the provisions of section 7 of this article 5, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part, pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, (and provided always that the capital shall in no event be reduced below the minimum amount of capital required by law) by paying for each share to be retired a retirement price equal to the par value thereof, plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement.

At least thrity days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder shown on the books of the Corporation. Such notice having been so mailed, each holder of shares called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock; Amendments of Articles of Incorporation, etc.- By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by State Comptroller and such other conditions as at the time may be required by law-

3. Insert June 30 or December 31 next succeeding the Recapitalization Date.

4. This figure, representing approximately the unimpaired capital structure of the Com

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giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.

5. This figure will be fixed by Reconstruction Finance Corporation.

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additonal shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 5 in connection with the retirement of shares of preferred stock.

(b) The capital stock of the Corporation may be decreased at any time and from time to time any amount not below the amount at the time required by law; provided, however, that no vote of holders of stock of any class shall be required with respect to the retirement of preferred stock;

(c) The name of the Corporation and/or the place where its operations of discount and deposit to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;

(d) These Articles of Incorporation may be amended at any time and from time to time in any respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding;

(e) The Corporation may be consolidated or merged into or with any other bank, or may acquire or substantially all of the assets and business of any banking corporation or trust company;

(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan of reorganization of the Corporation may be carried into effect-

provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article 5 and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes tow hcih the holders of all classes of stock, voting as one class, at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11) Preemptive rights.- In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days after the date of such mailing. If at the expiration of such subscription rights, any of the new shares shall not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in porportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights.- (a) Except as otherwise provided in sections 10 and 13 of this article 5 in this section 12, each holder of stock of any class shall be entitled to vote on all matters and to vote for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the right to the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute votes on the same principle among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), than, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and the holder of preferred stock shall be entitled to a prorrata share of the votes to which his class is entitled.

(d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in subparagrah (2) of section 13 of this article 5, any one or more the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights.- If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding-

(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article 5) in accordance with the requirements of paragraph (c) of section 6 of this article 5 and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the minimum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or

(c) The fair value of the assets of the banking corporation as determined by an examination by the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or

(d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation-

after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

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(2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer or employee satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted under such conditions as may be provided by law.

(14.) Rights of preferred stock on liquidation.---In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

Article 5A (a) Officers.---The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and other officers and clerks as may be required to transact the business of the Corporation; and subject to the provisions of sub-paragraphs (1) and (2) of section 13 of Article 5 hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of ~~in~~ a majority of the Board the interests of the Corporation may demand;

(b) Powers of Board of Directors.----The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

Article 5B. Special meetings of shareholders.---Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED FOURTH, That each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name, and

RESOLVED FIFTH, That the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a meeting of the shareholders of Security State Bank, Starkville, Mississippi, held on (Name of Bank) (City) (State)

August 23, 1935, 5 days' notice of the proposed business having been given by registered mail, all of the foregoing resolutions were adopted by the following vote.---the affirmative vote representing 80% of the total number of shares of capital stock outstanding.

Total number of shares of capital stock.....1000
Total number of Shares represented at the meeting..... 815
Total number of shares voted in favor of the resolution..... 801
Total number of Shares voted against the resolution..... 14

I hereby certify that this is a true and correct report (a) of the number of days' notice given by registered mail, of the meeting of shareholders of this bank held on the date above mentioned; (b) of the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the shareholders voting therefor and the number of shares voted by each is on file in the bank; (e) that no shares of stock of this bank owned by this bank were voted at said meeting; (f) that no shares of stock held by this bank as sole trustee were voted at said meeting; and (g) that no shares of stock of this bank held by this bank as co-trustee were voted at said meeting by this bank; and (h) that no director, other officer or employee acted as proxy at said meeting.

(SEAL OF BANK)

Wirt Carpenter, President

Sworn and subscribed to before me this 24 day of August, A. D. 1935.

(SEAL OF NOTARY)

J. S. Pullen, Notary Public.

My commission expires 2/11/39

State of Mississippi,
Department of Bank Supervision,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Security State Bank, Starkville, Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $75,000.00 by the issuance of $75,000.00 of Preferred Stock under the provisions of Section 5 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, making the total capital of Security State Bank $175,000.00, $75,000.00 of which is Preferred Stock and $100,000.00 is Common Stock, and I do hereby approve the proposed amendment.

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Given under my hand and the seal of the Department of Bank Supervision, this the 28th of August, 1935.

M. D. BRETT,
State Comptroller.

Received at the office of the Secretary of State, this the 28th day of August, A. D. together with the sum of $150.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., August 28th, 1935.

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

Greek L. Rice,
Attorney General
By J. A. Lauderdale,
Assistant Attorney General.

State of Mississippi,
Executive Department,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Security State Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 29th day of August, 1935.

Sennett Conner,
Governor.

To the Governor:
Walker Wood,
Secretary of State.

Received: August 30th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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This material, Family, with orgs, and emphasis the following members

Be it known that there was held in the City of Jackson, Hinds County, Mississippi, a regu meeting of the Holy Family Society, and, on this date, August 26, A. D. 1935, the following resolution was offered and unanimously adopted:

R-E-S-O-L-U-T-I-O-N

The "Holy Family Society" desires to become an incorporated organization under and by vi of the laws of the state of Mississippi, and to this end, and to legally accomplish this pur pose to do and perform all things necessary under the law to procure said charter, to-wit; W. E. Nichols, Helena Small, James Small, and Bernice Nichols, and it is further ordered that this resolution be entered upon the minutes of the Society."

C-E-R-T-I-F-I-C-A-T-E.

We, the undersigned officers of the said society hereby certify that the above and foreg resolution was fully passed and entered upon the minutes of the society on the date mentione therein.

Witness our signatures this the 26 day of August, A. D. 1935.

Rev. W. E. Nichols, Supreme Shepherd
Bernece Nichols, Supreme Secretary.

The Charter of Incorporation of
HOLY FAMILY SOCIETY

1. The corporate title of said company is Holy Family Society.
2. The names of the incorporators are: W. E. Nichols, Postoffice Jackson, Miss.; Helen Small, Postoffice Jackson, Miss.; James Small, postoffice Jackson, Miss.; Bernice Nichols, Jackson, Miss.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: NONE.
5. Number of shares for each class and par value thereof: NONE.
6. The period of existence (Not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To do charitable work among the members of the colored race and to especially aid the sick, crippled, afflicted, infirm, aged, the needy and destitute; to lend assistance in the burial of its members together with medical, hospital and other like aid; to inculcate among its members respect for law and order, and at all times lend all due cooperation to all officers, state, national and municipal in the enforcement of the law. This corporation shall issue no shares of stock, shall divide no dividends or profits among its members; shall make expulsion the only remedy for non-payment of dues; shall vest each member the right to vote in the election of all officers of the corporation, and loss of membership by death or otherwise shall terminate all interest a member shall have in the corporate assets, and there shall be no individual liability against the members for corporate but the entire corporate property shall be liable for the claims of creditors.

8. the rights and powers that may be exercised by this corporation, in addition to those are those conferred by chapter 100, Code of Mississippi of 1930.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: none.

(Rev.) W. E. Nichols,
Helena Small
James Small
Bernice Nichols.
Incorporators.

Acknowledgment

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority, W. E. Nichols, Helen Small, James Small and Bernice Nichols, incorporators of the corporation known as the Holy Family Society, who acknowledged that they signed and executed the above and foregoing arti incorporation as their act and deed on this the 27 day of August, 1935.
(SEAL)

C. L. Graves, Justice of the Peace.
My commission expires Jan. 6th, 1936.

Received at the office of the Secretary of State this the 30th day of August, A. D. 19 together with the sum of $10.00 deposited to cover the recording fee, and referred to the At torney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Sept 2nd, 1935

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of HOLY FAMILY SOCIETY is hereby app

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the Sta Mississippi to be affixed, this 4th day of September, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: Sept 4, 1935.

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Amendment of the Articles of Association and
Incorporation of The Moselle Farmers Gin (A.A.L.)

State of Mississippi,
County of Jones.

Pursuant to a resolution duly adopted by a majority of the stockholders of the Moselle Farmers Gin (A.A.L.), a copy of which resolution is hereto attached as Exhibit "A", Section 2 and Section 6 of said Articles of Association and Incorporation of said association as now existing are amended to read as follows:

"Section 2. The name of this organization shall be Moselle Cooperative Gin (A.A.L.)"

"Section 6. (a) The authorized capital stock of this association shall be 2,700 shares divided into two classes--preferred and non-par value common, of which amount 2,500 shares of the par value of 10.00 per share amounting to $25,000.00 shall be preferred stock, and 200 shares which shall be without nominal or par value shall be common stock. The association may begin business when at least ten members have paid for one share of preferred stock each.

"(b) The preferred stock of the association shall have preference as to the assets of the association on liquidation and shall bear 4 per cent per annum non-cumulative dividends; provided, however, that until such time as the association will have paid in full any and all indebtedness due by it to the New Orleans Bank of Cooperatives for funds borrowed or to be borrowed for the purpose of liquidating the present indebtedness against its gin property in the County of Jones, Mississippi, and any other amounts due New Orleans Bank for Cooperatives, the said dividends will be paid in certificates of preferred stock and ad interim certificates representing the fractional parts thereof subject to conversion into full shares. After the retirement of the mortgage indebtedness, the dividends on all preferred stock outstanding if earned and declared shall be paid in cash, annually, on the 31st day of July of each year.

"(c) The common stock of the association shall not bear dividends, and no person shall receive or hold at one time more than one share of such common stock, and each holder of common stock shall be entitled to one vote.

"(d) The stock in this association shall be issued only to and held only by producers of agricultural products who make use of the services and facilities of this association. Each share of stock shall entitle the holder thereof to one vote in the management of the association. Shares of stock in the association shall not be transferable except to produceers of agricultural products, and no person shall acquire them by operation of law. If any share holder shall cease to be eligible to hold his shares or shall die, and if his shares shall not be promptly transferred to some producer eligible to hold the same, the association shal, take up such shares at par value, or at the option of the association at appraised value, such value to be conclusively fixed by the board of directors of the association, and the association may therefor in cash or by certificate of indebtedness to be thereafter paid from the income of the association. No attempted issuance or transfer of such stock shall pass any rights on account of such stock or any voice in the control of the association unless the receiver thereof shall be such a producer, and any transfer or assignment of the stock of this association shall be subject to the approval of the board of directors.

"(e) Any person, firm or corporation eligible under the foregoing may become a member of the association by subscribing for one share of its common stock, signing such marketing agreement as shall be required by the association, and agreeing to comply with these Articles of Incorporation and By-Laws of the association as they exist or may be amended; provided the applicant for membership, or common stock, is found acceptable to the Board of Directors. The findings of the Board of Directors as to eligibility shall be conclusive for the purpose of this section, and where advisable, the board will, in its discretion, have power to deny the issuance or transfer of common stock to persons, or corporations eligible to hold the same.

"(f) Should an owner of common stock be other than a natural person, such owner may be represented by an individual duly authorized in writing, and such authorized representative shall be eligible to vote, be a member of the board of directors and be an officer of the association.

"(g) All shareholders shall be members of the Association, but there may be members who are not shareholders. Such additional members shall have no vote in the management of the association, but they shall be entitled to all other benefits of the association equally with members who are shareholders, except that they shall have no right to stock dividends."

In testimony of adoption of the foregoing amendments to this Articles of Association and Incorporation of this Association witness the signature of the President and Secretary thereof, the same being two executive officers, in duplicate, under authority given them by majority of the stockholders of this association in accordance with the law of the State of Mississippi and the By-Laws of the Association. This the 24th day of July, 1935.

E. C. Waggoner, President.
J. M. Bryant, Secretary.

State of Mississippi, County of Jones.

Before me the undersigned authority in and for said County and State, personally came and appeared E. C. Waggoner and J. M. Bryant, who then and there severally acknowledged and stated that they are respectively the President and Secretary of the Moselle Farmers Gin (A.A.L.) and executive officers thereof, and that acting for said association and under specific authority conferred on them by the majority of stockholders of said association they executed and delivered the foregoing amendments to the Articles of Association of said association particularly amending Section 2 and 6 thereof on the date therein stated.

Given under my hand and seal of office, this the 24th day of July, 1935.

(SEAL) Miles B. Porter, Notary Public.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Amendment of Articles of Association and Incorporation of Moselle Farmers Gin (A.A.L.) (changing name to: Moselle Cooperative Gin (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 5th day of September, 1935, and one copy thereof recorded in this office in Records of Incorporations Book No. 35-36, at page 465, and the other copy thereof returned to said Association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 5th day of Spptember, 1935.

Walker Wood, Secretary of State.

Recorded: September 5th, 1935.

Articles of Association and Incorporation
of
KEMPER COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)

SEC. 1. Be it known that we,
Name T. A. Stennis, of Kemper County, Postoffice DeKalb, Mississippi
Name Hal Overstreet, of Kemper County, Postoffice DeKalb, Mississippi.
Name S. J. Creekmore, of Kemper County, Postoffice DeKalb, Mississippi.
Name J. M. McWilliams, of Kemper County, Postoffice DeKalb, R#3, Mississippi.
Name J. H. Adcock, of Kemper County, Postoffice DeKalb, Mississippi.
Name O. D. Davis, of Kemper County, Postoffice DeKalb, R# 1, Mississippi
Name J. H. Cherry, of Kemper County, Postoffice Porterville R # 3, Mississippi.
Name L. J. Shepherd, of Kemper County, Postoffice Preston, R # 1, Mississippi.
Name F. C. Lavender, of Kemper County, Postoffice, Scooba, R#1, Mississippi
Name A. E. Briggs, of Kemper County, Postoffice Porterville, Mississippi.
L. C. Skipper, Kemper, Gholson, R. # 1.,
the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi and recorded as required by said staute, for the purposes of beginning a corporation without capital stock and without individual liability, as provided and allowed inx said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be Kemper County Erosion Control Association (A.A.L.)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at DeKalb, in the County of Kemper, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunitive, given, allowed or comtemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial, and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 9th day of September 1935.

T. A. Stennis, Hal Overstreet,
S. J. Creekmore, J. M. McWilliams,
J. H. Adcock, O. D. Davis,
J. H. Cherry, L. J. Shepherd,
F. C. Lavender, A. E. Briggs,
L. C. Skipper.

State of Mississippi,
County of Kemper.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named T. A. Stennis, O. D. Davis, Hal Overstreet, J. H. Cherry, S. J. Creekmore, L. J. Shepherd, J. M. McWilliams, F. C. Lavender, J. H. Adcock, A. E. BRIGGS, L. C. Skipper who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 9th day of September, 1935.
(SEAL)
Gertrude Stokes.

DeKalb, Mississippi, Sept. 9, 1935.

We, the undersigned organizing members of Kemper County Erosion Control Association, hereby agree that the organization meeting of said corporation may be held at 10:00 o'clock Co. Agent's office, Mississippi, at a time fixed by C. W. Gary, of which he shall have given us notice by mail or personal delivery not less than five (5) days before such time of meeting provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of asspciation of said corporation, or at any other time and place when all of such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

T. A. Stennis, Hal Overstreet,
J. M. McWilliams, J. H. Adcock,
O. D. Davis, J. H. Cherry,
L. J. Shepherd, F. C. Lavender,
S. J. Creekmore, A. E. Briggs,
L. C. Skipper.

State of Mississippi
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Kemper County Erosion Control Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office, this the 11th day of September, 1935, and one copy thereof recorded in this office in Record of Incorporations No. 35-36, at page 466, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 11th day of September, 1935.

Walker Wood,
Secretary of State.

Recorded: September 11, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation of PANOLA COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)

Name

SEC. 1. Be it known that we:/D. R. Boone, of Panola County, Postoffice Pleasant Grove, Mississippi; Name S. B. Vick, of Panola County, Postoffice Courtland, R.2, Mississippi; Name W. E. Arnold, of Panola County, Postoffice Sardis, R 3, Mississippi; Name J. M. Langston, of Panola County, Postoffice Como, Mississippi; Name H. G. Short, of Panola County, Postoffice Sardis, Mississippi; Name T. Q. Farmer, of Panola County, Postoffice Crenshaw, R. 1, Mississippi; Name F. M. Sanford, of Panola County, Postoffice Crenshaw, R. 1. Mississippi; Name C? M. Randolph, of Panola County, Postoffice Batesville, R. 2, Mississippi; Name M. H. Moore, of Panola County, Postoffice Pope, Mississippi; Name A. E. Lemaster, pf Panola County, Postoffice Sardis, R.2, Mississippi; L. S. Davidson, Panola, Pope., the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers and privileges and immunities by said staute given or allowed, setting forth the following;

SEC: 2. The name of the organization shall be Panola County Erosion Control Association (A.A.L.)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Sardis, in the County of Panola, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 9 day of September, 1935.

D. R. Boone, S. B. Vick,
W. E. Arnold, J. M. Langston,
H. G. Short, T. Q. Farmer,
F. M. Sanford, C. M. Randolph,
M. H. Moore, A. E. Lemaster,
L. S. Davidson.

State of Mississippi,
County of Panola.

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the above named S. B. Vick, F. M. Sanford, W. E. Arnold, C. M. Randolph, J. M. Langston, M. H. Moore, H. G. Short, A. E. Lemaster, T. Q. Farmer, D. R. Boone, L. S. Davidson, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 9 day of September, 1935.

(SEAL) L. C. Duke,
L. C. Duke, Circuit Clerk

Sardis, Mississippi, Sept. 9, 1935.

We, the undersigned organizing members of Panola County Erosion Control Association (A.A.L.), hereby agree that the organization meeting of said corporation may be held at Sardis, Mississippi, at a time fixed by L. S. Davidson, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

S. B. Vick, W. E. Arnold,
J. M. Langston, H. G. Short,
T. Q. Farmer, F. M. Sanford,
C. M. Randolph, M. H. Moore,
A. E. Lemaster D. R. Boone,
L. S. Davidson.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Panola County Erosion Control Association (A.AL.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 11th day of September, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 467, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 11th day of September, 1935.

(SEAL) Walker Wood, Secretary of State.

Recorded: September 11th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
BENTON COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)

SEC. 1. Be it known that we: Name J. D. Peeler, of Benton County, Postoffice Ashland, Mississippi; Name W. W. Collier, of Benton County, Postoffice Winborn, Mississippi; Name T. W. Peeler, of Benton County, Postoffice Falkner, Mississippi; Name W. B. Gresham, of Benton County, Postoffice Ashland, Mississippi; Name Ed Parham, of Benton County, Postoffice Michigan City, Mississippi; Name James J. Drennan, of Benton County, Postoffice Ashland, Mississippi; Name R. G. Bright, Sr., of Benton County, Postoffice, Ashland, Mississippi; Name C. A. McGill, of Benton County, Postoffice Ashland, Mississippi; Name J. W. Hardaway, of Benton County, postoffice Michigan City, Mississippi; Name E. H. Thomas, of Benton County, Postoffice Michiggn City, Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be Benton County Erosion Control Association (A.A.L.)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Ashland, in the County of Benton, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, authorized or contemplated by said Chpater 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incidental to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 11th day of September, 1935.

J. D. Peeler,
T. W. Peeler,
Ed Parham,
R.G.Bright,Sr.
J. W. Hardaway,
W.W.Collier,
W.B.Gresham,
James J. Drennan,
C. A. McGill,
E. H. Thomas.

State of Mississippi,
County of Benton.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named J. D. Peeler, James J. Drennan, W. W. Collier, R. G. Bright, Sr., T. W. Peeler, C.A.McGill,W. B. Gresham, J. W. Hardaway, Ed Parham, E. H. Thomas, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 11th day of Sept. 1935.

J. L. Cooper, Chancery Clerk.
My commission ex. Jan. 1, 1936.

(SEAL)

Ashland, Mississippi, Sept. 11, 1935.

We, the undersigned organizing members of Benton County Erosion Control Association (A.A.L.) hereby agree that the organization meeting of said corporation may be held at Ashland, Mississippi, at a time fixed by J.W.Hardaway, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

J. D. Peeler,
P. W. Peeler,
Ed Parham,
R.G.Bright,Sr.
J.W.Hardaway,
W.W.Collier,
W.B.Gresham,
James J. Drennan,
C.A.McGill,
E. H. Thomas.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Benton County Erosion Control Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 12th day of September, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 468, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 12th day of September, 1935.

(GREAT SEAL)

Walker Wood,
Walker Wood, Secretary of State.

Recorded September 12, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
WAYNE COUNTY EROSION CONTROL ASSOCIATION (A. A. L.)

SEC. 1. Be it known that we: Name T. B. McCaskey, of Wayne County, Postoffice Bucatunna, Mississippi; Name G. C. Tatum, of Wayne County, Postoffice Waynesboro, R. 4, Mississippi; Name W. P. Martin, of Wayne County, Postoffice Waynesboro, R. 1, Mississippi; Name T. S. Boykin, of Wayne County, Postoffice Waynesboro, Mississippi; Name Grady Chapman, of Wayne County, Postoffice Hiwanee, Mississippi; Name N. R. Gandy, of Wayne County, Postoffice Waynesboro, R. 4, Mississippi; Name R. G. Mauldin, of Wayne County, Postoffice Waynesboro, R. 2, Mississippi; H. C. Gandy, of Wayne County, Postoffice Waynesboro, R. 4, Mississippi; Name J. P. McMichael, of Wayne County, Postoffice Waynesboro R. 1, Mississippi; Name W. W. Baygents, of Wayne County, Postoffice Waynesboro, R. 3, Mississippi; Name M. M. Harrison, of Wayne County, Postoffice Waynesboro, R. 1, Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of the State of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be WAYNE COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Waynesboro, in the County of Wayne, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chpater 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, manegerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 11th day of September, 1935.

T. B. McCaskey,
W. P. Martin,
Grady Chapman,
R. G. Mauldin,
J. P. McMichael,
G. C. Tatum,
T. S. Boykin,
N. R. Gandy,
H. C. Gandy,
W. W. Baygents,
M. M. Harrison.

State of Mississippi,
County of Wayne.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named T. B. McCaskey, N. R. Gandy, G. C. Tatum, R. G. Mauldin, W. P. Martin, H. C. Gandy, T. S. Boykin, J. P. McMichael, Grady Chapman, W. W. Baygents, M. M. Harrison, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and for the purpose therein mentioned.

Given under my hand and seal this 11th day of September, 1935.

S. B. Daws, Notary Public.

State of Mississippi,
Office of Secretary of State, Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of WAYNE COUNTY EROSION CONTROL ASSOCIATION (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 109 Code of Mississippi of 1930, filed in my said office, this the 12th day of September, 1935, and a copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 469, and the other copy thereof returned to asid association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 12th day of September, 1935.

Walker Wood
Walker Wood, Secretary of State

Recorded: September 12th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
CARROLL COUNTY EROSION CONTROL ASSOCIATION (A. A. L.)

SEC. 1. Be it known that we: Name J. T. Sanford, of Carroll County, Postoffice Carrollton, Mississippi; Name C. F. Duke, of Carroll County, Postoffice ~~Carrollton~~ McCarley, Mississippi; Name W. S. Glenn, of Carroll County, Postoffice Carrollton, Mississippi; Name W. D. Felts, of Carroll County, Postoffice Carrollton, Mississippi; Name O. K. Gee, of Carroll County, Postoffice Carrollton, Mississippi; E. F. Bole, of Carroll County, postoffice Carrollton, Mississippi; C. C. Felts, of Carroll County, postoffice McCarley, Mississippi; H. P. Mullen, of Carroll County, postoffice McCarley, Mississippi; J. L. Leflore, of Carroll County, postoffice Greenwood, Mississippi; J. P. McCain, of Carroll County, postoffice Carrollton, Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be Carroll County Erosion Control Association (A.A.L.)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Carrollton, in the County of Carroll, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 10th day of September, 1935.

J. F. Stafford, C. F. Duke,
W. S. Glenn, W. D. Felts,
O. K. Gee, E. F. Bole,
C. C. Felts, H. P. Mullen,
J. L. Leflore, J. P. McCain.

State of Mississippi,
County of Carroll.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named J. T. Sanford, E. F. Bole, C. F. Duke, C. C. Felts, W. S. Glenn, H. P. Mullen, W. D. Felts, J. L. Leflore, O. K. Gee, J. P. McCain who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 10th day of September, 1935.

(SEAL)

H. A. Lott, Chancery Clerk.
By Corinne W. Sisson, D.C.

Carrollton, Mississippi, 9/10, 1935.

We, the undersigned organizing members of Carroll County Erosion Control Association (A.A.L.) hereby agree that the organization meeting of said corporation may be held at Carrollton, Mississippi, at a time fixed by J. L. Leflore, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting, at which meeting permanent prganization may be made, by-laws adopted and members of the Board of Directors elected.

_____ _____

_____ _____

_____ _____

_____ _____

_____ _____

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Carroll County Erosion Control Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 12th day of September, 1935, and one copy thereof recorded in this office in Record of Incorporation Book No. 35-36, at page 470, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 12th day of September, 1935.

(GREAT SEAL)

Walker Wood
Walker Wood, Secretary of State

Recorded: September 12, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

McGee, Dean Cotton Company

1. The corporate title of said company is McGee, Dean Cotton Company.
2. The names and post-office addresses of the incorporators are: B.O.McGee, Postoffice address, Leland, Mississippi; C. O. Dean, postoffice address, Leland, Mississippi; F. G. Marble, Postoffice address, Leland, Mississippi.
3. The domicile of the said corporation in this state is at Leland, Mississippi.
4. The amount of authorized capital stock, with full particulars as to the class or classes thereof, including all their privileges and restrictions, and whether having a par value or being without nominal or par value: The amount of authorized capital stock is $50,000.00, divided into 500 shares of common stock with each share having a par value of $100.00.
5. The price per share for sale or exchnage is $100.00.
6. The purposes for which this corporation is created: To buy, sell, trade and deal in goods, wares and merchandise and personal property of every kind and description, for cash and on credit, at wholesale or retail, to conduct a general furnishing and commercial business, to carry on the business of a cotton factor and broker and buy and sell spot cotton and futures on cotton at recognized markets for same, to own the necessary real and personal property to carry on said business, to loan and borrow money and make advances, and to take as securities therefor notes, bills of exchange, mortgages, trust deeds, bonds, deeds to land and warehouse receipts, cotton tickets and such securities as might be deposited with said corporation as bailee, to accept bills of exchange, or drafts, to endorse notes, bills of exchange or drafts, to accept deposits of customers; to become surety on bonds for itself and for any persons or parties who are customers thereof for any purpose, and to do all acts necessary and convenient and to the best interest of said corporation in the judgment of its officers and not contrary to law.
7. The rights and powers that may be exercised by this corporation in addition to the foregoing are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930 and amendments thereto.
8. The number of shares of each class of stock necessary to be subscribed and paid for before said corporation shall commence business: This corporation shall be authorized to commence business when at least 150 shares of its common stock each with a par value of $100.00 is subscribed and paid for, or in other words when at least $15,000.00 of the authorized capital stock of $50,000.00 is subscribed and paid into the corporation.

B. O. McGee,
C. O. Dean,
F. G. Marble,
Incorporators.

State of Mississippi,
County of Washington.

This day personally appeared before me, the undersigned authority in and for the county and state aforesaid, the above and within named B.O.McGee, C.O.Dean, and F.G.Marble, incorporators of the corporation known as McGee, Dean Cotton Company, who each acknowledged that he executed, signed and delivered the above and foregoing articles of incorporation as their act and deed and the act and deed of each of said incorporators.

Given under my hand and seal of office, this the 10 day of September, A. D., 1935.
(SEAL)

R. S. Porter, Notary Public.

Received at the office of the Secretary of State this the 11th day of September, A. D. 1935, together with the sum of $110,00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Mississippi.
September 11th, 1935.

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 of America.

Greek L. Rice, Attorney General.
By J.A.Lauderdale, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of McGee, Dean Cotton 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 11th day of September, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 12, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Charter Amendment.

SIKESTON COTTON OIL MILL
Jackson, Mississippi

Pursuant to meeting of the Corporation held on September 12, 1935, its charter was amended in the following particulars, namely, that is to say, Section 4 and 5, reading thus:

"4. Amount of capital stock and particulars as to class or classes thereof.
"$100,000.00, divided into shares of $100.00 each. Business to be begun when $30,000.00 has been subscribed and paid in.
"5. Number of shares for each class and par value thereof: 1,000 shares, all common

were made to read thus:

"4. Amount of capital stock and particulars as to class or classes thereof.
"$150,000.00, divided into shares of $100.00 each. Business to be begun when $30,000.00 has been subscribed and paid in.
"5. Number of shares for each class and par value thereof: 1,500 shares, all common

And this amendment was adopted by all of the stockholders unanimously, and pursuant to said resolution, this amendment of charter is hereby, through the Vice-President and Assistant Secretary, executed, the President and Secretary being unable to act.

Executed this the 12 day of September, 1935.

SIKESTON COTTON OIL MILL
By J. B. Perry, Vice-President
By J. H. Turbeville, Assistant Secretary

(SEAL)

State of Mississippi,
County of Hinds,
City of Jackson.

Personally appeared before me, the undersigned authority, in and for said jurisdiction, J. B. Perry and J. H. Turbeville, to me personally known to be the Vice-President and Assistant Secretary, respectively, of Sikeston Cotton Oil Mill, a corporation, and acknowledged that being thereunto duly authorized, they executed the foregoing instrument on the date thereof as the act and deed of said corporation, and that this is the act and deed of said corporation.

Given under my hand and seal of office, this 12th day of September, 1935.

(SEAL)

Reynolds Cheney, Notary Public.

Received at the office of the Secretary of State, this the 12th day of September, A. D. 1935, together with the sum of $100.00 dposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., September 12, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Sikeston Cotton Oil Mill is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 12th day of September, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 12, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation of YALOBUSHA COUNTY EROSION CONTROL ASSOCIATION (A. A. L.)

SEC. 1. Be it known that we: Name J. L. Barber, of Yalobusha County, Postoffice Coffeeville, Mississippi; Name W. R. Walker, of Yalobusha County, Postoffice Coffeeville, Mississippi; Name E. N. Nolen, of Yalobusha County, Postoffice Water Valley, Mississippi; Name J. R. Swearengen, of Yalobusha County, Postoffice Oakland, Mississippi; Name W. H. Lowrimore, of Yalobusha County, Postoffice Coffeeville, Mississippi; Name J. L. Godwin, of Yalobusha County, Postoffice Water Valley, Mississippi; Name E. Ray Johnston, of Yalobusha County, Postoffice Coffeeville, Mississippi; Name R. B. Scobey, of Yalobusha County, Postoffice, Coffeeville, Mississippi; Name J. C. Sides, of Yalobusha County, Postoffice Coffeeville, Mississippi; Name G. E. Denley, of Yalobusha County, Postoffice Coffeeville, Mississippi; Name W. A. Lacock, of Yalobusha County, Postoffice Bryant, Mississippi; Name H. H. Boswell, of Yalobusha County, Postoffice Coffeeville, Mississippi; Name W. V. Moore, of Yalobusha County, Postoffice Oakland, Mississippi; Name G. T. Lyon, of Yalobusha County, Postoffice Coffeeville, Mississippi; Name C. V. York, of Yalobusha County, Postoffice Coffeeville, Mississippi; Name S. A. Pittman, of Yalobusha County, Postoffice Coffeeville, Mississippi; Name J. C. Womack, of Yalobusha County, Postoffice Water Valley, Mississippi; Name J. O. Upchurch, of Yalobusha County, Postoffice Coffeeville, R. 2, Mississippi; Name G. F. Brower, of Yalobusha County, Postoffice Coffeeville, Mississippi; Name W. C. Hodges, of Yalobusha County, Postoffice Coffeeville, Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby eneter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be Yalobusha County Erosion Control Association(A.A.L.)

Sec. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Coffeeville, in the County of Yalobusha, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, power, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States. To engage in the collective purchasing of renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerialm and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 11 day of Sept., 1935.

J. L. Barber, W.R.Walker, E.N.Nolen,
J.R.Swearengen, W.H.Lowrimore, J.L.Godwin,
E.Ray Johnston, R.B.Scobey, J.D.Floyd,
J.C.Sides, G.E.Denley, W.A.Lacook,
H.H.Boswell, W.V.Moore, G.T.Lyon,
C.VYork A.A.Pittman, J.C.Womack,
J.O.Upchurch, G.F.Brower, W.C.Hodges

State of Mississippi, County of Yalobusha.

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared J. L. Barber, W. R. Walker, G. E. Denley, W. A. Lacook, E. N. Nolen, J. R. Swearengen, H. H. Boswell, W. V. Moore, W. H. Lowrimore, J. L. Godwin, G. T. Lyon, C. V. York, S. A. Pittman, E. Ray Johnston, R. B. Scobey, J. C. Womack, J. O. Upchurch, J. D. Floyd, J. C. Sides, G. F. Brower, W. C. Hodges, who then and there ackhowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 11 day of Sept. 1935.

J. Roy Bennett, Chancery Clerk.
C. V. Beadles, D.C.

(SEAL)

Coffeeville, Mississippi, Sept.11,1935.

We, the undersigned organizing members of Yalobusha County Erosion Control Association (A.A.L.), hereby agree that the organization meeting of said corporation may be held at Coffeeville, Mississippi, at a time fixed by J.C.Sides, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all of such members are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

J. L. Barber, J.R.Swearengen, W.H.Lowrimore,
J.L.Godwin, E.Ray Johnston, R.B.Scobey,
J.C.Sides, G.E.Denley, W.A.Lacook,
H.H.Boswell, W.V.Moore, G.T.Lyon,
C.V.York S.A.Pittman, J.C.Womack,
J.O.Upchurch, G.F.Brower, W.C.Hodges,
W.R.Walker E. N. Nolen.

State of Mississippi,
Office of Secretary of State, Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi do hereby certify that the Articles of Association and Incorporation of Yalobusha County Erosion Control Association (A.A.L.) hereto attched, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 13th day of September, 1935 and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 499, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 13th day of September, 1935.

(GREAT SEAL)

Walker Wood

Walker Wood, Secretay of State.

Recorded: Sept. 13, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation of
TIPPAH COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)

SEC. 1. Be it known that we: Name J.H.Coombs, of Tippah County, Postoffice Ripley, R.4, Mississippi; Name J. Y. Childers, of Tippah County, Postoffice, Ripley, R. #1, Mississippi; Name S. L. Godwin, of Tippah County, Postoffice Blue Mountain, Mississippi; Name J. P. Godwin, of Tippah County, Postoffice Blue Mountain, Mississippi; Name W.R.Miskelly, of Tippah County, Postoffice Blue Mtn, #1, Mississippi; Name A.L. Garrison, of Tippah County, Postoffice Ripley #1, Mississippi; Name W. E. Moffitt, of Tippah County, Postoffice Ripley #1, Mississippi; Name J.E.Ray, of Tippah County, Postoffice Blue Mountain, Mississippi; Name John Fuller, of Tippah County, Postoffice Blue Mountain, Mississippi; Name W. A. Garrison, of Tippah County, Postoffice Ripley, R. Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109, of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation capital stock and without individual liability, as provided and allowed in said statute, with the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be Tippah County Erosion Contral Association (A.A.L.)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Ripley, in the County of Tippah, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land of individual owners, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have herunto set out hands in duplicate, this 12th day of September 1935.

J. H. Coombs, J. Y. Childers,
S. L. Godwin, J. P. Godwin,
W. R. Miskelly, A. L. Garrison,
W. E. Moffitt, J. E. Ray,
John Fuller, W. A. Garrison.

State of Mississippi, County of Tippah.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named J. H. Coombs, A. L. Garrison, J. Y. Childers, W. E. Moffitt, S. L. Godwin, J. E. Ray, J. P. Godwin, John Fuller, W. R. Miskelly, W. A. Garrison who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 12th day of Sept. 1935.
(SEAL)
Callie D. Guyton, Notary Public.

Ripley, Mississippi, Sept. 12, 1935.

We, the undersigned organizing members of Tippah County Erosion Control Association (A.A.L.) hereby agree that the organization meeting of said corporation may be held at Ripley, Mississippi, at a time fixed by Chairman, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at some other time and place when all of such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

J. H. Coombs, J. Y. Childers,
S. F. Godwin, J. P. Godwin,
W. R. Miskelly, A. L. Harrison,
W. E. Moffitt, J. E. Ray,
John Fuller, W. A. Garrison.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Tippah County Erosion Control Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 13th day of September, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 474, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 13th day of September, 1935.

Walker Wood
Walker Wood, Secretary of State

Recorded: September 13th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
Pontotoc County Erosion Control Association (A.A.L.)

SEC. 1. Be it known that we: Name J. H. Windham, of Pontotoc County, Postoffice Ecru, Mississippi; Name H. O. Leavell, of Pontotoc County, Postoffice Ecru, Mississippi; Name S. T. Pitts, of Pontotoc County, Sneed, of Pontotoc County, postoffice Ecru, Mississippi; Name E. E. Kelly, of Pontotoc County, Postoffice Pontotoc Postoffice Pontotoc # 3, Mississippi; Name A. C. Holcomb, of Pontotoc County, Postoffice Ecru, Mississippi; Name J. A. Sewell, of Pontotoc K. Black, of Pontotoc County, Postoffice Ecru, Mississippi; Name V. L. Bigham, of Pontotoc County, postoffice County, Postoffice Thaxton, Mississippi; Name Jas. I. Wilson, of Pontotoc County, Postoffice Pontotoc, Mississippi, Pontotoc, Mississippi; Name undersigned producers of agricultural products in the State of Mississippi, desiring that we, associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following;

SEC. 2. The name of the organization shall be Pontotoc County Erosion Control Association (A.A.L.)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Pontotoc, in the County of Pontotoc, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chapter 109 the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land of individual farmpartnerships, companies or corporations, and doing all other things necessary and incident to above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 10th day of September, 1935.

J. H. Windham,
J. A. Sneed,
E. E. Kelly,
D. K. Black,
V. L. Bigham,
H. O. Leavell,
S. T. Pitts,
A. C. Holcomb,
J. A. Sewell,
Jas. I. Wilson,

State of Mississippi,
County of Pontotoc.

Before me, the undersigned authority competent to take acknowledgments, personally came and signed the above named J. H. Windham, A. C. Holcomb, H. O. Leavell, D. K. Black, J. A. Sneed, J. A. Sewell, S. T. Pitts, V. L. Bigham, E. E. Kelly, Jas. I. Wilson who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 10th day of Sept. 1935.

(SEAL)

Mrs. Ludye Williams, Notary Public.

Pontotoc, Mississippi, Sept. 10, 1935.

Pontotoc County Erosion Control Association (A.A.L.)

We, the undersigned organizing members of Pontotoc County Erosion Control Association (A.A.L.) hereby agree that the organization meeting of said corporation may be held at Pontotoc, Mississippi, at a time fixed by the Secretary, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting, at which meeting organization may be perfected, by-laws adopted and members of the Board of Directors elected.

J. H. Windham,
J. A. Sneed,
E. E. Kelly,
D. K. Black,
V. L. Bigham,
H. O. Leavell,
S. T. Pitts,
A. C. Holcomb,
J. A. Sewell,
Jas. I. Wilson.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Pontotoc County Erosion Control Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 14th day of September, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at Page 475, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 14th day of September, 1935.

(GREAT SEAL)

Walker Wood

Walker Wood, Secretary of State.

Recorded: Sept. 14, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Be it remembered that at a meeting of the organizers of the ON LEONG CHINESE MERCHANTS' ASSOCIATION held in the office of S. V. Anderson, attorney, September 1, 1935, the following persons were present: Sit Chan Wah, Sit Lee Yee, Sit Sing Yee, Ho Ping, Wong [illegible]

The following resolution was unanimously adopted:

"Resolved: That Sit Chan Wah, Sit Sing Yee and Ho Ping are hereby authorized and instructed as incorporaters to apply to the state for a charter of incorporation of the On Leong Chinese Merchants' Association, and that S. V. Anderson, attorney, advise them in preparing application for such charter."

I, C. B. Perrin, a notary public, hereby certify that the foregoing is a correct copy a part of the minutes of the aforesaid meeting, which minutes were kept and noted by me.

Witness my hand and official seal this the 12th day of September, 1935.

(SEAL) C. B. Perrin, Notary Public.

The Charter of Incorporation of ON LEONG CHINESE MERCHANTS' ASSOCIATION

1. The corporate title of said company is ON LEONG CHINESE MERCHANTS' ASSOCIATION.

2. The names of the incorporators are: Sit Chan Wah, postoffice Greenville, Mississippi; Sit Sing Yee, postoffice Greenville, Mississippi; Ho Ping, postoffice Greenville, Mississippi.

3. The domicile is at Greenville, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: None.

5. Number of shares for each class and par value thereof: None.

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

7. The purpose for which it is created: To promote the interest of the Chinese merchants of Greenville and vicinity; to improve the business and social relations among them; to aid in the enforcement of all the laws, both state and national, in the enforcement of all the laws; to own such property, real and personal, as may be incidental to the foregoing powers, and to do all other things necessary thereto.

The management of the affairs of said corporation shall be entrusted to five directors who shall fix the fees for membership.

Said corporation shall divide no dividends nor profits among its members; shall make expulsion the only remedy for non-payment of dues; shall vest in each member the right to one vote in the election of all officials; shall make the loss of membership by death or otherwise the termination of all interest in the corporation's assets. There shall be no individual liability against the members for corporation debts, but the entire corporation property shall be liable for the claims of creditors.

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

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business: None.

Sit Chan Wah,
Sit Sing Yee,
Ho Ping,
Incorporators.

Acknowledgment

State of Mississippi,
County of Washington:

This day personally appeared before me, the undersigned authority in and for said county and state, Sit Chan Wah, Sit Sing Yee and Ho Ping, incorporators of the Corporation known as the On Leong Chinese Merchants' Association who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 1st day of September, 1935. (SEAL)

C. B. Perrin, Notary Public.

Received at the office of the Secretary of State this the 13th day of September, 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss. Sept. 13, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson,

The within and foregoing Charter of Incorporation of On Leong Chinese Merchants' Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 13th day of September, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 16th, 1935.

HOOKER PRINTING HOUSE JACKSON MISS

Amendments to Articles of Incorporation
of
THE BANK OF LENA
Lena, Leake, County, Mississippi

RESOLVED that the charter of this bank as amended be further amended by striking out the amendments adopted at the stockholders' meeting held April 11, 1935, in their entirety, and inserting in lieu thereof the following:

RESOLVED FIRST, That the capital of this Corporation be increased in the sum of $5,000.00 by the issuance of $5,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $17,000.00, of which $5,000.00 is preferred and $12,000.00 is common stock.

RESOLVED SECOND, That under the provisions of Section 9 of Senate Bill No. 227, Laws of 1934, the common capital stock of this Corporation be reduced in the sum of $5,000.00, leaving the total comman capital, after said reduction, $7,000.00.

RESOLVED THIRD, That no distribution of assets shall be made to the shareholders of the Corporation by reason of the reduction of the common capital stock of the Corporation, but a sum equal to the amount of said reduction shall be used to charge off or write down losses, substandard and/or non-acceptable assets and/or shall be transferred to surplus or undivided profits in accordance with the requirements of the Federal Reserve Board and/or the State Comptroller.

RESOLVED FOURTH, That the Articles of Incorporation be amended by inserting a new article designated as Article A-4 and reading as follows:

"Article A-4. The Board of Directors shall consist of such number of shareholders, mot less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the board of directors shall be necessary to constitute a quorum for the transaction of business."

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

"Article 4. (1) Amount, classes and shares of capital stock.---The amount of capital stock of the Corporation shall be $12,000.00 divided into classes and shares as follows: (subject to retirement as hereinafter provided)

(a) $5,000.00 par value of preferred stock divided into 80 shares of the par value of $62.50 each; and

(b) $7,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of Section 4 of this Article 4) divided into 120 shares of the par value of $58-1/3 each.

(2) Assessability of stock.---The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.---The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in Section 5 of this Article 4) accruing after Aug. 12, 1935 (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof amd no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rates required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.---Dividends or other distributions whether in cash, property, stock or otherwise, shall so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in Section 5 of this article 4) accruing after the Recapitalization Date.

If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such special reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of any such stock dividend shall be issuable without any further vote on the part of the holders of stock of any class or any further approval on the part of the State Comptroller.

(5) Determination of net profits.---For the purpose of this Article 4, the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period: (a) All expenses for such period; (b) All interest accrued during such period; (c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers of reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves;

(d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same;

(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the recapitalization date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending _____ 193___ (3) need be made by reason of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made on account of loss incurred prior ro or depreciation in assets exiisting at the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

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(6) Application of net profits.---As long as any shares of preferred stock are outstanding the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) here no payments shall be required pursuant to the provisions of such paragraph prior to August 1, 19 shall apply the net profits of the Corporation for the six months period ending on the next pr December 31 or June 30, as the case may be, to the following purposes and in the following ord of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such Febru 1 orAugust 1, as the case may be.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of article_____) on August 1, 1936, of a sum equal to three-quarters of one per cent of the agg gate par value of the preferred stock at the time outstanding, and on each February 1 and Augu thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent of aggregate par value of the preferred stock at the time outstandingm and on each February 1 and ust 1 thereafter of a sum equal to one-half of one per cent of the aggregate par value of the ferred stock at the time outstanding. In the event that the net profits of the Corporation sha on any such February 1 or August 1 be insufficient to permit the payment into such preferred s retirement fund of the full amount hereinabove provided for, the deficiency shall be fully pai fore any net profits of the Corporation shall be thereafter applied to any of the purposes here after specified in this section 6.

(c) To the payment into the preferred stock retirement fund (referred to in section 8 of article_____) of a sum equal to forty per cent of the remainder, if any, of such net profits Provided, however, That the aggregate amount paid into the preferred stock retirement fund in one year in accordance with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or any such stock shall have been subsequently retired or the aggregate par value thereof reduced any manner whatsoever: Provided further, however, That unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make payment into the preferred stock retirement fund required by this paragraph (c) except from net profits as may have accrued from and after December 31, 1935.

Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such ful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 pf this article_____.

(7) Limitations on retirement of stock.---Except with the approval of the State Comptroller no preferred stock shall be called or purchased for retirement by the Corporation unless the unimpaired capital, surplus and undivided profits of the Corporation, and the retirement fund provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $_____(4) by an amount at least equal to the necessary to effect such retirement. No shares of preferred stock shall be called or purchased retirement unless all accrued dividends (whether or not earned or declared) to the dividend pa date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase.---Subject to the provisions of section 7 this article_____, whenever the balance in the preferred stock retirement fund shall amount to much as $_____(5), the Corporation shall (unless the Board of Directors shall elect to the entire amount of such balance in the preferred stock retirement fund for the retirement of ferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as on the books of the Corporation, a notice specifying the balance in such fund and stating that same is available for the purchase for retirement of preferred stock at the lowest prices (not excess of the par value thereof and accrued dividends thereon, whether or not earned or declared to the date of purchase) offered within twenty days after the date of such notice. At the expira tion of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this article_____, the Corpora tion shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such tirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law? Subject to the provisions of section 7 of this article_____, at any time or from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of pre ferred stock purchased for retirement by the Corporation, whether from the retirement fund or wise, shall be cancelled forthwith and shall not be re-issued.

(9) Retirement of preferred stock by call.---Subject to the provisions of section 7 of this article_____, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part, prorata, or by lot in such equitable mannerx to carry out the purpose of this section as the Board of Directors of the Corporation in its discretion shall from time to time determine, provided always that the capital shall in no event be reduced below the minimum amount of capital required by law) by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement.

At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form, and, if required,

(3) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(4) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior ro the purchasex of the preferred stock.

(5) This figure will be fixed by Reconstruction Finance Corporation.

properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price) all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be cancelled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation. By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by State Comptroller and such other conditions as at the time may be required by law---

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(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article_____ in connection with the retirement of shares of preferred stock;

(b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock;

(c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;

(d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding;

(e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all or substantially all of the assets and business of any banking corporation or trust company;

(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan of reorganization of the Corporation may be carried to effect---

Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article_____ and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11) Preemptive rights.---In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares of RECORD have not been subscribed for, such shares shall be offered for subscription to the holders of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights.---(a) Except as otherwise provided in sections 10 and 13 of this article _____ and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the right to cast the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding, shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(d) At any time while the votes of the preferred stock are increased as provided in paragraph (12) of this section 12 or in subparagraph (2) of section 13 of this article_____, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights.---If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding---

(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article_____) in accordance with the requirements of paragraph (c) of section 6 of this article _____ on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1,1936; or

(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or

(d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation---

then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c), and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller, at any time shall notify the corporation that any director, officer or employee of the Corporation is

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regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office, (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee satisfactory to it) within thierty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation.---In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

xxxxx (a) Officers.---The Board of Directors shall elect one of its members President of the Corporation. The board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice-Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and subject to the provisions of sub-paragraphs (1) and (2) of section 13 of article _____ hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation demand;

(b) Powers of Board of Directors.-----The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and appoint judges of the elections; to make all by-laws that it may be proper for them to make not inconsistent with law and these Articles of Incorporation, for the general regulation of the affairs of the Corporation and the management of its affairs, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

_____. Special meetings of shareholders.----Except as otherwise specifically provided by statute, special meeting of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all sharesholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED SIXTH, That each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name and

RESOLVED SEVENTH, That the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

AT a meeting of the shareholders of The Bank of Lena, Lena, Mississippi, held on August 12, 1935, ten days' notice of the proposed business having been given by registered mail, all the foregoing resolutions were adopted by the following vote,---the affirmative vote representing 59 plus % of the total number of shares of capital stock outstanding:

(Name of Bank) (City) (State)

Total number of shares of capital stock.....One Hundred Twenty.....	(120)
Total number of shares represented at the meeting...Seventy One.....	(71)
Total number of shares voted in favor of the resolution Seventy One.....	(71)
Total number of shares voted against the Resolution....None.....	(0)

I hereby certify that this is a true and correct report (a) of the number of days' notice given by registered mail of the meeting of shareholders of this bank held on the date above mentioned; (b) of the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the shareholders voting therefor and the number of shares voted by each is on file in the bank; (e) that no shares of stock of this bank owned by this bank were voted at said meeting; (f) that no shares of stock held by this bank as sole trustee were voted at said meeting; and (g) that no shares of stock of this bank held by this bank as co-trustee were voted at said meeting by this bank; and (h) that no director, other officer or employee acted as proxy at said meeting.

(SEAL OF BANK)

P. C. Lyle, Vice-Pres.
R. B. Stovall, Cashier.

Subscribed and sworn to before me this 28th day of August, A. D. 1935.

(SEAL)

K. E. Windham, Notary Public.

Department of Bank Supervision,
Jackson, Mississippi.

I, M. D. Brett, State Comptroller of the State of Mississippi, do hereby certify that I have examined the Amendments to the Articles of Incorporation of The Bank of Lena, Lena, Mississippi, wherein it is proposed to increase the capital stock of The Bank of Lena in the sum of $5,000.00 by the issuance of $5,000.00 of preferred stock under the provisions of Section 52 of Chapter 146 of the Mississippi Laws of 1934, making the total capital stock of The Bank of Lena $17,000.00 of which $5,000.00 is preferred stock and $12,000.00 is common stock; and contemporaneously therewith to reduce the common capital of The Bank of Lena in the sum of $5,000.00 under the provisions of Section 9 of Chapter 146 of the Mississippi Laws of 1934

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leaving common capital of $7,000.00 and total capital of $12,000.00 after said reduction, ,000.00 of which is common stock and $5,000.00 is preferred stock, and I do hereby approve he said Amendments to the Articles of Incorporation of The Bank of Lena, Lena, Mississippi.

Given under my hand and official seal this the twelfth day of September 1935.

(SEAL)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 12th day of September, A.D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., September 12, 1935.

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

Greek L. Rice, Attorney General.

By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation The Bank of Lena is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississipoi to be affixed, this thirteenth day of September, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 16th, 1935.

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Amendment to Charter of R. C. Gaddis Company of Laurel, Mississippi, increasing capital stock from $45,000.00 to $70,000,00 and providing for issuance of preferred stock and amending section seven so as to enlarge the character of business to be done by the corporation.

Be it remembered that there was convened in the offices of R. C. Gaddis Company, a corporation, in the city of Laurel, Jones County, Mississippi, beginning at 11 o'clock on the 1st day of October, 1935, a called meeting of the stockholders of the R. C. Gaddis Company, which said meeting was called in due conformity with the by-laws of the corporation and at which meeting each stockholder was present in person. The Chair having determined that all stockholders of the corporation were present in person, it was resolved to proceed with the bsuiness of the meeting. The minutes of the last meeting were read and approved.

It was determined to be to the best interest pf the company to procure an amendment to the charter so as to permit the issuance of six per cent (6%) non cumulative preferred stock in the amount of $25,000.00 and to amend section Seven of the charter so as to enlarge the powers of the corporation.

The following resolution was offered, to-wit:

RESOLUTION

"Whereas, it is necessary that the corporation have additional funds for the operation of its business; now, therefore, be it resolved by the stockholders of the corporation that Section Four of the Charter of R. C. Gaddis Company be amended to read as follows:

'Section Four. Amount of capital stock and particulars as to classes thereof: $70,000.00 represented by seven hundred (700) shares of the par value of $100.00 per share. Four hundred and fifty (450) shares of the stock shall be common stock of the par value of $100.00 per share. Two hundred and fifty (250) shares shall be preferred stock providing for the payment of dividend thereon at the rate of six per cent (6%) per annum, payable quarterly, semi-annually or annually as the stockholders may elect, the said dividend to be non-cumulative and no dividend to be paid on common stock so long as there is unpaid from earnings any accrued dividend on the said preferred. The said preferred stock in the event of liquidation shall be paid in full before any distribution is made to the holders of common stock."

Be it further resolved that Section Seven of the said charter be amended to read as follows, towit: 'Section Seven: The purpose for which it is created: To engage in the mercantile business both wholesale and retail; to own and operate department stores, own real estate necessary for the operation and conduct of such business; to buy and sell real estate other than agricultural land, lease store buildings; deal generally in all articles of merchandise; to buy and sell at wholesale and retail chattels of any kind, nature and description; to issue notes and bills and secure the same; to do any lawful thing necessary or convenient for the operation of the said business or any one of them, and without limitation of its powers hut in aid thereof it may buy and sell and make obligations in reference thereto; to acquire patents and trade marks; purchase or otherwise acquire, hold, sell, transfer and assign shares of capital stock of other corporations bonds, leases, contracts and evidences of indebtedness, including the guaranty of obligations made to which it is a party or in which it is interested, but not including the business of insurance.'

Be it further resolved that the president and secretary of this corporation be, and they are hereby, instructed to take all necessary steps to the end that the charter of the said corporation may be amended."

After discussion and due consideration, the resolution was unanimously adopted.

There being no further business to come before the meeting, the same was adjourned.

R. C. Gaddis, President.
Margaret A. Gaddis, Secretary.

We, R. C. Gaddis and Mrs. Margaret A. Gaddis, President and Secretary, respectively, of R. C. Gaddis Company, do hereby certify that the foregoing is a true and a correct copy of a called meeting of the stockholders of the R. C. Gaddis Company held as therein recited. We do further certify that all of the stockholders of the said corporation were present in person or by proxy at said meeting.

Witness our signatures and the seak of the corporation this the 1 day of October A. D. 1935.

R. C. Gaddis, President.
(SEAL) Margaret A. Gaddis, Secretary.

State of Mississippi,
Jones County, City of Laurel.

This day personally appeared before the undersigned authority, R. C. Gaddis and Mrs. Margaret A. Gaddis, President and Secretary, respectively, of the corporation known as the R. C. Gaddis Company, who acknowledged that they signed and executed the above and foregoing amendment to articles of incorporation as their act and deed on this the 1st day of October A. D. 1935.

(SEAL) Mary L. Lewis, Notary Public.

Received at the office of the Secretary of State, this the 2nd day of October, A. D. 1935, together with the sum of $50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., October 2, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of R.C.Gaddis 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 2nd day of October, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 3, 1935.

This Corporation dissolved and its Charter surrendered by a decree of Chancery Court of Jones County, Mississippi, dated June 30, 1939. Certified copy of said decree filed in this office July 5, 1939. Walker Wood, Secretary of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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Articles of Association and Incorporation of
MARSHALL COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)

SEC. 1.

Be it known that we: Name Thomas Finley, of Marshall County, Postoffice Holly Springs, Mississippi; Name C. C. Moore, of Marshall County, Postoffice Holly Springs, Mississippi; Name J. C. Miller, of Marshall County, Postoffice, Waterford, Mississippi; Name H. R. Cochran, of Marshall County, Postoffice Holly Springs, Mississippi; Name Leonard Phillips, of Marshall County, Postoffice Holly Springs, Mississippi; Name C. D. Collins, of Marshall County, Postoffice Byhalia, Mississippi; Name S. B. Tomlinson, of Marshall County, Postoffice Holly Springs, Mississippi; Name Howard Woods, of Marshall County, Postoffice Byhalia, Mississippi; Name J.C. Shumaker of Marshall County, postoffice Holly Springs, Mississippi; Name J. C. Tucker, of Marshall County, Postoffice Holly Springs, Mississippi the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be Marshall County Erosion Control Association (A.A.L.)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Court House, Holly Springs, in the County of Marshall, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chpater 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land af individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 11th day of September, 1935.

Thomas Finley,
J. C. Miller,
Leonard Phillips,
S. B. Tomlinson,
J. C. Shumaker,
C.C.Moore,
H. R. Cochran,
C. D. Collins,
Howard Woods,
J. C. Tucker.

State of Mississippi,
County of Marshall.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named Thomas Finley, C. D. Collins, C. C. Moore, S. B. Tomlinson, J. C. Miller, Howard Woods, H. R. Cochran, J. C. Shumaker, Leonard Phillips, J. C. Tucker, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 11th day of September, 1935.

C. B. Smith, City Clerk.
My commission expires Jan. 1st, 1937

(SEAL)

Holly Springs, Mississippi, Sept.11,1935

We, the undersigned organizing members of Marshall County Erosion Control Association (A.A.L.), hereby agree that the organization meeting of said corporation may be held at Holly springs, Mississippi, at a time fixed by Chairman, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

Thomas Finley,
J. C. Miller,
Leonard Phillips,
S. B. Tomlinson,
J. C. Shumaker,
C. C. Moore,
H. R. Cochran,
C. D. Collins,
Howard Woods,
J. C. Tucker.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Marshall County Erosion Control Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 17th day of September, 1935, and one copy of thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 483, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 17th day of September, 1935.

(GREAT SEAL)

Walker Wood
Walker Wood, Secretary of State.

Recorded: September 17, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to the Charter of Incorporation
of
THE DIXIE HOE AND TOOL COMPANY.

Amend Section 1, by striking out the words "The Dixie Hoe and Tool Company" and inserting in lieu thereof the words "The Union Fork & Hoe Company of the South", so that said Section 1, shall read as follows:

"The Corporate Title of said company is: The Union Fork & Hoe Company of the South."

THE DIXIE HOE AND TOOL COMPANY
By L. H. Hersee, Secretary.

State of Ohio:
County of Franklin.

Before the undersigned Notary Public in and for the city of Columbus, said county and state, personally came and appeared L. H. Hersee, who, being by me first duly sworn, deposes and says that he is Secretary of The Dixie Hoe and Tool Company, a corporation heretofore chartered by the State of Mississippi, domiciled at 118 North Congress Street, Jackson, County of Hinds, said State, that the foregoing amendment to the charter of incorporation of said corporation was signed by him and said amendment is being sought under authority and by virtue of a resolution passed by the stockholders of said corporation on the 9th day of Sept. 1935, at Columbus, Ohio, at a stockholders meeting called and held in accordance with the by-laws of said corporation, at which the holders of the entire outstanding capital stock of said corporation were present and adopted by the unanimous vote of all the shares of stock of said corporation, and which resolution now appears upon the minutes of the corporation in the following words:

"Resolved that the action of the Board of Directors as aforesaid be and is hereby ratified and that the name of this company be changed from The Dixie Hoe and Tool Company, its present name, to THE UNION FORK & HOE COMPANY OF THE SOUTH, and that the last mentioned name and is hereby adopted as the corporate name of this company and that the charter of incorporation of this company be amended so as to provide as aforesaid."

L. H. Hersee, Secretary.

Sworn to and subscribed before me this 12th day of Sept. 1935.
(SEAL)

Robert A. Roederer,
Notary Public.
Robert A. Roederer, Notary Public,
My commission expires March 23, 1936

Received at the office of the Secretary of State, this the 18th day of September, A. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., September 18, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of The Dixie Hoe and Tool 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 18th day of September, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 19, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation of
BILOXI HOSPITAL STAFF, INC.

1. The corporate title of said corporation is: "Biloxi Hospital Staff, Inc."
2. The names and postoffice addresses of the incorporators are: Doctor D. L. Hollis, Biloxi, Mississippi; Doctor B. Z. Welch, Biloxi, Mississippi; Doctor F. O. Schmidt, Ocean Springs, Mississippi
3. The domicile of said corporation is Biloxi, Harrison County, Mississippi.
4. No shares of stock shall be issued.
5. The period of existence shall be fifty (50) years.
6. The purposes for which the corporation is created are as follows:

To promote a better understanding and relationship between the physician and surgeons practicing at the Biloxi Hospital. To promote the ethics of the profession and to handle the charity cases coming to said hospital, and to do all things incidental to the promotion of said objectives.

To buy, own, lease, or otherwise deal in such property, either real or personal, as may be deemed necessary for the carrying out of said purposes.

Said 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 members by death or otherwise the termination of all interest of such members 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.

In addition thereto the rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930 and amendments thereto.

D. L. Hollis,
B. Z. Welch,
F. O. Schmidt.

State of Mississippi,
County of Harrison.

Personally appeared before the undersigned authority in and for said county and state, Doctor D. L. Hollis, Doctor B. Z. Welch and F. O. Schmidt, who acknowledged that they signed and delivered the foregoing charter of incorporation on the day and year therein mentioned.

(Seal) Given under my hand and seal of office on this 11th day of August, 1935.

L. C. Corban, Notary Public.

Resolution

Whereas, the Biloxi Hospital Staff is continuously called upon to render service to the Biloxi Hospital in taking care of its charity patients, and it is to the best interest of all members of the staff to promulgate rules and regulations to govern the members of the staff in order to more equitably distribute the work and give more efficient service to said charity patients; and

Whereas, said staff has been operating as an association for a number of years past, but could more operate more efficiently if its work was incorporated, as provided by law for the incorporation of charitable associations;

Now, therefore, be it resolved that the Biloxi Hospital Staff, a non-profit association for charitable purposes, petition the State of Mississippi for a charter for the said association, and that Doctor D. L. Hollis, Doctor B. Z. Welch and Doctor F. O. Schmidt, be authorized by this organization to apply for charter under the name and title "Biloxi Hospital Staff, Inc."

* * * * * * * * *

I, F. O. Schmidt, Secretary of Biloxi Hospital Staff, hereby certify that the above is true and correct copy of a resolution introduced and passed at a regular meeting of Biloxi Hospital Staff held in the City of Biloxi, Mississippi, on the 6 day of Sept., 1935, as shown by the minutes of said association.

F. O. Schmidt, Secretary.

Received at the office of the Secretary of State, this the 17th day of September, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., September 17, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Biloxi Hospital Staff, 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 18th day of September, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 18, 1935.

No. 6780 W.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
THE INDEPENDENT MERCHANTS ASSOCIATION OF
MISSISSIPPI

1. The corporate title of said company is: The Independent Merchants Association of Mississippi.

2. The names and postoffice addresses of the incorporators are: Joe A. Moss, W. Capital St., Jackson, Miss.; F. E. Foster, 425 S. State St., Jackson, Miss.; H. L. Moorhead, 515 E. Pearl St., Jackson, Miss.;

3. The domicile of the corporation in this state is: Jackson, Mississippi.

4. The amount of authorized capital stock is: None. This shall be a non-profit civic improvement society existing not for the profit of its members, and it shall divide no dividends or profits among its members. The financial support of the corporation shall be by either dues or contributions from its members, whichever plan shall, in the judgment of its Board of Directors, appear desirable.

5. The period of existence of the corporation shall be: Not to exceed fifty (50) years.

6. The purposes for which the corporation is created are: To solicit and receive as members any and all independent merchants and manufacturers, as the term "independent" is commonly so understood to denote, in the State of Mississippi; to foster and promote by any all lawful means the interests of the independent merchant as a necessary factor in the com life; to impose reasonable conditions upon, and to regulate the mode of admission of, applic for membership; to exclude applicants who do not conform to the above requirements, as denot by the term "independent"; to expel members whose attitude, manner and/or means of conducting their business is found not to conform to the aims and purposes as above expressed; shall make expulsion the only remedy for non-payment of dues; shall vest in each member the right to one vote in the election of all officers; shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets; and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

Joe A. Moss,
F. E. Foster,
H. L. Moorhead, Incorporators.

Acknowledgment.

State of Mississippi,
County of Hinds.) ss.

Before me the undersigned authority in and for the said County and State personally appeared the above named Joe A. Moss, F. E. Foster and H. L. Moorhead, who stated they are the incorporators of the above named The Independent Merchants Association of Mississippi and that they had signed the above charter of incorporation for the purposes therein mentioned and set forth.

Witness my hand this the 30th day of August, 1935.

(SEAL) W. C. Allen, Notary Public.

Received at the office of the Secretary of State this the 16th day of September, A. D. 1935, together with the sum of ten dollars ($10.00) deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

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

Greek L. Rice, Attorney General.
Sept. 16, 1935. By W.W.Pierce, Assistant Attorney General.

Excerpt from the Minutes of Organization Meeting of The Independent Merchants Association of Mississippi, Convention Hall, Edwards Hotel, Jackson, Miss., July 25, 1935, relative to the incorporation thereof;

"The matter of incorporation of the organization was brought up for discussion. It was moved, seconded and carried that this matter be referred to the Board of Directors to incorporate the organization as a non-profit ~~organization~~ Association under the laws of the State of Mississippi after a permanent name for the organization was determined upon."

"It was moved, seconded and carried that the name of the organization be left for action to the Board of Directors."

Signed C. W. Linthicum, Chm'n.
Attest: J. C. Linthicum, Sec'y.

Excerpts from the Minutes of a Called Meeting of the Board of Directors of the Independent Merchants Association of Mississippi held at Room 237 Edwards Hotel, Jackson, Miss. Aug. 7, 1935.

"The permanent name of the organization was next considered, and after small discussion on motion made, seconded and carried unanimously, it was determined the name is to be The Independent Merchants Association of Mississippi."

"The matter of the Incorporation of the Association next came up, and the Chairman appointed Mr. Moss, Mr. Foster and Mr. Moorhead as the incorporating committee to work with Mr. J. C. Linthicum as attorney to do all things necessary and proper to effect the incorporation as a non-profit corporation."

Signed W. G. Watson, Chairman.
Attest: J. C. Linthcum, Sec'y.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of The Independent Merchants Association 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 16th day of September, 1935.

Sennett Conner, Governor.

Recorded: Sept. 18, 1935.

By the Governor
Walker Wood,
Secretary of State

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

ARTICLES OF ASSOCIATION AND INCORPORATION OF LAFAYETTE COUNTY EROSION CONTROL ASSOCIATION (A. A. L)

SEC. 1. BE IT KNOWN THAT WE:

Name Whit Cook of Lafayette, County, Postoffice, Tyro, Mississippi; Name J. R. Kilgore of Lafayette County, Postoffice, Etta, Mississippi; Name E. S. Pickens of Lafayette County, Postoffice, Oxford, Mississippi; Name J. R. Saunders of Lafayette County, Postoffice, Oxford, Mississippi; Name B. W. Jones of Lafayette County, Postoffice, Oxford, Mississippi; Name J. T. Turner of Lafyette County, Postoffice, Oxford, Mississippi; Name A. B. Royal of Lafayette County, Postoffice, Oxford, Mississippi; Name Jas. Stone, Jr., of Lafayette County, Postoffice, Oxford, Mississippi; Name A. W. Downs of Lafayette County, Postoffice, Oxford, Mississippi; Name S. M. Durham of Lafayette County, Postoffice, Oxford, Mississippi

the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be LAFAYETTE COUNTY EROSION CONTROL ASSOCIATION (AAL)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Oxford, in the County of Lafayette, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed by contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 14th day of September, 1935.

Whit Cook
J. R. Kilgore
E. S. Pickens
J. R. Saunders
B. W. Jones
J. T. Turner
A. B. Royal
Jas. Stone, Jr.,
A. W. Downs
S. M. Durham

STATE OF MISSISSIPPI)
COUNTY OF LAFAYETTE)

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

Whit Cook
J. R. Kilgore
E. S. Pickens
J. R. Saunders
B. W. Jones
J. T. Turner
A. B. Royal
Jas. Stone, Jr.,
A. W. Downs
S. M. Durham

who then and there acknoweldged that they signed and delivered the foregoing instrument or writing on the day and year therein mentioned.

Given under my hand and seal this 14 day of Sept. 1935.

(SEAL)

Ruby McCoy, NOTARY PUBLIC.

Oxford, Mississippi,
Sept. 14, 1935.

We, the undersigned organizing members of LAFAYETTE COUNTY EROSION CONTROL ASSOCIATION (AAL), hereby agree that the organization meeting of said corporation may be held at Oxford, Mississippi, at a time fixed by Paul Keller, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

Whit Cook
J. R. Kilgore
E. S. Pickens
J. R. Saunders
B. W. Jones
J. T. Turner
A. B. Royal
Jas. Stone, Jr.,
A. W. Downs
S. M. Durham

STATE OF MISSISSIPPI
OFFICE OF
SECRETARY OF STATE
JACKSON.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of

LAFAYETTE COUNTY EROSION CONTROL ASSOCIATION (AAL)

hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 20th day of September, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at Page 487, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 20th day of September, 1935. (SEAL)

Walker Wood, Secretary of State.

Recorded: September 21, 1935

TUCKER PRINTING HOUSE JACKSON MISS

#6788 W

THE CHARTER OF INCORPORATION
OF
THE BOLIVAR COUNTY FAIR ASSOCIATION.

1. The corporate title of said company is The Bolivar County Fair Association.
2. The names of the incorporators are: C. K. Glassco, Postoffice, Cleveland, Mississippi; H. C. Cockrell, Postoffice, Cleveland, Mississippi; L. N. Feduccia, Postoffice, Cleveland, Mississippi; B. F. Mitchel, Postoffice, Cleveland, Mississippi.
3. The domicile is at Cleveland, Bolivar County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: There shall be no shares of stock. It shall be a non profit sharing organization and shall divide no dividends or profits among its members. But each member of this Association shall have the right to one vote in the election of all officers, and if the membership of any person now or hereafter to become, a member of this association, cease, by death, or otherwise, then all interest of such member in the corporate assets of this association shall immediately terminate and end. Expulsion shall be the only remedy for non-payment of dues. There shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is Twenty years.
7. The purpose for which it is created: To create and foster an interest in and by the citizens of Bolivar County, Mississippi, in the arts and sciences, and in agricultural products and in fruits, vegetables, poultry, swine, live stock, and other farm products and to hold fairs to stimulate interest in and advance the same.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business. No shares are to be subscribed, issued or paid for.

C. K. Glassco
H. C. Cockrell
L. N. Feduccia
B. F. Mitchel
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF BOLIVAR.)

This day personally appeared before me, the undersigned authority C. K. Glassco, H. C. Cockrell, L. N. Feduccia, and B. F. Mitchel, all residents of City of Cleveland, said county and state, incorporators of the corporation known as the BOLIVAR COUNTY FAIR ASSOCIATION who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 20th day of September, 1935.

(SEAL)

Hazel S. Norwood, NOTARY PUBLIC.
My Commission expires January 15, 1938.

ORGANIZATION MEETING

Minutes of a meeting of the organization of a Fair Association for Bolivar County, Mississippi, held at Cleveland, Mississippi, September 20, 1935.

There was present and participating the following named persons who assembled in the Office of the Cleveland Enterprise in the city of Cleveland on the 20th day of September 1935, at 8:30 A.M.

C. K. Glassco, Cleveland, Mississippi
H. C. Cockrell, Cleveland, Mississippi
L. N. Feduccia, Cleveland, Mississippi
Ben F. Mitchel, Cleveland, Mississippi

Upon motion of Ben F. Mitchel, which was duly seconded and carried, C. K. Glassco, was appointed chairman and called the meeting to order.

The Chairman thereupon appointed Ben F. Mitchel to act as Secretary of the meeting.

Thereupon, H. C. Cockrell offered the following resolution:

" Whereas, We are assembled for the purpose of forming an association to create and foster interest in and by the citizens of the County in the arts and sciences and in agricultural products and in fruits, vegatables, poultry, swine, livestock, and other farm products; and,

WHEREAS it is the sense of this meeting that such an organization will be of great benefit to the county by reason of its educational nature and will tend to advance and develop the resources of the county.

NOW THEREFORE, the undersigned associate themselves together for the purpose of advancing agricultural and farming interests of the county, without personal profit to the members, in which association no dues are to be paid by any member, but in which, and in any property of the association, the interests of any member shall cease and determine upon death or resignation."

Upon being moved for adoption, and seconded, the said resolution was unanimously

Upon motion, duly made and seconded "The Bolivar County Fair Association" was adopted as the name and style of the association:

WHEREUPON, the chair announced that it was in order to form a permanent organization of the Bolivar County Fair Association.

C. K. Glassco
C. K. Glassco, Chairman

Ben F. Mitchel
Ben F. Mitchel, Secty.

STATE OF MISSISSIPPI)
COUNTY OF BOLIVAR.)

I, Ben F. Mitchel, the undersigned, do hereby certify that I am the duly elected and acting Secretary of the Bolivar County Fair Association, and as such Secretary have in my possession and keeping the Minutes Book of said Association; That the foregoing resolution is a true and correct copy of a resolution presented at a meeting of said Association held on September 20, 1935, and after due ballot by the members, was adopted and spread upon the minutes of said meeting where the same now appears.

Witness my hand and seal this 20th day of September, 1935.

(SEAL)

Ben F. Mitchel
Secretary Bolivar County Fair Association.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Received at the office of the Secretary of State this the 20th day of September, A.D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
Sept. 21st, 1935.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of THE BOLIVAR COUNTY FAIR ASSOCIATION is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 21st day of September, 1935.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: September 21st, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
Nance Wholesale Grocery Company

1. The corporate title of said company is: Nance Wholesale Grocery Company.
2. The names of the incorporators are: J. W. Nance, Jr., Postoffice, Cleveland, Miss. Mary H. Nance, Postoffice, Cleveland, Miss.; R. J. Eidt, Postoffice, Cleveland, Miss.
3. The domicile is at Cleveland, Bolivar County, Mississippi.
4. The amount of authorized capital is $10,000.00, all common stock.
5. The par and sale price per share is $100.00.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which this corporation is created is to conduct the business of buying and selling wholesale, groceries, packing house products, feed stuffs and general merchandise in bulk; and in addition thereto, to purchase, own and sell real estate.
8. The number of shares of stock necessary to be subscribed and paid before the corporation shall commence business is one hundred (100) shares, or 100% of the authorized capital stock.
9. The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100 of the Mississippi Code 1930 Annotated and amendments thereto.

J. W. Nance, Jr.,
Mary H. Nance,
R. J. Eidt,
Incorporators.

State of Mississippi,
Bolivar County,

This day personally appeared before the undersigned authority in and for the County and State aforesaid, J. W. Nance, Jr., and Mary H. Nance, incorporators of the corporation known as Nance Wholesale Grocery Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this 16th day of September, A. D. 1935. (SEAL)

C. B. Lagrone, Notary Public.

State of Louisiana,
Parish of Orleans.

This day personally appeared before the undersigned authority in and for the Parish and State aforesaid, R. J. Eidt, incorporator of the corporation known as Nance Wholesale Grocery Company, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this 19th day of September, A. D. 1935.
(SEAL)

Alphonse J. Cuneo, Notary Public.

Received at the office of the Secretary of State, this the 23rd day of September, A. D. 1935, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., September 23, 1935.

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

Greek L. Rice, Attorney General,
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Nance Wholesale Grocery 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 23rd day of September, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 23, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Meeting of the Alumni of Pi Chapter
of the Delta Tau Delta Fraternity

Several alumni of Pi Chapter of the Delta Tau Delta Fraternity met in the office of W. H. Kier in the City of Corinth, Mississippi at two o'clock P. M. on the 4th day of September, 1935 for the purpose of discussing the ways and means of providing a Chapter House for Pi Chapter of the Delta Tau Delta Fraternity at the University of Mississippi; and for the furtherepurpose of considering the advisability of incorporating as a fraternal, educational and social corporation so as to better provide the said Pi Charpter of Delta Tau Delta at the University of Mississippi with a Chapter House.

On motion made by Cary Stovall and duly seconded by A. T. Briley, W. H. Kier was elected chairman of the meeting, and on motion of Earl Bryan, duly seconded by Cary Stovall, A. T. Briley was unanimously elected the Secretary of the meeting.

After a brief business discussion, together with the discussion of the ways and means of providing Pi Chapter of the Delta Tau Delta Fraternity at the University of Mississippi with a Chapter House, on motion made by Hugh Hopper and seconded by Earl Bryan, it was unanimously decided to incorporate under the name of Chapter House Association of Pi Chapter of the Delta Tau Delta Fraternity, and W. H. Kier, A. T. Briley and Cary Stovall, all of Corinth, Mississippi, all being present and being members of the alumni of Pi Chapter of the Delta Tau Delta Fraternity were duly authorized to make application for said Charter of Incorporation and to do any and all things necessary, incident and expedient in procuring said Charter and to sign any and all documents in connection with the procurement of said Charter.

No other business coming before the meeting on motion made and duly seconded, the meeting was adjourned.

W. H. Kier, Chairman.
A. T. Briley, Secretary.

State of Mississippi,
Alcorn County.

Personally appeared before me, the undersigned authority within and for the aforesaid State and County, W. H. Kier and A. T. Briley, Chairman and Secretary respectively of the meeting of the alumni of Pi Chapter of the Delta Tau Delta Fraternity, who, having first been duly sworn by me, on oath that the foregoing is a true and correct copy of the minutes of said meeting.

W. H. Kier, Chairman,
A. T. Briley, Secretary.

Sworn to and subscribed before me, this, the 4th day of September, 1935.

(SEAL)

Ivry Butler, Notary Public.
My commission expires Jan. 5, 1939.

The Charter of Incorporation of the
Chapter House Association of Pi Chapter of the Delta Tau Delta Fraternity

1. The corporate title of said corporation is: Chapter House Association of Pi Chapter of the Delta Tau Delta Fraternity.
2. The names of the incorporators are:

Name	Post Office Address
W. H. Kier	Corinth, Miss.
A. T. Briley,	Corinth, Miss.
Cary Stovall	Corinth, Miss.

3. The domicile is at: Oxford, Lafayette County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: This corporation is to issue no shares and is not to engage in business for profit, but shall function as a non-profit fraternal membership association for fraternal, educational and social purposes.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is: Fifty years.
7. The purpose for which it is created:

Section 1. To Hold Real Estate.

To lease as lessee, contract to purchase, purchase, own, improvem construct, erect, sell and let as lessor real estate situated in Lafayette County, Mississippi, only for the purpose, however, of providing a Chapter House for Pi Chapter of Delta Tau Delta at the University of Mississippi, provided so doing shall be incidental to the other objects and purposes of this corporation.

Section 2. To Hold Personal Property.

To purchase, own and sell personal property, provided so doing shall be incidental to the other objects and purposes of the corporation.

Section 3. To Cooperate with Pi Chapter.

To cooperate in every way possible with Pi Chapter of the Delta Tau Delta Fraternity, which is located at the University of Mississippi, to the end that the use of the property of the corporation will best serve the interests of such Chapter; and to aid, through the representation of the alumni of Pi Chapter of the Delta Tau Delta Fraternity among the members of this corporation, in the supervision of the activities of Pi Chapter and the furtherance of its fraternal educational and social welfare.

Section 4. To cooperate with the University of Mississippi.

To cooperate in every way possible with the University of Mississippi, and its Board of Trustees, officers, professors and instructors in the furtherance of the educational and social welfare of the University.

Section 5. Governing Body of the Corporation.

Said corporation shall have the right to elect a Board of Managers, which Board shall have the general management and control of all of the property, business and affoars of the corporation, and which Board shall elect from its members a President, Vice-President and Secretary-Treasurer to serve as officers of the Corporation, and which Board shall have the right to adopt by-laws governing the management of the general operation of the corporation.

Section. 6. To Borrow Money.

To borrow money and to evidence such borrowings by the promissory notes or other evidences of indebtedness of the corporation.

Section 7. To Pledge, Mortgage and Hypothecate Property.

For the purpose of securing any indebtedness of the corporation the officers of the corporation shall have the right to mortgage, pledge, and/or hypothecate the real, and/or personal property of the corporation to secure such indebtedness of the corporation, provided in so doing the corporation will not violate any of the rules, regulations and restrictions imposed upon fraternities at the University of Mississippi by the University of Mississippi authorities, nor will the corporation in so doing violate any lease or other grant made to it of real or personal property by the University of Mississippi.

Section 8. Publication Corporate Charter, Etc.

The said corporation shall not be required to make publication of said charter, shall issue no shares of stock. shall divide no dividends or profits among its members, shall

TUCKER PRINTING HOUSE JACKSON MISS

make expulsion the only remedy for non-payment of dues, shall vest in every member the right to one vote in the election of all officers; shall make the loss of membership, by death, deter mination of all interest of such members in the corporate assets and there shall be no individ ual liabilities against the members, but the entire corporate property shall be liable for the claims of creditors.

Section 9. Additional Powers.

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

Section 10. Limiting Clause.

The foregoing objects and purposes shall not be construed as permitting the corporation, or any of its members, Board of Managers, and officers for and in its behalf, to do anything not authorized by the laws of the State of Mississippi, or of the United States of America; provided that, if any provision of these Articles of Incorporation shall be held to contravene such State or Federal law, the remaining provisions hereof shall be valid notwithstanding.

8. Number of shares of each class to be subscribed and paid for before the corporation begins business.

This corporation shall commence business without subscription to any capital stock, the corporation being a non-share membership association, created for fraternal, educational and social purposes.

W. H. Kier,
A. T. Briley,
Cary Stovall,
Incorporators.

State of Mississippi,
Alcorn County.

This day personally appeared before me, the undersigned authority within and for the aforesaid State and County, W. H. Kier, A. T. Briley and Cary Stvall, incorporators of the corporation known as the Chapter House Association of Pi Chapter of the Delta Tau Delta Fraternity who acknowledged that they signed and executed the above and foregoing Articles of Incorporation as their act and deed on the 4th day of September, 1935.

Given under my hand and official seal of office, this the 4th day of September, 1935.
(SEAL)

Ivry Butler, Notary Public.
My commission expires Jan. 5, 1939.

Received at the office of the Secretary of State, this the 23rd day of September, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., September 23, 1935.

I have examined this charter of incorporation of Chapter House Association of Pi Chapter of the Delta Tau Delta Fraternity, and I am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Chapter House Association of Pi Chapter of the Delta Tau Delta Fraternity is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 23rd day of September, 1935.

Sennett Conner, Goverhor.

By the Goverhor,
Walker Wood,
Secretary of State.

Recorded: September 23, 1935.

No. 6791 W.

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RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE COLUMBIA PUBLISHING COMPANY

1. The corporate title of said company is "The Columbia Publishing Company."
2. The names of the incorporators are W. C. Callender, postoffice, Columbia, Mississippi; and Lester Williams, post office, Tylertown, Mississippi.
3. The domicile is at Columbia, Mississippi.
4. Amount of authorized capital stock and particulars as to class or classes thereof: $5,000.00, all common stock, being fifty shares of the par value of $100.00 per share.
5. The sale price is to be $100.00 per share.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purposes for which it is created: To own and operate a general printing business, to publish a newspaper or newspapers, to buy and sell office supplies and equipment, and to acquire such personal and real property as may be desired for use in connection with such business, and to exercise all other rights and powers that may be exercised by a corporation under the laws of the State of Mississippi, and in addition thereto those rights conferred by Chapter 100 of the Mississippi Code of 1930, and subsequent amendments thereto.
8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: All shares to be subscribed and fully paid for.

W. C. Callender,
Lester Williams.

State of Mississippi,
County of Marion.

This day personally appeared before me the undersigned authority in and for said county and state, W. C. Callender, one of the incorporators of the corporation known as The Columbia Publishing Company, who acknowledged that he signed and executed the above and foregoing Articles of Incorporation as his act and deed on this the 20th day of September, A. D. 1935.

(SEAL)

Lee D. Hall, Notary Public.

State of Mississippi,
County of Walthall.

This day personally appeared before me the undersigned authority in and for said county and state, Lester Williams, one of the incorporators of the corporation known as The Columbia Publishing Company, who acknowledged that he signed and executed the above and foregoing Articles of Incorporation as his act and deed on this the 21st day of September, A.D.1935.

(SEAL)

J. M. Alford, Notary Public.
My commission expires Oct. 15th, 1935.

Received in the office of the Secretary of State, this the 24th day of September, A. D. 1935, together with the sum of Twenty Dollars deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

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

This the 24th day of September, A. D. 1935.

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of The Columbia Publishing Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 24th day of September, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 24th, 1935.

This Corporation dissolved And its Charter surrendered to the State of Mississippi by a decree of Chancery Court of Marion County Mississippi dated August 2, 1941- Certified Copy of said decree filed in this office this August 29, 1941 - Walker Wood Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
Home for the Old, Deserted, Blind and Deformed, for Colored People.

1. The corporate title of said company is Home for The Old, Deserted, Blind and Deformed, for Colored People.

2. The names of the incorporators are: Rev. L. L. Chatman, Postoffice 149 SAVAGE St., Jackson, Miss.; Nettie Brown, Postoffice, 237 Ash St., Jackson, Miss.; L. C. Cross, Postoffice 1244 Wood; Reba Washington, Ash Street; Joe Chatman, Postoffice, 136 Railroad Ave,. Jackson, Miss.; Rose Harris, Postoffice, 152 Ash Street, Jackson, Miss.; Sylvester Dunbar, Postoffice, Savage Street, Jackson, Miss.

3. The domicile is at Jackson, Mississippi.

4. Amount of capital and particulars as to class or classes thereof: None.

5. Number of shares for each class and par value thereof: None.

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

7. The purpose for which it is created: To own, operate, & provide a home for the aged destitute, deformed, blind, & otherwise deserving colored people, who are left destitute, without a home, or means of support, in their old age; to buy, rent, lease, own, sell, trade in and otherwise have real estate and houses necessary for the purpose herein set forth; to furnish them with a home, clothing, demical care, etc., & to carry on the purely charitable business of housing, feeding, clothing and caring for the above mentioned colored people.

To buy, sell and deal in the necessary commodities, property, real personal or both, necessary to the end.

To solicit subscriptions, donations and contrabutions from the public, churches, clubs and otherwise, for the support and maintainence of the home aforesaid; to collect dues and subscriptions from the members of this organization; to provide for the election of officers and managers of this organizations to do all things necessary to carry out the purpose hereof. To provide doctors, nurses, attendants & to do all things necessary to care for the physical needs of the inmates of the home herein provided for.

To be a purely charitable organization, with no capital stock, no profits or dividends, or other means of profit to its members, being organized under the law as such non profit charitable association for the purpose of maintaining a home for the above mention colored people.

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

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

Rev. L. L. Chapman,
Nettie Brown,
L. C. Cross,
Joe Chapman,
Sylvester Dunbar,
Reba Washington,
Ross Harris,
Incorporators.

Acknowledgment

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority Rev. L. L. Chatman, Nettie Brown, L. C. Cross, Joe Chatman, Sylvester Dunbar, Reba Washington, Ross Harris, incorporators of the corporation known as the Home for Old, Deserted, Blind, and Deformed, For Colored People, who acknowledged that they signed and executed the above and foregoing articles of incorporation their act and deed on this the 30th day of August, 1935.
(SEAL)

Beatrice Boyett,
Notary Public.

Received at the office of the Secretary of State, this the 4th day of September, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Sept. 4th, 1935.

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, of of the United States.

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

Resolution.

Whereas, it appears that there are now many destitute, old, deformed and blind colored people through-out this community and state; and

Whereas, a home for these old colored people is very badly need both for the comfort and well being of the suffering themselves, but also for the general benefit of society,

Therefore be it resolved: That the following committee Rev. L. L. Chapman; Nettie Brown; L. C. Cross, Reba Washington, Joe Chatman, Rosa Harris, Sylvester Dunbar be by this assembly duly in session, appointed to secure a charter of incorporation under the title name of Home for the Old, Deserted, Blind and Deformed for Colored People, for the following purposes:

To own, operate and provide a home for the aged, destitute deformed, blind and otherwise deserving colored people, who are left destitute, without a home, or means of support, in their old age; to buy, rent, lease, own, sell, trade and other wise have real estate and houses necessary for the purpose herein set forth; to furnish them with a home, clothing, medical care etc., and carry on the purely charitable business of housing, feeding, clothing and careing for the above mentioned colored people.

To buy, sell and deal in the necessary commodities, property, real or personal or both, necessary to this end.

To solicit subscriptions, donations and contrabutions from the public, churches, clubs and otherwise for the maintainence of the home aforesaid; to collect dues and subscriptions from the members and provide for the election of officers and managers of the same; to do all things necessary to carry out the purpose hereof.

To provide doctors, nurses, attendants, and to do all things necessary to care for the physical needs of the inmates of the home herein provided for.

To be a purely charitable organization, with no capital stock, no profits and no dividends, or other means of profit to its members, being organized under the law as such for the purpose of maintaining a home for the above mentioned colored people.

It is further resolves that when the said charter shall have been granted and the organization hereof shall be ready that suitable by-laws and constitution shall be prepared and adopted, together with such other regulations and forms of procedure necessary to the ends herein sought, as required by the laws of the state of Mississippi.

Rev. L. L. Chatman, Secretary.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Charter of Incorp ration of Home for the Old, Deserted, Blind and Deformed, for Colored People, is hereby approved.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 5th day of September, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 25th, 1935.

Minutes of Post No. 36 Department of American Legion of Mississippi
The American Legion

Compiled by: H. Johnston, Adjutant
Approved by: Phil R. Polk, Commander.

Date: August 5, 1935
Attendance: Officers 4; members 11; Total 15. Convened 8 P.M., adjourned 9.30 P.M.

The Joliff-Cooper Post No. 36 of the American Legion met in their regular session at their regular meeting place at 8' o'clock P. M. on the 5th day of August, 1935, with 4 officers and 11 members present. On motion made by Dr. C. Davis and seconded by R. M. Cole to secure Charter of Incorporation, and the following were selected as incorporators: H. Johnston, R. M. Cole, C. L. Pittman. A motion was made and seconded to have Adjutant to pay Delta Press the sum of $20.00 for advertising The power of attorney to look after the Charter was entrusted to R.M.Cole and C. L. Pittman. A motion was made and seconded and this meeting adjourned to meet in special meeting August 6, 1935.

C. W. Durett, V. Comd.
Post Commander

H. Johnston, Post Adjutant.

We certify that the above and foregoing is a true and correct copy of minutes of meeting held the 5th day of August, 1935. Signed this the 20th day of August, 1935.

H. Johnston, Post Adjutant.

Sworn to and subscribed before me by H. Johnston this the 20th day of August, 1935.

W. S. Bissell, Justice of the Peace,

The Charter of Incorporation of
JOLIFFE-COOPER POST NO. 36 AMERICAN LEGION

1. The corporate title of said company is Joliffe-Cooper Post No. 36 American Legion.
2. The names of the incorporators are: H. Johnston, postoffice Itta Bena; R. M. Cole, postoffice Itta Bena; C. L. Pittman, postoffice, Itta Bena.
3. The domicile is at Itta Bena, Miss.
4. Amount of capital stock and particulars as to class or classes thereof: None.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is Ten Years.
7. The purpose for which it is created: Its purpose is to promote a permanent live-at-home buy at home program through modern agricultural and industrial activities and bring about a better and closer relationship between the city and country people, and to give in connection therewith entertainments, carnivals, shows, and booths, also to do any and alll acts in connection with said purpose. It shall have the power to sue and be sued, to plead and implead and to do any and all acts in accordance with Section 4131 Mississippi code of 1930.

Such corporations shall not be required to make publication of their charters, shall issue shares of stock, shall divide no dividends or profits among their members, shall make expulsion only remedy for the 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 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.

8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.
9. Number of Shares of each class to be subscribed and paid for before the corporation may begin business: None.

H. Johnston,
Richard M. Cole,
C. L. Pittman,
Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
County of Leflore.

This day personally appeared before me, the undersigned authority H. Johnston, R. M. Cole, and C. L. Pittman incorporators of the corporation known as the Joliffe-Cooper Post No. 36 American Legion who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 19th day of August, 1935.

W. S. Bissell, Justice of the Peace.

(Seal)

Received at the office of the Secretary of State, this the 19th day of August, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Sept. 24th, 1935

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

Greek L. Rice, Attorney General.

By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Joliffe-Cooper Post No. 36 American Legion is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 24th day of September, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: September 27th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Called Meeting of the Terpsichoreans

Sept. 3rd, 1935, at the home of E. F. Sadler. There were present and in attendance at said meeting Ed. C. Apperson, President, Thomas Pringle, Vice President, John E. Breaux, Treasurer, Cosman H. Eisendrath, Secretary, and F. C. Goodman, Paul Kettering, Monte Hance, E. A. DeMiller and E. F. Sadler, member.

It was moved by John E. Breaux and seconded by Ed C. Apperson that The Terpsichoreans be incorporated. Motion carried, all voting yea.

It was moved by F. C. Goodman and seconded by E. A. DeMiller that Ed. C. Apperson, John E. Breaux and Cosman H. Eisendrath be authorized by the organization to apply for the charter of incorporation of The Terpsichoreans. Motion carried, all voting yea.

(Signed) Ed C. Apperson, President.
'Signed) Cosman H. Eisendrath
Cosman H? Eisendrath, Secretary.

State of Mississippi,
County of Harrison.

instrument of writing is a true and correct

Personally came and appeared before me, the undersigned authority, Cosman H. Eisendrath, Secretary of The Terpsichoreans, who after being by me duly sworn on oath deposes and says that the above and foregoing extract of the minutes of a called meeting of The Terpsichoreans, at which meeting affiant was present and wrote said minutes.

Cosman H. Eisendrathm

Sworn to and subscribed to before me, this the 6th day of Sept. 1935.
(SEAL) G. B. Cousins, Notary Public.

The Charter of Incorporation of

THE TERPSICHOREANS

1. The corporate title of said company is The Terpsichoreans.
2. The names of the incorporators are: Ed. C. Apperson, Postoffice, Biloxi, Mississippi; John E. Breaux, Postoffice, Biloxi, Mississippi; Cosman H. Eisendrathm Postoffice, Biloxi, Mississippi.
3. The domicile is at Biloxi, Mississippi.
4. Ampunt of capital stock and particulars as to class or classes thereof: None.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: A non-profitable, non-share social and/or fraternal organization created for the purpose of giving dances and/or other social functions for the entertainment of its members and invited guests. Expulsion shall be the only remedy for non-payment of dues, each active member shall have the right to one vote in the election of all officers, and the loss of membership, by death or otherwise, shall terminate all interest of such members in the corporate assets. The organization shall divide no dividends or profits among its members, it being a non-profitable organization. There shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business: NONE.

Ed C. Apperson,
John E. Breaux,
Cosman H. Eisendrath,
Incorporators.

Acknowledgement.

State of Mississippi,
County of Harrison.

This day personally appeared before me, the undersigned authority Ed C. Apperson, John E. Breaux and Cosman Eisendrath, incorporators of the corporation known as the The Terpsichoreans 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 September, 1935.
(SEAL) F. C. Goodman, Notary Public.

Received at the office of the Secretary of State, this the 25th day of September, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., Sept. 25th, 1935

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of The Terpsichoreans is hereby approved. In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 25th day of September, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 27, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation of Claiborne Claiborne-Jefferson County Erosion Control Association (A.A.L.)

SEC. 1. Be it known that we: Name Ed Davis, of Jefferson County, postoffice, Lorman, Mississippi; Name J. H. Dent, of Jefferson County, Postoffice, Lorman, Mississippi; Name C. L. Huff, of Jefferson County, Postoffice, Lorman, Mississippi; Name J. C. Martin, of Jefferson County, Postoffice, Lorman, Mississippi; Name J. Mack Jones, of Claiborne County, Postoffice, Pattison, Mississippi; Name C. R. Drexler, of Claiborne County, Postoffice Port Gibson, Mississippi; Name Thos. R. Trim, of Claiborne County, Postoffice, Hermanville, Mississippi; Name G. L. McBride, of Claiborne County, Postoffice, Port Gibson, Mississippi; Name J. M. Brownless, of Claiborne County, Postoffice, Port Gibson, Mississippi; Name J. L. Rice, of Claiborne County, Postoffice, Lorman, Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring to, we, our associates and successors, shall come under Chapter 109 Of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be Claiborne-Jefferson County Erosion Control Association (A.A.L.)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Port Gibson, in the County of Claiborne, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships; companies or corporations, and xit doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 26th day of September, 1935.

ED Davis, J. H. Dent,
C. L. Huff. J. C. Martin,
J. Mack Jones, C. R. Drexler,
Thos. R. Trim, G. L. McBride,
J. M. Brownlee, J. L. Rice,

State of Mississippi,
County of Claiborne.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named Ed Davis, C. R. Drexler, J. H. Dent, Thos. R. Trim, C. L. Huff, G. L. Mcbride, J. C. Martin, J. M. Brownlexx, J. Mack Jones, J. L. Rice, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 26th day of September, 1935.

(SEAL)

E. S. Allen, Chancery Clerk,
By J. F. Van Hook, D. C.

Port Gibson, Mississippi, 9/26/1935

We, the undersigned organizing members of Claiborne-Jefferson County Erosion Control Association (A.A.L.), hereby agree that the organization meeting of said corporation may be held at Port Gibson, Mississippi, at a time fixed by County Agent, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place abd assenting to the meeting not less than a majority of the members of said corporation who signed xxx the articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting, at which xtxx meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

Ed Davis, J. H. Dent,
C. L. Huff, J. C. Martin,
J. Mack Jones, C. R. Drexler,
Thos. R. Trim, G. L. McBride,
J. M. Brownlee, J. L. Rice.

State of Mississippi,
Office of Secretary of State,
Jefferson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Claiborne-Jefferson County Erosion Control Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office, this the 28th day of September, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-A, at page 497, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 28th day of September, 1935.

GREAT SEAL

Walker Wood
Walker Wood, Secretary of State.

Recorded: September 30, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Charter Amendment
SIKESTON COTTON OIL MILL
Jackson, Mississippi

Pursuant to meeting of the Corporation, held on September 27, 1935, its charter was amended in the following particulars, namely, that is to say, wherever the name "Sikeston Cotton Oil Mill" appears, the corporate name and title shall hereafter be in lieu thereof, not "Sikeston Cotton Oil Mill", but "Sikeston Cotton Oil Mill, Inc."

And this amendment was adopted by all of the stockholders unanimously, and pursuant to said resolution, this amendment of charter is hereby, though the President and Assistant Secretary executed, the Secretary be unable to act.

Executed this the 27th day of September, 1935.

SIKESTON COTTON OIL MILL, INc.
Formerly Sikeston Cotton Oil Mill?
By W. D. Lowe, President.
By J. H. Turbeville, Assistant Secretary.

State of Mississippi,
County of Hinds,
City of Jackson.

Personally appeared before me, the undersigned authority, in and for said jurisdiction, W. D. Lowe and J. H. Turbeville, to me personally known to be the President and Assistant Secretary, repectively, of Sikeston Cotton Oil Mill, Inc., formerly Sikeston Cotton Oil Mill, a corporation, and acknowledged that being thereunto duly authorized, they executed the foregoing instrument on the date thereof as the act and deed of said corporation, and that this is the act and deed of said corporation.

Given under my hand and seal of office, this 27th day of September, 1935.
(SEAL) Reynolds Cheney, Notary Public.

Received at the office of the Secretary of State, this the 27th day of September, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. Walker Wood, Secretary of State.

Jackson, Miss., September 27, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Sikeston Cotton Oil Mill is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 28th day of September, 1935.

Sennett Conner, Governer.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 30th, 1935.

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Petition for Charter of
The Tippah Electric Power Association

To His Excellency, M. S. Conner,
Governor of the State of Mississippi,
and
Honorable Walker Wood,
Secretary of State:

Comes J. M. Stubbsm et al whose names are signed to the Charter of Incorporation of The Tippah Electric Power Association, hereto attached, by their attorney, and make application that said Charter of Incorporation be granted for the purposes therein set out.

Respectfully submitted,

S. N. Ayres,
Attorney for Incorporators.

Minutes of
The Tippah Electric Power Association

Pursuant to notice duly given a mass meeting of more than 50 citizens residing in Tippah and Benton Counties, Mississippi met in the court house at Ripley, Miss., at 7:30 o'clock, P.M., on the 23rd day of Sept. 1935, for the purpose of organizing an association to furnish electric power to its members at cost, with no profit, in a territory composed of Tippah and Benton Counties, Mississippi, and that portion of the State of Tennessee, lying immediately North of the said counties in the State of Mississippi.

Upon motion and second J. M. Stubbswas elected chairman of the meeting, and O. F. Street was elected Secretary.

After discussion, it was moved and seconded that an association be formed for the purpose of procuring, and purchasing Electric Power from the Tennessee Valley Authority, or other power companies, and the making of all contracts necessary thereto, including the buying and selling of both real and personal property, the borrowing of money, making debts, and doing all things necessary to carrying out the purposes of the organization, including the building of power lines, and procuring all necessary electric appliances, easements and rights of way, and the furnishing of electric power to the members of this association at cost, and that said association be incorporated under the laws of the state of Mississippi under the name of the Tippah Electric Power Association, which motion was duly and legally carried, and adopted.

It was then moved and adopted that the Chairman appoint a committee of three as a nominating committee to designate and nominate fifteen persons from among those present to sign the articles of incorporation and secure the charter as above set out. Whereupon the Chairman appointed E. L. Pate, Fred Merritt, and C. C. Gullett as nominating committee aforesaid. The said committee nominated the following as the persons to be selected to sign the articles of incorporation and obtain the charter as above set out, to wit: J. M. Stubbs, O. F. Street, J. D. Peeler, H. G. Waldrop, P. B. Smith, Jr., A. L. Conner, B. B. Little, Fred Crawford, W. R. Pitner, Dr. H. G. Waldrop, P. B. Crumpton, Olin Smith, W. L. Tomlinson, W. B. Gossett, Tom Anderson and J. M. Hatcher, and on motion and second they were unanimously elected, and instructed ti proceed to sign the articles of incorporation or that any three of them might sign as effectively as if all of them had signed and that this association be incorporated under Chapter 100 of the Mississippi Code of 1930 under the name of the Tippah Electric Power Association.

There being no further business the meeting then adjourned.

J. M. Stubbs, Chairman.
Oscar F. Street, Secretary.

State of Mississippi,
Tippah County.

I, the undersigned, O. F. Street, Secretary of the Tippah Electric Power Association, hereby certify that the foregoing page is a true and correct copy of the minutes of said association at a meeting duly held at the Court House in Ripley, Mississippi, at 7:30 o'clock P.M., on the 23rd day of Sept. 1935 at which time by resolution duly entered upon the minutes of said association, said association authorized and instructed the following members of the association towit: J. M. Stubbs, O. F. Street, Olin Smith, W. B. Gossett, B. B. Little, J. M. Hatcher, Tom Anderson, P. B. Smith, Jr., W. R. Pitner, W. L. Tomlison, A. L. Conner, Fred Crawford, John D. Peeler, H. G. Waldrop, and P. B. Crumpton, or any three of them, to apply for a charter for the said Association as provided by Chapter 100 of the Mississippi Code of 1930.

In Witness Whereof, I have hereunto set my hand, this the 26th day of September, 1935.

Oscar F. Street,
Secretary of Tippah Electric Power Association.

Witnesses:
S. N. Ayres,
W. F. McBride.

The Charter of Incorporation
of
THE TIPPAH ELECTRIC POWER ASSOCIATION

1. The corporate title of said company is The Tippah Electric Power Association.

2. The names of the incorporators are: J. M. Stubbs, Postoffice, Ripley, Mississippi; O. F. Street, Post office, Ripley, Mississippi; W. B. Gossett, Post office, Ripley, Mississippi; Olin Smith, Post office, Ripley, Mississippi; J. M. Hatcher, Post office, Ripley, Mississippi; B. B. Little, Postoffice, Ripley, Mississippi; R. B. Smith, Jr., Post office, Ripley, Mississippi; Tom Anderson, Postoffice, Tiplersville, Mississippi; W. L. Tomlinson, Post office, Walnut, Mississippi; W. R. Ptner, Postoffice, Falkner, Mississippi; Fred Crawford, Postoffice, Ashland, Mississippi; A. L. Conner, Postoffice, Ashland, Mississippi; H. G. Waldrop, Postoffice, Dumas, Mississippi; John D. Peeler, Postoffice, Ashland, Mississippi; P. B. Crumpton, Postoffice, Ripley, Mississippi.

3. The domicile of said corporation is Ripley, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: This corporation is to issue no shares and is not to engage in business form profit, but shall function as an agricultural society, or Company or Association.

5. Number of shares of each class and par value thereof: None.

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

7. The purpose and objects of this corporation shall be the following: Section 1. To construct or acquire, by purchase or otherwise, to add to, maintain, conduct, and operate an electric light and power distributing system, or systems, for the purpose of furnishing light and power service to the members of this corporation at cost and without profit.

Section 2: To acquire, erect and maintain, poles, wires and conduits and any and all other equipment and appliances necessary or proper for distributing electricity for the purposes aforesaid.

Section 3. To purchase such electricity from others for the purpose of distributing the same to members of this corporation only, at cost and without ptofit, to its members.

Section 4. To acquire real or personal property, by purchase or otherwise, and to hold, sell, mortgage, or otherwise dispose of the same; to borrow money, and to execute or issue its notes,

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negotiable bonds, or other evidence of indebtedness for the purpose of acquiring funds for corporate uses; to acquire privileges and franchises, and to enter into contracts for that purpose and generally, to do and perform anything that may be necessary, reasonable, convenient or proper for the carrying out of the purposes and objects of this corporation, as hereinbefore stated.

Section 5. To apply for and obtain any and all franchises, and privileges necessary or proper for the carrying out and making effective the purposes of this corporation.

Section 6. To adopt by-laws, and to amend or repeal the same.

Section 7. To promote the construction of electric light and power lines to the various communities of Tippah and Benton Counties, of the State of Mississippi, and to the various communities of the Southern part of Hardeman County, Tennessee, or if convenient and proper, to any communities within the adjoining counties in the state of Mississippi or the State of Tennessee; and to construct and maintain such lines in Tippah and Benton Counties, Mississippi, and Hardeman County, Tennessee, to the various communities thereof, and/or to the various communities in the adjoining counties of Tippah and Benton Counties, in the state of Mississippi, and Hardeman County in the state of Tennessee; and for the purpose of securing and distributing electricity from the Tennessee Valley Authority, or others; and to promote the use of electric power in the various communities of Tippah and Benton County, Mississippi, and Hardeman County, Tennessee, and adjoining counties, and to cooperate with the Tennessee Valley Authority to that end.

The corporation shall divide no dividends or profits among its members; expulsion from membership shall be the only remedy for non-payment of dues; the loss of membership by death or otherwise shall terminate all interest of such members in the corporate assets and there shall be no individual liability against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

8. Number of shares of each class to be subscribed and paid for before the Corporation shall begin business: None.

J. M. Stubbs,	Oscar M. Street,	Olin Smith,
W. B. Gossett,	B. B. Little,	J.M.Hatcher,
Tom Anderson,	R.B.Smith,Jr.,	W.R.Pitner,
W.L.Tomlinson,Jr.	A.L.Conner,	Fred Crawford,
J.D.Peeler,	H.G.Waldrop,	P.B.Crumpton,

State of Mississippi,
Tippah County.

Before me the undersigned authority in and for Tippah,County, Mississippi, personally appeared J.M.Stubbs, O.F.Street, Olin Smith, W. B. Gossett, B.B. Little, J.M.Hatcher, Tom Anderson, R.B.Smith, Jr., W. R. Pitner, W. L. Tomlinson, A. L. Conner, Fred Crawford, John D. Peeler, H.G. Waldrop, and P.B.Crumpton, each of whom are to me known, who each acknowledged that they signed and delivered this trument on this the 25th day of Sept. 1935.

Witness my hand and seal this the 25th day of Sept. 1935.

(SEAL)

J. K. McBride, Notary Public.

My Commission Expires on the 21 day of Jan. A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., September 27, 1935.

I have examined this charter of Incorporation of The Tippah Electric Power Association, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of The Tippah Electric Power Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 28th day of September, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 30, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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THE CHARTER OF INCORPORATION OF NORTH MISSISSIPPI COMMUNITY HOSPITAL CORPORATION.

1. The corporate title of said company is North Mississippi Community Hospital Corporation.
2. The names of the incorporators are: B. A. Rogers, Postoffice Tupelo, Mississippi; R. W. Reed, Postoffice Tupelo, Mississippi; Medford Leake, Postoffice Tupelo, Mississippi; R. F. Reed, Postoffice Tupelo, Mississippi; W. B. Fields, Postoffice Tupelo, Mississippi; V. S. Whitesides, Postoffice Tupelo, Mississippi; F. N. Johnson, Postoffice Tupelo, Mississippi; J. P. Nanney, Postoffice Tupelo, Mississippi J. H. Ledyard, Postoffice Tupelo, Mississippi.
3. The domicile is at Tupelo, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: This corporation is organized for profit and is to have no shares of stock and no capital stock. It is organized for the general welfare and as a benevolent undertaking.
5. Number of shares of each class and par value thereof: As this is a non profit corporation there will be no shares of stock. This corporation is organized for the public good as a benevolent and charitable undertaking and for the general welfare of the public. No dividends will be declared with the members and there shall be no individual liability against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors of the association. The charter members of said corporation are those making this application, but they and such other members as the corporation may have from time to time shall have the right to elect other members and take them into the organization when interested in the purposes thereof, and shall provide suitable by-laws for the regulation of members and the election of officers in said corporation, which said by-laws shall be in accord with the provisions of Chapter 100 of the Code of 1930 of State of Miss. and amendments thereto.
6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: The establishment, support and maintenance, as a benevolent undertaking and for the general welfare, of a privatw hospital; the advancement of nurse education and the training; the furnishing of laboratory, diagnosis and other treatment families; the development of general health standards along educational and preventive line; the affording of charitable and beneficent treatment of ~~the~~ acutely ill INDIGENT persons without regard to race, color or creed; the advance of scientific medical education and the general promotion of charitable and benevolent activities in connection therewith.
8. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are conferred by Chapter 100, Code of Miss. of 1930 and amendments thereto, if any, and in addition thereto the general powers of such corporation shall be:
1. To sue and be sued by the corporate name.
2. To have and use a common seal, which it may alter at pleasure; if no common seal, then the signature of the name of the corporation, by any duly authorized officer, shall be legal and binding.
3. To receive property, real, personal or mixed, by purchase, gift, devise, or bequest, sell the same and apply the proceeds toward the promotion of the objects for which it is created, or hold any such property and apply the income and profits toward such objects.
4. To establish by-laws, and make all rules and regulations not inconsistent with the laws and Constitution, deemed expedient for the management of corporate affairs.
5. To appoint such subordinate officers and agents, in addition to a President and Secretary, or Treasurer, as the business of the Corporation may require.
6. To designate the name of the office, and fix the compensation of the officer.
7. To borrow money to be used in payment of property bought by it, and for erecting buildings, making improvements, and for other purposes germane to the objects of its creation, and secure the repayment of the money thus borrowed by mortgage, pledge, or deed of trust, upon such property, real, personal or mixed, as may be owned by it; and it may, in like manner, secure by mortgage, pledge or deed of trust, any existing indebtedness which it may have lawfully contracted.
9. The following provisions and restrictions are coupled with the foregoing grant of powers:
1. The undersigned incorporators shall, within a convenient time after the registration of this charter, elect from their number a President, Secretary and Treasurer, or the last two officers may be combined into one, and said officers together with the other incorporators, shall constitute the first Board of Directors.
2. The Directors may be increased to a number not more than one hundred, by due and proper by-law provision.
3. Membership in the corporation shall be defined, determined and controlled by appropriate by-law provision.
4. In all elections each member of the corporation shall be entitled to one vote, either in person or by proxy, the result to be determined by a majority of the votes cast. Due notice of any election must be given by advertisement in a newspaper, personal notice to the members, or as otherwise provided by law.
5. The term of officers may be fixed by the by-laws, the said term not, however, to exceed three years. All officers, unless sooner removed, shall hold office until their successors are duly elected and qualified.
6. The general welfare of society, not individual profit, is the object for which this Charter is granted, and the members are not stockholders in the legal sense of the term, and no dividends or profits shall be divided among them.
7. The Board of Directors shall keep a record of all proceedings of the Board, which shall be at all times subject to the inspection of any member. The Corporation may establish branches in any other county in the State.
8. This Charter is subject to modification and amendment as provided by Chapter 100 of Code of 1930 of Miss.
9. The means, assets, income, or other property of the Corporation shall not be employed, directly or indirectly, for any other purpose whatever than to accomplish the legitimate objects of its creation, and by no implication shall it engage in any kind of trading operation, nor hold any more real estate than is necessary for its legitimate purposes.
10. Expulsion shall be the only remedy for the non-payment of dues by the members, and there shall be no individual liability against the Directors, officers or members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.
11. Number of shares of each class to be subscribed and paid for before the Corporation may begin business. There being no shares of stock in this corporation and it being a non-profit organization the Corporation is authorized to begin business upon the approval of this Charter.

F. N. Johnson, J. P. Nanney, J. H. Ledgood, B. A. Rogers, R. W. Reed, Medford Leake, R. F. Reed, W. B. Fields, V. S. Whitesides, Incorporators.

State of Mississippi
County of Lee.

This day personally appeared Before me, theu ndersigned authority, B. A. Rogers, R. W. Reed, Medford Leake, R. F. Reed, W. B. Fields, V. S. Whitesides, F. N. Johnson, and J. P. Nanney and J. H. Ledgood, incorporators of the corporation known as the _____ who acknowledged that they signed and executed the above and foregoing articles of incorporation as their free and deed on this the 14th day of September, 1935.

(SEAL) J. R. Horton, Notary Public.

A meeting of the members of the North Mississippi Community Hospital Corporation Association was

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held at the Bank of Tupelo, on the 14th day of September, 1935, at which meeting more than a majority members of said Association were present.

Upon motion duly made and carried R. W. Reed was elected Chairman of the meeting and J. P. Nanney elected Secretary.

Upon motion duly made and carried the following members to-wit: B. A. Rogers, R. W. Reed, Medford Leake, R. F. Reed, W. B. Fields, V. S. Whitesides, F. N. Johnson, J. P. Nanney and J. H. Ledyard, were authorized and directed to make application for a charter for said Association, to be known as "North Mississippi Community Hospital Corporation". And said parties were authorized to file said application with the Secretary of State and do any and all things necessary to obtain said charter and have it approved as provided by law.

There being no further business, upon motion the meeting adjourned, subject to call.

This the 14th day of September, 1935.

R. W. Reed, Chairman.

J. P. Nanney, Secretary.

State of Mississippi
Lee County.

I, J. P. Nanney, Secretary of meeting of the North Mississippi Community Hospital Corporation Association, do hereby certify that the above is a true and correct copy of minutes of meeting of said Association held at the Bank of Tupelo, in City of Tupelo, Miss., on the 14th day of September, 1935, as same appears on the minutes of said Association.

This the 14th day of September, 1935.

J. P. Nanney, Secretary.

Received at the office of the Secretary of State this the 27th day of September, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and rrferred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Sept. 27th, 1935.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney

State of Mississippi
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of North Mississippi Community Hospital Corp. is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Miss. to be affixed, this 28th day of September, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: September 30, 1935.

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AMENDMENTS TO ARTICLES OF INCORPORATION OF THE BANK OF BLUE MOUNTAIN, OF BLUE MOUNTAIN, TIPPAH COUNTY, MISSISSIPPI.

RESOLVED FIRST, That the capital of this Corporation be increased in the sum of $20,000.00, by issuance of $20,000.00 of prrferred stock under the provision of Section 52 of Senate Bill No. 227, of 1934, making the total capital of the Corporation $40,000.00, of which $20,000.00 is preferred $20,000.00 is common stock.

RESOLVED SECOND, That the Articles of Incorporation be amended by striking out of the fourth and paragraphs of the original Charter or Articles of Incorporation, the following language, to-wit: "The stockholders of said corporation shall at their first meeting after the approval of this ter and annually thereafter, elect a board of directors consisting of not less than seven or more fifteen members, who shall hold office for twelve months, and until their successors are elected qualified. Said board shall have control of the business of the corporation; shall fix and establish r by-laws for governing its business.

"The officers of said corporation shall be a President, Vice-President, a cashier, and such other ers as the board of directors may from time to time establish and elect; the said board of direct- hall fix the compensation, term of office and duties of all officers and employees."

And insert in tye place thereof a paragraph designated as Article 1, reading as follows:

"Artcile 1. The Board of Directors shall consist of such number of shareholders, not less than nor more than thirty, as from time to time shall be determined by a majority of the votes to which shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to titute a quorum for the transaction of business."

RESOLVED THIRD, That the Articles of Incorporation be further amended by striking out of the nd paragraph of the original Charter or Articles of Incorporation the following language, to-wit:

"Its capital stock shall be twenty-five thousand dollars ($25,000.00) divided into two hundred ifty shares of par value of one hundred dollars each, provided however, said corporation shall be rized to begin business when ten thousand dollars of said stock shall have been actually subscribed aid in."

And inserting in the place thereof a paragraph designated as Article 2, reading as follows:

"Article 2. (1) Amount, classes, and shares of capital stock. -- The amount of capital stock of Corporation shall be $40,000.00 divided into classes and shares as follows: (a) $20,000.00 par value eferred stock (subject to retirement as hereinafter provided) divided into 250 shares of the par e of $80.00 each; and (b) $20,000.00 par value of common stock (subject to increase upon retirement eferred stock as provided in the second paragraph of Section 4 of this Article 2) divided into 200 xx es of the par value of $100.00 each.

(2) Assessability of stock. -- The holders of preferred stock shall not be held individually onsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not ble for assessments to restore impairments in the capital of the corporation.

(3) Dividends om preferred stock. -- The holders of preferred stock, in preference to the holders ommon stock, shall be entitled to receive, when and as declared by the Board of Directors, out of profits of the Corporation (determined as provided in section 5 of this Article 2) accruing after x 30th, 1935 (hereinafter referred to as the "Recapitalization Date") cash dividends thereon to and ding January 31st, 1940, at the rate of three and one-half per cent per annum of the par value eof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, o more. Such dividends shall be payable semi-annually on each February 1st and August 1st, and shall e, as to any given share of such stock, from the date of issuance of such share. Such dividends be cumulative, so that if dividends at the full rates required by the section 3 to be paid on the ferred stock shall not have been paid upon or declared and set apart for such preferred stock, the iency shall be fully paid or declared and set apart before any dividend or other distribution, her in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made espect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day by.

(4) Dividends on common stock. -- Dividends or other distributions whether in cash, property, or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered part, paid, or made in respect of the common stock only out of the net profits of the Corporation ermined as provided in section 5 of this Article 2) accruing after the Recapitalization Date. If any retirement of preferred stock would decrease the outstanding capital of the Corporation the minimum amount required by law, the Board of Directors, prior to or simultaneously with such rement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired reserves set up for the retirement of preferred stock to a special reserve fund for the payment of n stock dividends, and shall declare on the common stock, out of such special reserve fund, a dend payable in common stock in an amount equal to the aggregate par value of the preferred stock so ired, and the shares of common stock required for the payment of any such stock dividend shall be ble without any further vote on the part of the holders of stock of any class or any further ap- val on the part of the State Comptroller.

(5) Determination of net profits. -- For the purpose of this Article 2, the net profits or net (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State troller of the Corporation) shall be determined for each six months' period ending on December 31st ne 30th by deducting from the gross earnings from all sources for such period; (a) All expenses such period; (b) All interest accrued during such period; (c) All losses determined during such od, and such charge-offs and write-downs of assets and transfers to reserves (Whether from income, ided profits or surplus) for such period (including all charge-offs, write-downs and transfers to ves requested by the State Comptroller for such period) as may be reasonably necessary to make proper sion for doubtful assets, depreciation, and undetermined losses, but to the extent only that such e, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously d therefor in such period or any prior period, or available unallocated reserves; (d) Provision for axes for such period, including taxes measured by income and taxes based on the ownership of stock the Corporation paid or payable by the Corporation for the account of its shareholders, without ice to such right as the Corporation may have to recover the same; (e) Such transfers for such nt to surplus as may be required by law; provided, however, that transfers to earned surplus as re- ed by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings determining net profits available for the dividend and retirement requirements of the preferred stock; (f) The net loss, if any, determined in accordance with the provisions of this Section 5, accrued n the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, ver, that no deductions from gross earnings for the six months' period ending December 31st, 1935, sed be made by reason of any charge-offs or write-downs of assets or transfers to reserves required he State Comptroller and approved in writing by Reconstruction Finance Corporation made on account oss incurred prior to or depreciation in assets existing at the Recapitalization Date. All recoveries over net book value on assets previously charged off or written down or against reserves have been set up, and all transfers from reserves to surplus or undivided profits (other transfers made to reflect recoveries already treated as gross earnings), shall be considered gross oss for the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits. -- As long as any shares of preferred stock are outstanding, the ation on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, no payments

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shall be required pursuant to the provisions of such paragraph prior to August 1, 1936), shall apply net profits of the Corporation for the six months' period ending on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of Article 2) on August 1, 1936, of a sum equal to three-quarters of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February and August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent of the aggregatenpar value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter of a sum equal to one-half of one per cent of the aggregate par value of the preferred stock at the time outstanding. In the event that the net profits of the Corporation shall ~~not~~ on any such February 1 or August 1 be insufficient to permit the payment into such preferred stock retirement fund of the full amount hereinabove provided for, the deficiency shall be fully paid before any net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter specified in this Section 6.

(c) To the payment into the preferred stock retirement fund (referred to in Section 8 of article 2) of a sum equal to forty per cent of the remainder, if any, of such net profits: Provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year in accordanee with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof rrduced in any manner whatsoever: Provided, further, however, that unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be rrquired to make such payment into the preferred stock retirement fund required by this paragraph (c) except from such net profits as may have accrued from and after December 31, 1935.

Subject to compliance with the provisions of Section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of Section 7 of article 2.

(7) Limitations on retirement of stock. -- Except with the approval of the State Comptroller no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $40,000.00 (4) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase. -- Subject to the provisions of section 7 of this article 2, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000.00 (5) the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends whether or not earned or declared, to the date of purchase) offered within twwnty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this article 2, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid and shall set aside from such retirement fund the sum necessary to effect such retirement, but the capital shall in no event be reduced below the minimum amount of capital required by law. Subject to the provisions of section 7 of this article 2, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call. -- Subject to the provisions of section 7 of this article 2, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part, pro rata or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, (and provided always that the capital shall in no event be reduced below the minimum amount of capital required by law) by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement.

At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, certificate or certificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All sharews so retired shall be cancelled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock; Amendments of Articles of Incorporation, etc. -- the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the State Comptroller and such other conditions as at the time may be required by law --

3. Insert June 30 or December 31 next succeeding the Recapitalization Date.

4. This figure, representing approximately the ~~UNPURGED~~ capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.

5. This figure will be fixed by Reconstruction Finance Corporation.

(a) The capital stock of the Corporation may be increased at any time and from time to time by issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall

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red with respect to any issue of additional shares of common stock as a stock dividend, pursuant the second paragraph of section 4 of this article 2 in connection with the retirement of shares of erred stock;

(b) The capital stock of the Corporation may be decreased at any time and from time to time to any nt not below the amount at the time required by law; provided, however, that no vote of the holders tock of any class shall be required with respect to the retirement of preferred stock;

(c) The name of the Corporation and/or the place where its operations of discount and deposit are carried on may be changed, but this clause shall not be construed to abridge the powers of the of Directors under applicable law with reference to the establishment or change of location or ng of branches;

(d) These Articles of Incorporation may be amended at any time and from time to time in any other ect, but not so as to change the respective voting rights of the preferred stock and common stock ng as any of the preferred stock remains outstanding;

(e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all bstantially all of the assets and business of any banking corporation or trust company;

(f) All or substantially all of the assets and business of the Corporation may be sold or other- disposed of;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan of reorganization of the Corporation may be carried into effect -- Provided, however, if and as long as the voting rights of the preferred stock are increased in accordance with the ions of sections 12 or 13 of this Article 2 and the fair value of the assets of the Corporation ermined by the State Comptroller shall be less than an amount equal to all of its liabilities, ding all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) inclusive of this Section 10 may be taken by the affirmative vote of two-thirds of the votes to the holders of all classes of stock, voting as one class, are at the time entitled, and not other- except that the Corporation may not be put into voluntary liquidation without the approval of the Compttoller.

(11) Preemptive rights. -- In case of any increase in the capital stock of the Corporation of any other than by way of a stock dividend, the new shares shall be offered for subscription to the rs of record of all shares of stock of that class at the time outstanding, in proportion to the r of shares of such stock of that class held by them respectively, by mailing, first-class postage id, to such holders, at their respective addresses as shown on the books of the Corporation, trans- e subscription warrants exercisable at any time on or before thirty days from the date of such ng. If at the expiration of such subscription rights, any of the new shares have not been sub- ed for, such shares shall be offered for subscription to the holders of record of all other shares ock of all other classes at the time outstanding, in proportion to the number of such shares held om respectively, and notice shall be given as above provided. If at the expiration of both of subscription rights any of the new shares have not been subscribed for, such unsubscribed new s may be issued and sold at such price, not less than the par value thereof, to such persons and ch terms as the Board of Directors may determine.

(12) Voting rights. -- (a) Except as otherwise provided in sections 10 and 13 of this article 2 n this section 12, each holder of stock of any class shall be entitled to vote on all matters one for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the right to vote otes allocable to the number of shares owned by him for as many persons as there are directors to ected, or to cumulate such votes and give one candidate as many votes as the number of directors plied by the number of votes allocable to his shares shall equal, or to distribute such votes on me principle among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether t earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend may be payable at any time within three (3) months from the date of issuance of the preferred stock) and until all arrears of dividends upon the preferred stock shall have been paid and the full dend on the outstanding preferred stock for the then current semi-annual dividend period shall have declared and funds set apart for the payment thereof, the holders of preferred stock at the time anding shall be entitled, as a class, to vote on all matters twice the number of the votes to which olders of common stock, as a class, are at the time entitled, and each holder of preferred stock be entitled to a pro rata share of the votes to which his class is entitled.

(d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) this section 12 or in subparagraph (2) of section 13 of this article 2, any one or more of the di- ors, officers, or employees of the Corporation may be removed at any annual or special meeting of holders, for or without cause, and their successors elected, by the affirmative vote of two-thirds the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights. -- If at any time while the Reconstruction Finance Corporation shall not less than twenty-five per cent of the total number of shares of preferred stock at any time anding- (a) The Corporation shall be in arrears in the payment of as many as two semi-annual dend payments (whether or not consecutive and whether or not earned or declared) on the preferred (exclusive of any such dividend which may be payable at any time within three (3) months from date of issuance of the preferred stock; or (b) The amounts paid into the preferred stock retire- fund (referred to in section 8 of this article 2) on and after February 1, 1937, shall not have ted in the aggregate to five per cent of the maximum par value of the preferred stock at any time anding (whether or not any such stock shall have been subsequently retired or the aggregate par e thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall elapsed since January 1, 1936; or (c) The fair value of the assets of the banking corporation etermined by an examination of the banking corporation by the Reconstruction Finance Corporation h may be made by the Reconstruction Finance Corporation once in each calendar year if the Re- truction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be than an amount equal to all of its liabilities, including all capital stock outstanding; or (d) Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its les of Incorporation -- Then after written notice from Reconstruction Finance Corporation of the ance of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) e shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the es of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller, at any shall notify the Corporation that any director, officer or employee of the Corporation is regarded Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or em- yee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced a director, officer, or employee satisfactory to it) within thirty days after receipt by the oration of such notice, then, and until such removal and replacement shall have been effected, the ers of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters e the number of the votes to which the holders of common stock, as a class, are at the time entitled, each holder of prrferred stock shall be entitled to a pro rata share of the votes to which his e is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate its own use for a term longer than one year, without in case the affirmative vote of the holders of a majority of the preferred stock at the time out- ing, or a written waiver of voting rights in respect thereto by the holders of such majority; pro-

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vided, however, that this limitation shall not apply to real estate acquired under the provisions of divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation. -- In the event of any receivership, conservation, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to all unpaid dividends thereon, whether or not earned or declared, up to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this Section 14.

Article 3. (a) Officers. -- The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board who shall perform such duties as may be designated by the Board. The Directors shall havepower to appoint one or more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all the duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and subject to the provisions of sub-paragraphs (1) and (2) of section 13 of article 2 hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand;

(b) Powers of Boardof Directors. -- The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof, to regulate the manner in which election of directors shall be held and to appoint judges of the same, to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

Article 4. -- Special meetings of shareholders. -- Except as otherwise specifically provided by statutes special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Notice of such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED FOURTH, That each shareholder of record may subscribe within five days from and after date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED FIFTH, That the Board of Directors through its proper officers, at the expiration of said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a meeting of the shareholders of The Bank of Blue Mountain, Blue Mountain, Mississippi, held September 11, 1935, 10 days' notice of the proposed business having been given by registered mail, all of the foregoing resolutions were adopted by the following vote, the affirmative vote representing a majority of the total number of shares of capital stock outstanding.

Total number of shares of capital stock - - - - - - - - - - - - - - -	200
Total number of shares represented at the meeting - - - - - - - - - -	165
Total number of shares voted in favor of the resolution - - - - - - -	123
Total number of shares voted against the resolution - - - - - - - - -	20

I hereby certify that this is a true and correct report (a) of the number of days' notice, and by registered mail, of the meeting of shareholders of this bank held on the date above mentioned; (b) of the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the shareholders voting therefor and the number of shares voted by each is on file in the bank; (e) that no shares of stock of this bank owned by this bank were voted at said meeting; (f) that no shares of stock held by this bank as sole trustee were voted at said meeting; and (g) that no shares of stock of this bank held by this bank as co-trustee were voted at said meeting by this bank; and (h) that no director or other officer or employee acted as proxy at said meeting.

David E. Guyton, President.

(S E A L O F B A N K)

Subscribed and sworn to before me this 11th day of Sept., A. D., 1935.

Callie D. Guyton, Notary Public.

(S E A L O F N O T A R Y)

DEPARTMENT OF BANK SUPERVISION
STATE OF MISSISSIPPI, JACKSON.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment of the Charter of Incorporation of The Bank of Blue Mountain, Blue Mountain, Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $20,000.00 by the issuance of $20,000.00 of preferred stock under theprovisions of Section 52 of Chapter 146 of the Laws of the Stateof Mississippi for the year 1934, making the total capital of $40,000.00, of which $20,000.00 is preferred stock and $20,000.00 is common stock, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 30th day of September, 1935.

(S E A L)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 1st day of October, A. D., 1935, together with the sum of $40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., October 1, 1935.

I have examined this Amendment of Charter of Incorporation of The Bank of Blue Mountain, and am of the opinion that it is not violative of the Constitution and Laws of this State, or of the United

Greek L. Rice, Attorney General

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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The Charter of Incorporation of
AMITE COUNTY FAIR ASSOCIATION

The corporate title of said company is Amite County Fair Association.
The names of the incorporators are: Monroe McElveen, Postoffice Liberty, Mississippi; W.L.Barron, office, Summit, Mississippi, Rte #3; Eva Pitts, Postoffice Liberty, Mississippi.
The domicile is at Liberty, Amite County, Mississippi.
Amout of capital stock and particulars as to class or classes thereof: No capital stock and no ses of stock.
Number of Shares for each class and par value thereof: None.
The period of existence (not to exceed fifty years) is fifty years.
The purpose for which it is created:To hold, promote, and conduct County Agricultural Fairs; To e fees for concessions therein; to display agricultural products, agricultural machinery, and iances; and to offer prizes and rewards for exhibits, and to promote agriculture, live stock rais- dairying, and poultry, and to do any and all acts to promote the development of agriculture in county and surrounding territory. To lease, buy, own, hold, and sell real estate for said Fair poses. The purposes of this corporation shall be that of the fair association and ~~and~~ agricultural iety for the common good of those interested in farming and agricultural pursuits in Amite County surrounding territory as provided for by Chapter 100 of the Code of Mississippi Law 1930. Such poration shall not be required to make publication of their charter, shall issue no shares of stock, divide no dividends or profits among their members, shall make expulsion the only remedy for non- ent of dues, shall vest in each member the right to one vote in the election of all officers, shall the loss of membership by death or otherwise, the termination of all interest of such members in corporate assets, and there shall be no individual liabilities against the members for corporate , but the entire corporate property shall be liable for the claims of creditors. The rights and ers that may be exercised by this corporation, in addition to the foregoing, are those conferred by ter 100, Code of Mississippi of 1930.
Number of Shares of each class to be subscribed and paid for before the corporation may begin ness. NONE.

Monroe McElveen,
Eva Pitts,
W. L. Barron.
Incorporators.

Acknowledgment.

e of Mississippi,
y of Amite.
This day personally appeared before me, the undersigned authority Monroe McElveen, W. L. Barron, Pitts, incorporators of the corporation known as the Amite County Fair Association who acknowledged they signed and executed the above and foregoing articles of incorporation as their act and deed this the 8th day of October, 1935.

C. T. GORDON, Notary Public.

special meeting of the Amite County Fair Association was called on September 26th, at 2:00 P.M., the purpose of applying for a charter for the association with fifteen members present, being a um. After the meeting was called to order by the president a motion was made by G.C.harrison to for a charter, seconded by Kathryn Westhrook. The following committee was appointed to apply the charter: Monroe McElveen, W. L. Barron, Eva Pitts. A motion was made by Martine Van Norman, nded by C. E. Young to adjourn.

Signed: T. A. Parker,
T. A. Parker, President.
Eva A. Pitts,
Eva A. Pitts, Secretary.

e of Mississippi,
y of Amite.
I, Mrs. Eva A. Pitts, do hereby certify that the foregoing is a true and a correct copy of the min- of the Amite County Fair Association of Liberty, Amite County, Mississippi, entered on the 20th of September, 1935, authorizing 3 of the members of the said Fair Association to make application the secretary of the state of Mississippi for a Charter of Incorporation of the Amite County Fair ociation. Given under my hand and signature, this the 8th day of October, A. D. 1935.

Eva A. Pitts,
Secretary.

eceived at the office of the Secretary of State, this the 10th day of October, A. D. 1935, to- her with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney Gen- for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Oct. 11th, 1935.

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

Greek L. Rice, Attorney General?
By W.W.Pierce, Assistant Attorney General.

te of Mississippi,
cutive Office,
kson.
The within and foregoing Charter of Incorporation of Amite County Fair Association is hereby ap- ved.
In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mis- ssippi to be affixed, this 11th day of October, 1935.

Sennettx Conner,
Governor.

the Governor,
ker Wood,
retary of State.

corded: Oct. 12, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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E OF MISSISSIPPI
CUTIVE OFFICE
CKSON.

The within and foregoing Amendment to the Charter of Incorporation of The Bank of Blue Mountain hereby 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 October, 1935.

Sennett Conner, Governor.

The Governor,
Walker Wood, Secretary of State.

corded October 2, 1935.

The Charter of Incorporation of AMITE COUNTY FAIR ASSOCIATION

The corporate title of said company is Amite County Fair Association.
The names of the incorporators are: Monroe McElveen, Postoffice Liberty, Mississippi; W.L.Barron, Postoffice, Summit, Mississippi, Rte #3; Eva Pitts, Postoffice Liberty, Mississippi.
The domicile is at Liberty, Amite County, Mississippi.
Amout of capital stock and particulars as to class or classes thereof: No capital stock and no classes of stock.
Number of Shares for each class and par value thereof: None.
The period of existence (not to exceed fifty years) is fifty years.
The purpose for which it is created: To hold, promote, and conduct County Agricultural Fairs; To charge fees for concessions therein; to display agricultural products, agricultural machinery, and balances; and to offer prizes and rewards for exhibits, and to promote agriculture, live stock raising, dairying, and poultry, and to do any and all acts to promote the development of agriculture in the county and surrounding territory. To lease, buy, own, hold, and sell real estate for said Fair purposes. The purposes of this corporation shall be that of the fair association and ~~and~~ agricultural society for the common good of those interested in farming and agricultural pursuits in Amite County and surrounding territory as provided for by Chapter 100 of the Code of Mississippi Law 1930. Such corporation shall not be required to make publication of their charter, shall issue no shares of stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall end the loss of membership by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.
Number of Shares of each class to be subscribed and paid for before the corporation may begin business. NONE.

Monroe McElveen,
Eva Pitts,
W. L. Barron.
Incorporators.

Acknowledgment.

te of Mississippi,
nty of Amite.

This day personally appeared before me, the undersigned authority Monroe McElveen, W. L. Barron, Pitts, incorporators of the corporation known as the Amite County Fair Association who acknowledged they signed and executed the above and foregoing articles of incorporation as their act and deed this the 8th day of October, 1935.

C. T. GORDON, Notary Public.

A special meeting of the Amite County Fair Association was called on September 26th, at 2:00 P.M., the purpose of applying for a charter for the association with fifteen members present, being a rum. After the meeting was called to order by the president a motion was made by G.C.harrison to y for a charter, seconded by Kathryn Westhrook. The following committee was appointed to apply the charter: Monroe McElveen, W. L. Barron, Eva Pitts. A motion was made by Martine Van Norman, nded by C. E. Young to adjourn.

Signed: T. A. Parker,
T. A. Parker, President.
Eva A. Pitts,
Eva A. Pitts, Secretary.

te of Mississippi,
nty of Amite.

I, Mrs. Eva A. Pitts, do hereby certify that the foregoing is a true and a correct copy of the min- of the Amite County Fair Association of Liberty, Amite County, Mississippi, entered on the 20th of September, 1935, authorizing 3 of the members of the said Fair Association to make application the secretary of the state of Mississippi for a Charter of Incorporation of the Amite County Fair sociation. Given under my hand and signature, this the 8th day of October, A. D. 1935.

Eva A. Pitts,
Secretary.

Received at the office of the Secretary of State, this the 10th day of October, A. D. 1935, to- her with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney Gen- for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Oct. 11th, 1935.

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

Greek L. Rice, Attorney General?
By W.W.Pierce, Assistant Attorney General.

te of Mississippi,
cutive Office,
kson.

The within and foregoing Charter of Incorporation of Amite County Fair Association is hereby ap- roved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mis- ssippi to be affixed, this 11th day of October, 1935.

Sennettx Conner,
Governor.

the Governor,
ker Wood,
cretary of State.

corded: Oct. 12, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

E OF MISSISSIPPI
UTIVE OFFICE
KSON.

The within and foregoing Amendment to the Charter of Incorporation of The Bank of Blue Mountain hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of issippi to be affixed, this 1st day of October, 1935.

Sennett Conner, Governor.

the Governor,
Walker Wood, Secretary of State.

orded October 2, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
VAN DYKE KNITTING COMPANY, INC.

1. The corporate title of said company is VAN DYKE KNITTING COMPANY, INC.

2. The names of the incorporators are: Douglass Van Dyke, Postoffice address - 1308 N. Prospect Ave., Milwaukee, Wisconsin, Business address * 324 E. Wisconsin Ave., Milwaukee, Wisconsin; William D. Van Dyke, Jr., Postoffice address - Fox Point, Milwaukee County, Wisconsin, Business address - 324 E. Wisconsin Ave., Milwaukee, Wisconsin; Thomas R. Bossort, Postoffice address - 2614 E. Menlo Blvd., Milwaukee, Wisconsin, Business Address, 2102 W. Pierce Street, Milwaukee, Wisconsin.

3. The domicile is at McComb City, Pike County, Mississippi.

4. Amount of capital stock and particulars as to class: The total capital stock shall consist of Five Hundred (500) shares of the par value of One Hundred Dollars ($100.00) per share, amounting in the aggregate to Fifty Thousand Dollars ($50,000.00), and shall all be of one class.

5. Number of shares for each class and par value thereof: Five Hundred (500), all of one class and of the par value of One Hundred Dollars ($100.00) each.

6. The number of shares to be subscribed and paid for before the corporation may begin business is twenty-five (25) shares.

7. The period of existence is fifty (50) years.

8. The purpose for which it is created is:-

To manufacture in whole or in part, and buy, sell and generally deal in knitted and wo[ven] or partly knitted and partly woven goods, fabrics and textiles of every kind, nature and description, of wool, cotton, silk, rayon or other material; and to manufacture in whole or in part, buy, sell and generally deal in boxes and containers of every nature and description of wood, paper or any other material; and to manufacture, in whole or in part, buy, sell and generally deal in such other articles as can be manufactured and sold economically in connection with carrying on the primary business purposes aforesaid, and to manufacture, buy, sell and generally deal in the wool, cotton, silk, rayon, yarns, threads, paper and wood, or other materials so far as may be convenient and necessary in carrying out such primary business and purposes.

9. The rights and powers that may be exercised by this corporation are those covered by Chapter 100 Revised Code of 1930, as amended, and in furtherance and not in limitation of the powers conferred by statute, this corporation shall have the following rights and powers:-

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.

So far as may be permitted by law, to purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidence 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, exercise all the rights, powers and privileges of ownership, including the right to vote thereon, provided that this company shall not directly or indirectly purchase or in any manner acquire the capital stock or any part thereof of any competing corporation, doing business in Mississippi, nor directly or indirectly purchase or in any manner acquire the franchise, plant ot equipment of any other corporation doing business in Mississippi, if such other corporation be engaged in the same kind of business and be a competitor therein.

So far as may be permitted by law, to permit its stock to be subscribed for, owned and held by any other corporation or corporations organized under the laws of this state, or any other State of the United States, and permit such owner thereof to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

To have one or more offices, to carry on all or any of its operations and business, to borrow money and to purchase, lease, or otherwise acquire, by gift, devise or otherwise, hold, own, lease, pledge, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description, and any interest therein 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.

10. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To make and alter the by-laws of this corporation.

To authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.

To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose or to abolish any such reserve in the manner in which it was created.

Both stockholders and directors may hold their meetings at any place, within or without the State of Mississippi.

This corporation may in its by-laws confer powers upon its directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by statute.

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.

Douglass Van Dyke,
William D. Van Dyke, Jr.,
Thomas R. Bossort.

ACKNOWLEDGMENT

State of Wisconsin,)
County of Milwaukee(SS.

This day personally appeared before me, the undersigned authority, Douglass Van Dyke, William D. Van Dyke, Jr., and Thomas R. Bossort, incorporators of the corporation known as the Van Dyke Knitting Company, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed, on this 4" day of October, 1935.

(SEAL OF NOTARY)

Wm. C. Ahlhauser,
Notary Public.
Milwaukee Co. Wis.
My commission expires Sept.27,19[illegible]

State of Wisconsin, County of Milwaukee)
Office of the Clerk of the Circuit Court(ss.

No. 51715

I, the undersigned, Clerk of the Circuit Court of the County of Milwaukee, in the State of Wisconsin, (said Court being a Court of Record and having common law jurisdiction, a clerk and seal), do hereby certify that Wm. C. Ahlhauser, Esquire, whose name appears subscribed to the annexed instrument, was at the date thereof a Notary Public within and for said State, residing in said County, duly appointed and qualified, and empowered by the laws of said State to administer oaths, take depositions and acknowledgments of deeds, and perform such other duties as by the law of nations, or according to commercial usage, may be performed by Notaries Public, and that full faith and credit, is and ought to be given in Court and

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

I further certify that I am well acquainted with the signature and handwriting of the aforesaid ...ary Public, and that I verily believe said signature, purposting to be his, is genuine, and that ...seal hereto attached is a correct impression of his official seal.
In witness whereof, I have hereunto set my hand affixed the seal of said Court at Milwaukee, in ...d County, this 5th day of October, 1935.
...AL).
Jas. L. McCormack,
Clerk of Circuit Court.

Received at the office of the Secretary of State, this 9th day of October, A. D. 1935, together ...with the sum of $110.00, deposited to cover the recording fee, and referred to the Attorney General ...his opinion.
Walker Wood, Secretary of State.

Jackson, Miss., Oct. 9th, 1935.
I have examined this charter of incorporation and am of the opinion that it is not violative of ...Constitution and laws of this State, or of the United States.
Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

...te of Mississippi,
...cutive Office,
...son.
The within and foregoing Charter of Incorporation of Van Dyke Knitting Company, Inc., is hereby ...oved. In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State ...Mississippi to be affixed, this 9th day of October, 1935.
Sennett Conner, Governor,

...he Governor,
...er Wood, Secretary of State.

...corded: October 12, 1935.

Minutes of a Special Meeting of the Stockholders of A. H. FREEMAN WHOLESALE HARDWARE, INC., Providing for Amendment of Charter Increasing the Capital Stock of the Corporation from $20,000.00 to $50,000.00.

Be it remembered that there was convened in the offices of the A. H. Freeman Wholesale ...ware, Inc., at Laurel, Mississippi, beginning at 2 o'clock P. M. on this the 1st day of October, ...D. 1935, a special meeting of the stockholders of the corporation, which said meeting was called ...suant to and in conformity with the by-laws of the company.
A. H. Freeman as president presided and found all stockholders to be present in person. ...er discussion and consideration, it was determined to increase the capital stock of the corpora- ...from $20,000.00 to $50,000.00. The following resolution was offered and after consideration ...on motion duly adopted, the said resolution being as follows, to-wit:

"RESOLUTION

Be it resolved by the stockholders of the A. H. Freeman Wholesale Hardware, Inc., in stock- ...ders' meeting duly assembled in which all stockholders are present in person, that it is to the ...interest of the corporation to have the capital stock increased from $20,000.00 to $50,000.00, ...be represented by five hundred (500) shares of common stock of the par value of $100.00 each; now, ...therefore, be it resolved by the said stockholders that the officers of the corporation be, and they ...hereby, instructed to make proper application to have Sections Four and Five of the charter ...added to read as follows:
'4. Amount of capital stock and particulars as to class or classes thereof: $50,000.00, ...represented by 500 shares of common stock of the par value of $500.00 each.
5. Number of Shares for each class and par value thereof; 500 shares of common stock of ...par value of $100.00 each.'
Be it further resolved that the officers of the corporation are authorized to do all ...things necessary to procure the said amendment to the said charter and that on the said amendment be- ...ing made, additional stock may be sold at par or better, giving present stockholders the opportunity ...first to subscribe therefor."
There being no further business to come before the meeting, the same was adjourned.
A. H. Freeman, President.
G. C. Myrick, Secretary.

We, A. H. Freeman and Grady Myrick, President and Secretary, respectively, of the A. H. ...Freeman Wholesale Hardware, Inc., do hereby certify that the foregoing is a true and a correct copy ...of a resolution duly adopted by the stockholders of the said A. H. Freeman Wholesale Hardware, Inc., ...at a stockholders' meeting at which all stockholders were present held in the offices of the corpora- ...tion at Laurel, Mississippi, on the 1st day of October, A. D. 1935.
Witness our signatures this the 1st day of October, A. D. 1935.
A. H. Freeman, President.
G. C. Myrick, Secretary.

...State of Mississippi,
...unty of Jones, City of Laurel.
This day personally appeared before me, the undersigned authority, A. H. Freeman and ...Grady Myrick, president and secretary, respectively of the corporation known as the A. H. Freeman ...Wholesale Hardware, Inc., who acknowledged that they signed and executed the above and foregoing ...Amendment to articles of incorporation as their act and deed on this the 1st day of October, A. D. ...1935.
H. H. Mitchell, Notary Public.
(SEAL)
Received at the office of the Secretary of State, this 19th day of October, A. D. 1935, ...together with the sum of $60.00 deposited to cover the recording fee, and referredto the Attorney ...General for his opinion.
Walker Wood, Secretary of State.

...kson, Miss., Oct. 21st, 1935.
I have examined this amendment of charter of incorporation of A. H. Freeman Wholesale ...Hardware, Inc., and am of the opinion that it is not violative of the Constitution and laws of this ...State, or of the United States.
Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

...te of Mississippi,
...cutive Office, Jackson.
The within and foregoing Amendment to the Charter of Incorporation of A. H. Freeman ...Wholesale Hardware, Inc., is hereby approved.
In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State ...Mississippi to be affixed, this 21st day of October, 1935.
Sennett Conner, Governor.

...the Governor,
...er Wood,
...retary of State.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of Chancery court of Newton County, Mississippi, dated July December 26, 1940. Certified copy of said decree filed in this office, this July 10, 1941. Walker Wood, Secy. of State.

...corded: October 22, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

I further certify that I am well acquainted with the signature and handwriting of the aforesaid ...ary Public, and that I verily believe said signature, purposting to be his, is genuine, and that ...seal hereto attached is a correct impression of his official seal.
In witness whereof, I have hereunto set my hand affixed the seal of said Court at Milwaukee, in ...d County, this 5th day of October, 1935.
...(SL).
Jas. L. McCormack,
Clerk of Circuit Court.

Received at the office of the Secretary of State, this 9th day of October, A. D. 1935, together ...the sum of $110.00, deposited to cover the recording fee, and referred to the Attorney General ...his opinion.
Walker Wood, Secretary of State.

Jackson, Miss., Oct. 9th, 1935.

I have examined this charter of incorporation and am of the opinion that it is not violative of ...Constitution and laws of this State, or of the United States.
Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

...te of Mississippi,
...cutive Office,
...son.

The within and foregoing Charter of Incorporation of Van Dyke Knitting Company, Inc., is hereby ...oved. In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State ...Mississippi to be affixed, this 9th day of October, 1935.
Sennett Conner, Governor,

...the Governor,
...er Wood, Secretary of State.

...orded: October 12, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE HUMPHREYS COUNTY FAIR ASSOCIATION

1. The corporate title of said company is The Humphreys County Fair Association.

2. The names of the incorporators are: S. J. Speed, Postoffice, Belzoni, Mississippi; C. Sevier, Postoffice, Belzoni, Mississippi; G. M. Selden, Postoffice, Belzoni, Mississippi; C. Turner, Postoffice, Belzoni, Mississippi.

3. The domicile is at Belzoni, Humphreys County, Mississippi.

4. The amount of capital stock and particulars as to class or classes thereof: There shall be no shares of stock, it shall be a non profit sharing organization and shall divide no dividends or profits among its members. But each member of this Association shall have the right to one vote in the election of all officers, and if the membership of any person now or hereafter to become a member of this association, cease, by death, or otherwise, then all interest of such member in the corporate assets of this association shall immediately terminate and end. Expulsion shall be the only remedy for non-payment of dues. There shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

5. Number of shares for each class and par value thereof: None.

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

7. The purpose for which it is created: To create and foster an interest in and by the citizens of Humphreys County, Mississippi, in the arts and sciences, and in agricultural products and in fruits, vegetables, poultry, swine, live stock, and other farm products and to hold fairs to stimulate interest in and advance the same.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business. No shares are to be subscribed, issued or paid for.

S. J. Speed
S. J. Speed.
C. Sevier
C. Sevier.
G. M. Selden
G. M. Selden
C. Turner
C. Turner,
Incorporators.

ACKNOWLEDGMENT

State of Mississippi, Humphreys County.

This day personally appeared before me, the undersigned authority S. J. Speed, C. Sevier, G. M. Selden and C. Turner, all residents of the City of Belzoni, said county and state, incorporators of the corporation known as the HUMPHREYS COUNTY FAIR ASSOCIATION who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 14th day of October, 1935.

(SEAL)

Mrs. L. I. Watkins, Notary Public.
My commission expires June 15, 1936.

ORGANIZATION MEETING

Minutes of a meeting of the organization of a Fair Association of Humphreys County, Mississippi held at Belzoni, Mississippi, October 14th, 1935.

There was present and participating the following named persons who assembled in the Court House of Humphreys County, Mississippi in the City of Belzoni on the 14th day of October 1935, at 8:30 P. M.: S. J. Speed, Belzoni, Mississippi; C. Sevier, Belzoni, Mississippi; G. M. Selden, Belzoni, Mississippi; C. Turner, Belzoni, Mississippi.

Upon motion of C. Sevier, which was duly seconded and carried, S. J. Speed was appointed chairman and called the meeting to order.

The Chairman thereupon called G. M. Selden to act as Secretary of the meeting.

Thereupon C. Turner offered the following resolution:

"Whereas, we are assembled for the purpose of forming an Association to create and foster interest in and by the citizens of the county in the arts and sciences and in agricultural products, and in fruits, vegetables, swine, livestock, and other farm products; and,

Whereas, it is the sense of this meeting that such an organization will be of great benefit to the county by reason of its educational nature and will tend to advance and develop the resources of the county,

NOW, THEREFORE, the undersigned associate themselves together for the purpose of advancing agricultural and farming interest of the county, without personal profit to the members, in which association no dues are to be paid by any member, but in which, and in any property of the association, the interests of any member shall cease and determine upon death or resignation."

Upon being moved for adoption and seconded, the said resolution was unanimously adopted.

Upon motion duly made and seconded "The Humphreys County Fair Association" was adopted as the name and style of the association: Whereupon the chair announced that it was in order to form a permanent organization of the Humphreys County Fair Association.

S. J. Speed
S. J. Speed, Chairman.

G. M. Selden
G.M.Selden, Secretary.

State of Mississippi, County of Humphreys.

I, G.M.Selden, the undersigned, do hereby certify that I am the duly elected and acting Secretary of the Humphreys County Fair Association, and as such Secretary have in my possession and keeping the Minute Book of said Association; That the foregoing resolution is a true and correct copy of a resolution presented at a meeting of said Association held on October 14, 1935, and after due ballot by the members, was adopted and spread upon the minutes of said meeting where the same now appears. Witness my signature this the 21st day of October, 1935.

G. M. Selden
G.M.Selden, Secretary of the Humphreys County Fair Association.

Received at the office of the Secretary of State this the 22nd day of October, 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Jackson, Miss., 22nd October, 1935.

Walker Wood, Secretary of State.

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

Greek L. Rice,
Greek L. Rice, Attorney General
By W. W. Pierce.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of The Humphreys County Fair Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 22nd day of October, 1935.

Sennett Conner, Governor.

By the Governor: Walker Wood, Secretary of State.
Recorded: October 23, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Recorded by State Tax Commission as authorized by Section 15, Chapter 121, Laws of Mississippi 1934
5/14/44

Charter of Incorporation of

BALTAR-WHITE-SADLER COMPANY

1. The corporate title of said company is Baltar-White-Sadler Company.
2. The names and post office addresses of the incorporators are: Jacinto B. Baltar, Biloxi, Mississippi; Walter E. White, Biloxi, Mississippi; E. W. Sadler, Biloxi, Mississippi;
3. The domicile of the corporation is Biloxi, Mississippi.
4. The amount of the authorized capital stock is twenty (20) shares common stock of the par value of $50.00 per share.
5. The period of existence is fifty years.
6. The purpose for which the corporation is created are to buy and sell real estate, to rent and lease real estate, to purchase real estate in the name of the corporation, to buy and sell stocks and bonds, and to do any and all things necessary and incidental to the buying and selling and leasing of real estate. The rights and powers that may be exercised by said corporation, in addition to the above, are those conferred by the provisions of Chapter 100 of the Code of 1930 of Mississippi.
7. The number of shares of stock subscribed and paid for before the corporation shall commence business is fifty shares.

Jacinto B. Baltar,
Walter E. White,
E. W. Sadler,
Incorporators.

State of Mississippi,
County of Harrison.

Personally appeared before me the undersigned authority in and for said county and state, Jacinto B. Baltar, Walter E. White, and E. W. Sadler, who each acknowledged that they signed and delivered the foregoing instrument on this, the 27th day of September, 1935.

Given under my hand and seal of office, this 27th day of September, 1935.

F. C. Goodman,
Notary Public.

(SEAL)

My commission Expires Mar. 16, 1937

Received at the office of the Secretary of State, this the 2nd day of October, A. D. 1935, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., October 2, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Baltar-White-Sadler 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 3rd day of October, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 7th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Meeting of the Stockholders of the
HOUSTON LUMBER COMPANY, INCORPORATED,
October 1st, 1935.

A special meeting of the stockholders of the Houston Lumber Company, a corporation organized under the laws of the state of Mississippi, was convened and held on October 1st, 1935, in accordance with the by-laws of the said corporation at its principal office at Amory, Mississippi, and at which meeting were present in person or by proxy all the owners of the stock of the said corporation, to-wit: Kuther Wallin, owning thirty (30) shares, President; Luther Wallin, Jr., owning one (1) share, vice-president; G. W. Reid, owning twenty-nine (29) shares, Secretary-Treasurer.

All of the said stockholders being present in person or by proxy and waiving the two days notice in writing and all consenting for the holding of this stockholders meeting.

The stockholders discussed the amendment of the Charter of Incorporation, and the following resolution was presented in writing and unanimously adopted by the stockholders:

\- - - - o - - -

WHEREAS, it has been deemed advisable and to the best interest of the stockholders that its charter of incorporation be amended as follows:

Paragraph #1 which reads as follows:

"The corporate title of said company is Houston Lumber Company"

be amended so as to read as follows:

"The corporate title of said company is Wallin Lumber Company."

Paragraph #3 which reads as follows:

"The domicile is at Houston, Mississippi"

be amended so as to read as follows:

"The domicile is at Columbus, Mississippi."

Paragraph #4 which read as follows:

"Amount of capital stock and particulars as to class or classes thereof: Sixty Thousand Dollars ($60,000.00) to be divided into sixty shares of common stock, with a par value of One Thousand Dollars ($1000.00) per share. All common stock."

be amended so as to read as follows:

"Sixty Thousand Dollars ($60,000.00) to be divided into six hundred shares of common stock, with a par value of One Hundred Dollars ($100.00) per share. All common stock."

Paragraph #5 which reads as follows:

"Number of shares for each class and par value thereof: Sixty shares for each class and par value of One Thousand Dollars ($1000.00) each. No preferred stock."

be amended so as to read as follows:

"Number of shares for each class and par value thereof: Six hundred shares of common stock of the par value of One Hundred Dollars ($100.00) each. No preferred stock."

Paragraph #7 which reads as follows:

"The purpose for which it is created: To carry on a general lumber business, own and operate saw-mills, dry kilns and plaining mills, buy and sell lumber, own real estate, timber and timber lands, own and operate tramways, logging roads and other means of transporting logs and lumber, and to do any and everything else reasonable necessary in the manufacture, purchase and sale of lumber, in a general lumber business, and to own and operate a commissary or commissories, and such other accessories as may be reasonable necessary to said general lumber business."

be amended to read as follows:

"The purpose for which it is created:

I.

1. To carry on business as timber merchants, sawmill proprietors and timber growers, and to buy, sell, grow, prepare for market, manipulate, import, export and deal in timber and wood of all kinds, and to manufacture and deal in articles of all kinds in the manufacture of which timber or wood is used; and so as may be deemed expedient, the business of general merchants, and to buy, erect, plant and work timber estate, and to carry on any other business which may seem to the company capable of being conveniently carried on in connection with any of the above, or calculated directly or indirectly to render profitable or enhance the value of the company's property or rights for the time being.

2. To purchase, lease or otherwise acquire timberlands, tracts and rights and generally deal in timber and wood; to buy, sell, export, import, boom, saw and prepare for market and generally deal in timber and wood of all kinds.

4. To manufacture, buy, sell, export, import and generally deal in all kinds of goods and articles manufactured from wood, and generally to carry on business as saw-mill proprietors, timber and lumber dealers.

II.

1. To buy, sell, mortgage, remt, cultivate, improve, exchange and otherwise acquire, use, dispose of and deal in real property, improved and unimproved; the building, constructing, altering of houses or other buildings thereon and the management, development and improvement of real property generally.

2. To buy, sell, acquire, hold, own, mortgage, pledge, lease, assign, transfer, trade and deal in and with goods, wares and merchandise, and farm products, and property of every kind, nature and description pertaining to the real estate business which may properly or conveniently be connected therewith.

III.

1. To carry on a general building, contracting and constructing bus iness, and to manufacture, buy, sell, and deal in builders' supplies and all other building materials.

Paragraph #8 which reads as follows:

"Number of shares of each class to be subscribed and paid for before the corporation may begin business: Sixty shares of the common stock."

be amended so as to read as follows:

"Number of shares of each class to be subscribed and paid for before the corporation may begin business: Six Hundred shares of the common stock."

AND BE IT FURTHER RESOLVED that the President and the Secretary of this corporation are hereby directed to make application to the Secretary of State of Mississippi for the changing of the Charter of Incorppration as set forth in this resolution.

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The above resolution being read and adopted paragraph by paragraph, then read and adopted as a whole by the unanimous vote of all stockholders of the said Corporation.

Approved: Luther Wallin, President. Geo. Reid, Secretary-Treasurer.

(Corporate Seal)

State of Mississippi,
Monroe County.

Petsonally appeared before me, the undersigned authority, in and for the said county of Monroe, Luther Wallin, President of the Houston Lumber Company, and G. W. Reid, its secretary-treasurer, who makes oath that they are duly elected, qualified and acting President and Secretary-Treasurer, respectively, of the Houston Lumber Company, a corporation chartered and existing under the laws of the State of Mississippi, and that the annexed four pages are a true and correct copy of the minutes of the stockholders' meeting held October 1st, 1935, and that the affiants hereby make application for amending their orignal charter of Incorporation as set forth in the said resolution.

TUSKER PRINTING HOUSE JACKSON MISS

Given under my hand and seal this the 1st day of October, 1935.
(SEAL) Talmage B. Tubb, Notary Public.

Received at the office of the Secretary of State, this the 8th day of October, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. Walker Wood, Secretary of State.

Jackson, Miss., October 8, 1935.
I have examined this amendment of charter of incorporation of Houston Lumber Company, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States. Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Houston Lumber Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this eighth day of October, 1935.
Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 8, 1935.

This Corporation dissolved and its Charter surrendered to the State of Mississippi by a decree of Chancery Court Rendered Lowndes County, Mississippi, dated October 28, 1941. Certified copy of said decree filed in this office, this October 31, 1941. Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of

MONTGOMERY COUNTY COOPERATIVE, (A.A.L.)

Sec. 1. We, M. H. Allen, of Montgomery County, Mississippi, (P.O.address Kilmichael, Miss.); C. H. Campbell, of Montgomery County, Mississippi, (P.O.address Duck Hill, Miss.); J. F. Moore, of Montgomery County, Mississippi, (P.O.address Lodi, Miss.); Jim Patterson, of Montgomery County, Mississippi, (P.O. address Kilmichael, Miss.); T. E. Clark, of Montgomery County, Mississippi, (P.O.address Duck Hill, Miss.); H. L. Austin, of Montgomery County, Mississippi, (P.O. address Vaiden, Miss.); Lee R. Hardin, of Montgomery County, Mississippi, (P.O. address Winona, Miss.); O. C. Caldwell, of Montgomery County, Mississippi, (P.O.address Winona, Miss.); A. L. Stoker, O. S. Stoker, of Montgomery County, Mississippi, (P.O. address Winona, Miss.); the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute , with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

Section 2. The name of the organization shall be Montgomery County Cooperative, (A.A.L.)

Section 3. The period of existence shall be fifty years.

Section 4. The domicile shall be at Winona, Miss, is the county of Montgomery, in the State of Mississippi.

Section 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

Section 6. The purposes of said incorporated associationx are to promote the interests of agriculture and to exercize and enjoy all the rights, powers, privileges and immunities of all lowed or contemplated by said Chapter 109 of the laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

In testimony whereof we have hereunto set our hands in duplicate, this the 5th day of October, 1935.

M. H. Allen,
J. F. Moore,
T. E. Clark,
Lee R. Hardin,
O. S. Stoker,
C. H. Campbell,
Jim patterson
H. L. Austin,
O. C. Caldwell,
A. L. Stoker.

State of Mississippi,
County of Montgoemry.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named M. H. Allen, H. L. Austin, C. H. Campbell, Lee R. Hardin, J. F. Moore, O. C. Caldwell, Jim Patterson, O. S. Stoker, T. E. Clark, A. L. Stoker who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 5th day of October, 1935.

(SEAL)

Otis E. Brannon, Chancery Clerk,
By Huntley Kent, D. C.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Montgomery County Cooperative (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office, this the 8th day of October, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 512, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 8th day of October, 1935.

(GREAT SEAL)

WALKER WOOD, SECRETARY OF STATE

Recorded: October 8, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Be it remembered that, on the 18 day of October, 1935, there was duly called, held and conducted a special meeting of the stockholders of the Vicksburg Sanitarium of the city of Vicksburg, Mississippi, at the office of said corporation, after due and actual notice of the call, time, and purpose of said meeting was given to each and all of the stockholders, when and where, all the stockholders of said corporation being present in person or by proxy ~~or by proxy~~, the following resolution in writing was offered, considered and unanimously adopted, to-wit:

RESOLUTION

Be and It Is Hereby Resolved by all of the stockholders of the Vicksburg Sanitarium of the city of Vicksburg, Mississippi, that Section 2 of the Charter of Incorporation of said corporation be, and the same is, hereby amended so as to read as follows:

"Section 2: The Purposes for which said corporation is created are to construct, maintain and operate a hospital or sanitarium in the City of Vicksburg, Mississippi, for the treatment by medicine, surgery or otherwise, of sick or injured persons, and to provide, maintain and operate in connection thereiwth, and as a part of said hospital or sanitarium, a training school and home for nurses; and also, to construct, maintain and operate in connection therewith, or otherwise, Turkish, Russian or other baths, and generally to do all things convenient or necessary to carry out the purposes for which said corporation is created. In addition to the powers expressed herein, said corporation shall have all of the powers and privileges set out in Chapter 100, Mississippi Code 1930, except as hereinafter provided and limited.

Provided, however, that all of the income and revenue derived from the hospital or sanitarium, the nurses' school and home, shall be used and devoted exclusively to and for the purposes of said hospital or sanitarium and nurses' home, and no part of the same for profit; and no dividends shall be declared or paid to the stockholders; and that said corporation, as now and heretofore, may maintain in said hospital or sanitarium, one or more charity wards that are for charity patients."

And be it further resolved that said proposed amendment be prepared and presented to the Secretary of State of the State of Mississippi.

(Seal)

A. G. Street,
President of Vicksburg Sanitarium.

State of Mississippi,
County of Warren.

Personnally appeared before me, the undersigned authority in and for said venue, the above signed and within named A. G. Street, President of the Vicksburg Sanitarium, who, as such President, acknowledged that the above and foregoing instrument of writing is the amendment to and of "Section 2" of the charter of said corporation, as proposed, and unanimously adopted by all the stockholders of the corporation, in the resolution of October 18, 1935, and that he signed the same on the day and for the purpose therein mentioned.

Witness my official signature and seal, this the 18 day of October, 1935.

(Seal)

Rena Mitchell, Notary Public.

State of Mississippi,
County of Warren.

I, George M. Street, the duly elected, qualified and acting Secretary of the Vicksburg Sanitarium of the city of Vicksburg, Mississippi, do hereby certify that the above and foregoing instrument of writing is a true copy of a resolution of all the stockholders of said corporation, unanimously adopting and approving the amendment proposed to and of "Section 2" of the charter of said corporation, as said proposed amendment above appears.

Witness my signature and seal of said corporation on this 18 day of October, 1935.

(Seal)

G. M. Street, Secretary of the
Vicksburg Sanitarium.

Sworn to and subscribed before me this the 18 day of October, 1935.

(Seal)

Rena Mitchell, Notary Public.

Received at the office of the Secretary of State, this the 21st day of October, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., October 21, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Vicksburg Sanitarium is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 21st day of October, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 22, 1935.

~~This Corporation dissolved and its Charter surrendered to the State of Mississippi by a decree of the Chancery Court of Pike County, Mississippi, dated December 5, 1940. Certified copy of said decree filed in this office this December 6, 1940. Walker Wood, Secretary of State.~~

Error

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation of
BLACK CAT CORPORATION

1. The Corporate title of said Company shall be "BLACK CAT CORPORATION."
2. The names of the incorporators are: F. H. Ford, Hattiesburg, Miss.; J. S. Varley, Hattiesburg, Miss.; Murray Waggoner, Hattiesburg, Miss.
3. The domicile is at Hattiesburg, Forrest County, Mississippi.
4. The amount of the capital stock is $10,000.00, consisting of 10,000 shares of the par value of One Dollar per share, all such stock being common stock and of the same class and without any difference as to privileges or restrictions.
5. The period of existence is Fifty (50) years.
6. The purposes for which the Company is created are: To engage in the business of manufacturing paint, varnishes, roofing, painting, varnishing and roofing material, and also to engage in a general manufacturing business; to do a general wholesale and retail paint, varmish, roofing, and other merchandising business; to buy, own, acquire and use lands and other property, except as prohibited by law; to buy, own, acquire, sell and otherwise dispose of stocks, bonds, notes, evidences of indebtedness and negotiable instruments; to borrow and loan money; to buy, own, acquire, use and to sell, exchange, and otherwise dispose of property, both real and personal, except as prohibited by law, and to do any and all other things not prohibited by law which might be necessary or convenient for the main businesses above specified.
7. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business, is 2500 shares.

F. H. Ford,
J. S. Varley,
Murray Waggoner,
Incorporators.

State of Mississippi,
Forrest County.

Personally appeared before me, the undersigned authority in and for said county and state, F. H. Ford, J. S. Varley and Murray Waggoner, who acknowledged that they on this date executed the above and foregoing application for Charter of Black Cat Corporation.

Given under my hand and seal of office, this the 4th day of October, A. D. 1935.

(SEAL)

D. F. Matheson, Notary Public.

Received at the office of the Secretary of State, this the 9th day of October, A. D. 1935, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., October 9, 1935.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Black Cat 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 11th day of October, 1935.

Sennett Conner, Governor.

By the Governpr,
Walker Wood,
Secretary of State.

Recorded: October 12, 1935.

This corporation dissolved by decree of the Chancery Court of Forrest County, Mississippi dated December 7, 1961.
Said decree was dated December 1, 1961.
Heber Ladner, Secretary of State

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

1. The corporate title of said company is Sumrall Fair Association.
2. The names of the incorporators are: W. L. Calhoun, President, Postoffice, Sumrall, Mississippi; W. F. Harrimgton, Secretary, Postoffice Sumrall, Mississippi; Herbert Slay, Treasurer, Postoffice, Sumrall, Mississippi.
3. The domicile is at Sumrall, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: None.
At a regular meeting of the Sumrall Fair Association on Sept. 10, 1935, in the City of Sumrall the following officers were elected: W. L. Calhoun, President; W. F. Harrington, Secretary and Robert Slay, Treasurer.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (notto exceed fifty years) is fifty years.
7. The purpose for which it is created: To operate annually a Fair, it's purpose is to promote permanent live at home and buy at home program through modern agriculture and industrial activities and bring about a better and closer relationship between the city and country people. To operate an annual Fair and have and conduct same and to give in connection thereith entertainments, carnivals, shows and booths, also to do any and all acts in connection with said fair to carry on its object. It shall have the power to sue and to be sued to plead and implead and to do any and all acts in accordance with Section 4131 Mississippi Code 1930. This corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one 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 aganist the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.
The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.
8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

W. L. Calhoun,
W. F. Harrington,
H. Slay,
Incorporators.

Acknowledgment.

State of Mississippi,
County of Lamar.

This day personally appeared before me, the undersigned authority, W. L. Calhoun, W. F. Harrington, H. Slay, incorporators of the corporation known as the Sumrall Fair Association, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 14 day of October, 1935.

T. P. Osborne,
Justice of Peace.

"Be it resolved that W. L. Calhoun, W. F. Harrington, W. C. Cowart, Herbert Slay and Homer V. Waits, or any three of them, be and they are hereby authorized and directed to apply for a charter of incorporation of Sumrall Fair Association."

I, W. L. Calhoun, president of Sumrall Fair Association, hereby certify that the foregoing is a true and correct copy of a resolution unanimously passed at a meeting of the members of the Sumrall Fair Association, duly called and held on the 14 day of October, 1935.

Witness my signature this the 14th day of October, 1935.

W. L. Calhoun,
W. L. Calhoun.

Received at the office of the Secretary of State, this the 14th day of October, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Oct. 14th, 1935.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Sumrall Fair Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 14th day of October, 1935.

Sennett Conner
Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 14th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

State of Mississippi
County of Washington.

We, the undersigned Nathan Goldstein, President, and Herman Solomon, Secretary, of the HEBREW UNION, of Greenville, Mississippi, a corporation organized and doing business under the laws of the State of Mississippi, hereby certify that the following is a verbatim copy of a resolution adopted at a regular meeting of the Hebrew Union, there being a quorum present, and said resolution appearing duly of record in the minutes of said corporation:

"Be it Resolved that the charter heretofore granted to the HEBREW UNION of Greenville, Mississippi, by the State of Mississippi, be renewed for a period of fifty (50) years from the expiration date of said charter, and the said renewal be conditioned in accordance with the original charter;

"Be it further resolved that the President and Secretary be and are hereby empowered to do all legal acts necessary for the purpose of procuring and obtaining said renewed charter."

Nathan Goldstein,
President.
Herman W. Solomon,
Secretary.

Sworn to and subscribed before me, this, the 30th day of September, 1935,
Maurice A. Bergman,
Notary Public.

(SEAL)

WHEREAS, the HEBREW UNION OF GREENVILLE, MISS., a corporation domiciled in the City of Greenville, was incorporated in the State of Mississippi on the 28th day of November, 1880, and its charter recorded in the office of the Secretary of State in the Records of Corporations on the 30th day of December, 1880, and further recorded in the office of the Chancery Clerk of Washington County, Mississippi, in Book N-2, page 95, et seq, on the 9th day of March, 1880; and further, an amendment to said charter being filed for record on the 18th day of August, 1905, in the office of the Secretary of State, and further recorded in the office of the Chancery Clerk of Washington County, Mississippi, on the 20th day of June, 1906, at Charter Book 1, page 169; and,

WHEREAS, the Corporation desires to renew its charter for a period of fifty (50) years, and has, by its duly-constituted officers, in accordance with the statutes of Mississippi, applied for a renewal of said charter for a period of fifty (50) years;

NOW, THEREFORE, by virtue of the authority conferred upon me by Section 4144 of the Code of Mississippi of 1930, I, SENNETT CONNER, GOVERNOR OF THE STATE OF MISSISSIPPI, do hereby renew the original charter of the said HEBREW UNION OF GREENVILLE, MISS., for a period of fifty (50) years from the date of expiration of said charter, under the Great Seal of the State of Mississippi.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 11th day of October, 1935.

(GREAT SEAL)

SENNETT CONNER, GOVERNOR.

BY THE GOVERNOR,
Walker Wood,
Secretary of State.

Received at the office of the Secretary of State, this the 14th day pf October, 1935, together with the sum of $10.00 deposited to cover the recording fee.

Walker Wood,
Secretary of State.

Recorded: October 15, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934

OCT 12 1938

State of Tennessee
Department of State

I, Ernest N. Haston, Secretary of State of the State of Tennessee, do hereby certify that the annexed Instrument with Certificate of Acknowledgment was filed in my office and recorded on the 28th day of May, 1935, in Corporation Record Book Vol. 13, page 82.

In testimony Whereof, I have hereunto subscribed my Official Signature and by order of the Governor affixed the Great Seal of the State of Tennessee at the Department in the City of Nashville, this 25th day of May, A. D. 1935.

(SEAL)

ERNEST N. HASTON,
Secretary of State.

State of Tennessee,
Shelby County.

The above certificate of Secretary of State, together with facsimile of the Great Seal of the State of Tennessee was received and recorded May 28, 1935.

JAKE CALVIN, Register.
by Thos. A. Lanigan, D. C.

State of Tennessee
Certificate of Incorporation

Name. First. The name of this corporation is Magee Truck Lines, Inc.

Address. Second. The address of the principal office of this corporation in the State of Tennessee is 133 E. Webster St., Memphis, Tenn.

Business. Third. The general nature of the business to be transacted by this corporation is to forward parcels, packages and merchandise and goods of all description between towns and other points in various parts of the United States. To maintain and keep storage warehouses for the storage and deposit of goods and merchandise of all kinds and character and to conduct all business appertaining thereto, including the making of advances on goods stored and deposited with it and to have and receive all the rights and emoluments thereto belonging to vend and deal in automobiles, motor cars, motor trucks, wagons, and other mechanically propelled vehicles.

Stock, with classifications and Distinguishing Characteristics, if any. Fourth. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is One Hundred (100) shares common stock Par Value $20.00 per share.

Initial Capital. Fifth. The amount of capital with which this corporation will begin business shall be (not less than One Thousand) One Thousand ($1000.00) Dollars; and when such amount so fixed shall have been subscribed for, all subscriptions of the stock of this corporation shall be enforcible and it may proceed to do business in the same manner and as fully as though the maximum number of shares authorized under the provisions of the preceding section hereof shall have been subscribed for.

Duration. Sixth. The time of existence of this corporation shall be Fifty (50) Years.

We, the undersigned, apply to the State of Tennessee, 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 22nd day of May, 1935.

Mrs. Draughn Magee,
Thos. M. Lambert,
Ben W. Kohn.

State of Tennessee, County of _____.

Personally appeared before me May Dreyfus (Clerk of the County Court or Notary Public) the within named incorporators Mrs. Draughn Magee, Thos. M. Lambert and Ben W. Kohn with whom I am personally acquainted, and who acknowledged that they executed the within application for a Charter of Incorporation for the purposes therein contained and expressed.

Witness my hand and official seal at office in Memphis, Shelby County, Tennessee, this 22nd day of May, 1935.

May Dreyfus, Notary Public.
(If Notary Public) My commission expires October 31,1937
(Official Title) Notary Public.

560
CHARTER

State of Tennessee, Shelby County.
Filed for Registration May 27th, 1935 at 8.55 o'clock A.M., and noted in note book No. 78, page and was recorded May 28, 1935, in Record Book No. 40 page 318. Fee 3.00 Paid.

Jake Calvin, Register.
By Thos. A. Lanigan,

State of Tennessee
Charter of Incorporation of Magee Truck Lines Inc.
Received fee, $10.00. Received Tax, $10.00. Total $20.00.

Ernest N. Haston, Secretary of State.

Copy of Resolution Passed by Board of Directors of Magee Truck Lines, Inc.,
A Tennessee Corporation, Domiciled at Memphis, Tennessee

Be it resolved, that Milson Magee be and is hereby authorized to take such steps as may be necessary to domesticate this corporation in the State of Mississippi, and to engage counsel in the State of Mississippi to make application for and complete domestication of this corporation in the State of Mississippi."

I, Mrs. Draughn Magee, Secretary of Magee Truck Lines, Inc., a Tennessee Corporation, do hereby certify that the above is a true and correct copy of a resolution passed by the Board of Directors of said Corporation on the 3rd day of September, 1935.

Mrs. Draughn Magee,
Secretary, Magee Truck Lines, Inc.

(SEAL)

Received at the office of the Secretary of State this the 14th day of October, 1935, together with the fee of $20.00 deposited to cover the recording fee.

Walker Wood,
Secretary of State.

The Honorable Sennett Conner,
Governor, of the State of Mississippi,
Jackson, Mississippi.

I, the Undersigned, hereby certify that I have examined the certified copy of the Articles of Incorporation of Magee Truck Lines, Inc., organized and existing under the laws of the State of Tennessee, with its principal office at 133 E. Webster Street, Memphis, Tennessee, and find nothing in said charter that is violative of the Constitution or laws of this state.

Witness my signature, this the 11th day of October, 1935.

GREEK L. RICE, ATTORNEY GENERAL
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Magee Truck Lines, Inc., is hereby approved.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 9/2-11/43

This Suspension has been lifted by order of the Supreme Court, July 10, 1939. Copy of said order filed this July 10, 1939. Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 11th day of October, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 15, 1935.

Articles of Association and incorporation of COPIAH COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)

Sec. 1. Be it known that we: Name Clyde Graves, of Copiah County, Postoffice Utica, Mississippi; Name Eldon Jenkins, of Copiah County, Postoffice Carpenter, Mississippi; Name Austin Little, of Copiah County, Postoffice Carpenter, Mississippi; Name Earle Coleman, of Copiah County, Postoffice Carpenter, Mississippi; Name Ed Carraway, of Copiah County, Postoffice Utica, Mississippi; Name John Coleman, of Copiah County, Postoffice Carpenter, Mississippi; Name Henry Hood, of Copiah County, Postoffice Carpenter, Mississippi; Name John Slaughter, of Copiah County, Postoffice Carpenter, Mississippi; Name Claude Little, of Copiah County, Postoffice Carpenter, Mississippi; Name Kirby Little, of Copiah County, Postoffice Carpenter, Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

Sec. 2. The name of the organization shall be Copiah County Erosion Control Association (A.A.L.)

Sec. 3. The period of existence shall be fifty years.

Sec. 4. The domicile shall be at Utica Institute, in the County of Copiah, in the State of Mississippi.

Sec. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

Sec. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 11th day of October.

Clyde Graves, Eldon Jenkins, Austin Little, Earle Coleman
Ed Carraway, John Coleman, Henry Hood, John Slaughter,
Claude Little, Kirby Little.

State of Mississippi, County of Copiah.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named Clyde Graves, John Coleman, Eldon Jenkins, Henry Hood, Austin Little, John Slaughter, Earle Coleman, Claude Little, Ed Carraway, Kirby Little, who than and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned. Given under my hand and seal this 12th day of October, 1935.

(SEAL)

Sadie B. Hudson, Notary Public.
My com. expires Feby 5, 1936.

Utica Institute, Mississippi, Oct. 11, 1935.

We, the undersigned organizing members of Copiah County Erosion Control Association (A.A.L.) hereby agree that the organization meeting of said corporation may be held at Camp. Miss. SCS-19, Utica, Institute, Mississippi, at a time fixed by G. L. Hales, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

Clyde Graves, Eldon Jenkins, Austin Little, Earle Coleman, Ed Carraway, John Coleman, Henry Hood, John Slaughter, Claud Little, Kirby Little.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Copiah County Erosion Control Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 19th day of October, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 518, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 19th day of October, 1935.

(GREAT SEAL)

Walker Wood,
Walker Wood, Secretary of State.

Recorded: October 19, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 11th day of October, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 15, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and incorporation of COPIAH COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)

Sec. 1. Be it known that we: Name Clyde Graves, of Copiah County, Postoffice Utica, Mississippi; Name Eldon Jenkins, of Copiah County, Postoffice Carpenter, Mississippi; Name Austin Little, of Copiah County, Postoffice Carpenter, Mississippi; Name Earle Coleman, of Copiah County, Postoffice Carpenter, Mississippi; Name Ed Carraway, of Copiah County, Postoffice Utica, Mississippi; Name John Coleman, of Copiah County, Postoffice Carpenter, Mississippi; Name Henry Hood, of Copiah County, Postoffice Carpenter, Mississippi; Name John Slaughter, of Copiah County, Postoffice Carpenter, Mississippi; Name Claude Little, of Copiah County, Postoffice Carpenter, Mississippi; Name Kirby Little, of Copiah County, Postoffice Carpenter, Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

Sec. 2. The name of the organization shall be Copiah County Erosion Control Association (A.A.L.)

Sec. 3. The period of existence shall be fifty years.

Sec. 4. The domicile shall be at Utica Institute, in the County of Copiah, in the State of Mississippi.

Sec. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

Sec. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 11th day of October, 1935.

Clyde Graves, Eldon Jenkins, Austin Little, Earle Coleman
Ed Carraway, John Coleman, Henry Hood, John Slaughter,
Claude Little, Kirby Little.

State of Mississippi, County of Copiah.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named Clyde Graves, John Coleman, Eldon Jenkins, Henry Hood, Austin Little, John Slaughter, Earle Coleman, Claude Little, Ed Carraway, Kirby Little, who than and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned. Given under my hand and seal this 12th day of October, 1935.

(SEAL)

Sadie B. Hudson, Notary Public.

My com. expires Feby 5, 1936.

Utica Institute, Mississippi, Oct. 11, 1935.

We, the undersigned organizing members of Copiah County Erosion Control Association (A.A.L.) hereby agree that the organization meeting of said corporation may be held at Camp. Miss. SCS-19, Utica, Institute, Mississippi, at a time fixed by G. L. Hales, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

Clyde Graves, Eldon Jenkins, Austin Little, Earle Coleman, Ed Carraway, John Coleman, Henry Hood, John Slaughter, Claud Little, Kirby Little.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Copiah County Erosion Control Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 19th day of October, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 518, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 19th day of October, 1935.

(GREAT SEAL)

Walker Wood,
Walker Wood, Secretary of State.

Recorded: October 19, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of the
LOWNDES COUNTY ELECTRIC POWER ASSOCIATION

1. The corporate title of said company is LOWNDES COUNTY ELECTRIC POWER ASSOCIATION.
2. The names of the incorporators are: C. L. Wood, Columbus, Mississippi; Dr. F. M. Vaughn, Columbus, Mississippi; Eugene Hardy, Columbus, Mississippi; W. G. Evans, Columbus, Mississippi; F. H. McCaleb, Columbus, Mississippi.
3. The domicile is at Columbus, Mississippi.
4. The amount of capital stock and particulars as to class or classes thereof: This corporation is to issue no shares and is not to engage in business for profit, but shall function as an Agricultural Society or as a Civic Improvement Company, or Association. This being a corporation designated as above, it shall not be required to make publication of this charter, nor shall it issue any shares of stock, or divide any dividends or profits among the members thereof, and shall make expulsion the only remedy for non-payment of dues of the members thereof and shall vest in each member the right to one vote in the election of all officers, and shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors. This being a corporation non-share as above outlined.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purposes for which it is created:

The purposes and objects of this organization shall be the following:

Section 1: To construct, purchase, add to, maintain, conduct, and operate electric light and power transmission and/or distribution systems for the purpose of furnishing light and power service to the members of this corporation at cost and without profit.

Section 2: To acquire, erect, maintain, and operate poles, wires, lines, meters, conductors, substations, and all appliances and appurtenances and structures necessary for transmitting or distributing electricity for aforesaid purposes.

Section 3. To purchase such electricity from others for its own use and for the purpose of distributing the same to its members at cost without profit.

Section 4. To acquire real or personal property, by purchase or otherwise, and hold, sell, mortgage, or otherwise dispose of the same, to borrow money on bonds, notes or otherwise, for corporate uses, to acquire privileges and franchises, and sell those now owned or hereafter to be owned and generally to perform anything which may be necessary for the promoti n of the objects herein stated.

Section 5. To apply for, and obtain, any franchise necessary for carrying out and making effective Articles of Incorporation.

Section 6. To adopt by-laws and to amend or repeal same.

Section 7. To promote the construction of electric power lines to the various communities of Lowndes County for the purpose of securing and distributing electric power from the Tennessee Valley authority, or others; and to promote the use of electric power in every way possible and particularly for rural and domestic consumption and co-operate with the Tennessee Valley Authority and/or others to this end.

Section 8. Either directly or in co-operation with individuals, associations, corporations and with Federal, State, County, and other political subdivisions, or public agencies, to engage in activities pertaining to the improvement of agriculture, the conservation of the land, the re-diversion of farm practices and the general economic well-being of the area.

The rights and powers that may be exercised by this Corporation, inaddition to the foregoing, are those conferred by Chapter 24, Code of Mississippi of 1906, and House Bill No. 655, Laws of Mississippi of 1928, and Chapter 100, Code of 1930, of the State of Mississippi.

Section 9. Number of shares of each class to be subscribed and paid for before the corporation may begin business: None.

C. L. Wood,
Dr. F. M. Vaughn,
Eugene Hardy,
W. G. Evans,
F. H. McCaleb,
Incorporators.

State of Mississippi,
County of Lowndes.

Personally appeared before me, the undersigned authority in and for said county and state, C.L. Wood, Dr. F. M. Vaughn, Eugene Hardy, W. G. Evans, and F. H. McCaleb, incorporators of the corporation known as Lowndes County Electric Power Association, each and all of whom are personally known to me; and each and all of whom acknowledged that they signed and delivered the above and foregoing Articles of incorporation, on the 3rd day of October, 1935, as and for their act and deed.

(SEAL)

Mrs. R. (Rosa) T. Holloman,
Notary Public.

Received at the office of the Secretary of State, this 17th day of October, 1935, together with sum of $10.00, deposited to cover the recording fee, and referred to the Attorney General for opinion.

Walker Wood,
Secretary of State.

A MASS MEETING
Of Citizens Held in the Court Room of the County Court House in the City of Columbus, Lowndes County, Mississippi, on July 3, 1935.

A call having been made for a mass meeting in the Court room of the County Court House in the City of Columbus, Lowndes County, Mississippi, for July 3, 1935, at 10 o'clock A. M., to discuss the organization of a rural electrification or electric power association, and to take steps to secure a charter, at the time and place appointed there were a number of interested citizens of the County present.

The meeting was called to order by C. L. Wood, Chairman of the Lowndes County Electric Power Association.

Immediately thereafter, a motion was made by Eugeme Hardy that C. L. Wood be elected chairman of this meeting, which motion was seconded by Dr. F. M. Vaughn, and carried unanimously by vote of those present.

Next a motion was made by Eugene Hardy that R. A. Hickman be elected Secretary, which motion was seconded by Dr. F. M. Vaughn, and carried unanimously by vote of those present.

Chairman C. L. Wood then announced that a round-table discussion of the purposes of the meeting would be in order.

After the round-table discussion, there wasxa motion made by Eugene Hardy that an organization be formed to be known as the Lowndes County Electric Power Association, and the purpose of same shall be for civic and agricultural development, and that same is to be a cooperative association and without profit, which motion was seconded by Dr. F. M. Vaughn and carried unanimously by vote of those present.

A resolution was then offered by Eugene Hardy as follows:

1. That the Lowndes County Electric Power Association be organized, and,
2. That the Lowndes County Electric Power Association be incorporated into a company as a non-

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profit sharing corporation, for the purpose of being able to deal legally with the Tennessee Valley Authority, and/or others, and for making contracts, borrowing money, and such other acts and things as might be necessary for the best interests of the Association or corporation in procuring TVA power, current and electrical energy, and/or other powerm current, and electrical energy, for the rural and other sections of Lowndes County.

3. That this Association authorize and instruct Sturdivant & Holloman, Attorneys, to prepare suitable charter for the corporation.

On motion made by Eugene Hardy and seconded by Dr. F. M. Vaughn, said resolution was unanimously adopted.

A motion was then made by Eugene Hardy and seconded By Dr. F. M. Vaughn, and unanimously carried, that the Chairman appoint a committee of five members of this Association to act as and for said Association in securing articles of incorporation, including a charter under the laws of the State of Mississippi, for association. Whereupon, the Chairman, C. L. Wood, appointed the following named members of said Association as the incorporation committee, for the purpose of taking out a charter and doing any and all other things necessary to organize and perfect said corporation, viz: C. L. Wood, Dr. F. M. Vaughn, Eugene Hardy, W. G. Evans, and F. H. McCaleb.

A motion was then made by Eugene Hardy, and seconded by Dr. F. M. Vaughn and unanimously carried, adopting and approving all of the acts and things done at this meeting as the acts of said association.

A motion was then made that said Association be adjourned, subject to the call of the Chairman, which motion was duly seconded and carried unanimously.

State of Mississippi,
County of Lowndes.

I, R. A. Hickman, Secretary of the Lowndes County Electric Power Association, hereby certify that at the meeting of said Association, held in the City of Columbus, Lowndes County, Mississippi, on July 3, 1935, at 10 o'clock A. M., in the Court room of the County Court House, by a resolution duly entered upon the minutes of said Association, authorized and instructed the following members of said Association, to-wit: C. L. Wood, Dr. F. M. Vaughn, Eugene Hardy, W. G. Evans, and F. H. McCaleb, to apply for a charter for the said Association, as provided by Chapter 100 of the Mississippi Code of 1930.

Witness my signature, this 16 day of October, 1935.

R. A. Hickman,
Secretary, Lowndes County Electric Power Association.

State of Mississippi,
County of Hinds.

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.

This the 17th day of October, 1935.

GREEK L. RICE, ATTORNEY GENERAL
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Lowndes County Electric Power Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 17th day of October, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 18, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SOUTHERN FRUIT & PRODUCE CO.

1. The corporate title of said company shall be SOUTHERN FRUIT & PRODUCE CO.
2. The names and postoffice addresses of the incorporators are:
R. P. Hall, Postoffice Address, 2002-26th Avenue, Meridian, Mississippi.
Mrs. R. M. Hamill, Postoffice address, 1718-26th Avenue, Meridian, Mississippi.
3. The domicile of the corporation in this state is Meridian, Mississippi.
4. The amount of authorized capital stock is $5,000.00, all to be common stock of the par value of $100.00 per share.
5. The sale price per share of the stock of the corporation is $100.00 per share.
6. The period of existence of the corporation is 50 years.
7. The purposes for which the corporation is created is to own, buy and sell fruits and vegetables of all kinds, character and description, both wholesale and retail; to own, buy and sell, both wholesale and retail, general merchandise, candy, soft drinks and beer, groceries, provisions, hay, grain and other feed stuffs, tobaccos, cigars, cigarettes, seed and seeds and hardware; to own and operate restaurant or restaurants and to do general restaurant business and businesses; to own, buy and sell and to lease real estate and buildings; but, to do nothing contrary to law, and in addition to the above to have and exercise the rights and powers conferred by the provisions of Chapter 160 of Mississippi Code 1930 Annotated.
8. The corporation may begin business when 10 shares of the capital stock shall be subscribed for and paid for.

R. P. Hall,
Mrs. R. M. Hamill.

State of Mississippi,
County of Lauderdale.

This day personally appeared before me, the undersigned authority in and for said County and State, R. P. Hall, and Mrs. R. M. Hamill, incorporators of the corporation known as "Southern Fruit & Produce Co.", who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 22nd day of October, 1935.

Inez Daniels, Notary Public.

(SEAL)

Received at the office of the Secretary of State this the 23rd day of October, 1935, together with the sum of $20.00, recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi.,
Oct. 23rd, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Southern Fruit & Produce 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 23rd day of October, 1935.

Sennett Conner, Governor.

The Governor,
Walker Wood,
Secretary of State.

Approved October 23, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

AMORY BANK SECURITIES CORPORATION, AMORY, MISSISSIPPI

1. The corporate title of said company is AMORY BANK SECURITIES CORPORATION.
2. The names of the incorporators are: E. C. Bourland, Postoffice, Amory, Mississippi; S. J. Collier, Postoffice, Amory, Mississippi; E. J. Gilmore, Postoffice, Amory, Mississippi; C. M. Harrison, Postoffice, Amory, Mississippi; E. L. Puckett, Postoffice, Amory, Mississippi.
3. The domicile is at Amory, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The corporation shall be capitalized at $25,000.00, all of which shall be common stock of the same class, of the par value of $100.00 per share.
5. Number of shares for each class and par value thereof: 250 shares of common stock, of the par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To purchase, hold, deal in, lend on and borrow money on assets of banks, either open or in liquidation, and particularly the corporation shall have the right to purchase real estate, bonds, stocks, notes or bills receivable, secured by mortgages and deeds of trusts or unsecured, and other evidences of debtsm from banks, either open or closed, and it shall have the right to hold, own, deal in, lend on, and borrow money on all such assets, and to do all other things authorized by law and as specifically authorized by Section 34 of Chapter 146 of the Laws of 1934.

The rights and powers that may be exercised by this corporation in addition to the foregoing are those conferred by Chapter 100, Code of Mississippi of 1930, and by Chapter 146 of the Laws of 1934 and all subsequent applicable laws and amendments.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business. 250 shares of common stock, of the par value of $100.00 per share, shall be subscribed and paid for before the corporation may begin business.

C. M. Harrison,
E. L. Puckett,
S. J. Collier,
E. C. Bourland,
E. J. Gilmore,
Incorporators.

Acknowledgment.

State of Mississippi,
County of Monroe.

This day personally appeared before me, the undersigned authority C. M. Harrison, E. L. Puckett, S. J. Collier, E. C. Bourland, and E. J. Gilmore, incorporators of the corporation known as the Amory Bank Securities Corporation, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 12th day of October, 1935.

(SEAL)

D. H. Streetman,
Notary Public.

Consent and Approval of the Comptroller

State of Mississippi.

I, M. D. Brett, State Comptroller, do hereby certify that I have read the Charter of Incorporation of Amory Bank Securities Corporation, Amory, Mississippi, and that I do hereby give my consent and approval to the organization thereof, as contemplated by Section 34 of Chapter 146 of the Laws of Mississippi of 1934.

Given under my hand and seal, this the 18th day of Oct. 1935.

(SEAL)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State this the 23rd day of October, A. D. 1935, together with the sum of $60.00 depsited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi, Oct. 23rd, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Amory Bank Securities 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 23rd day of October, 1935.

Sennett Conner, Governor.

By the Goverbor,
Walker Wood, Secretary of State.

Recorded: October 23, 1935.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the Chancery Court of ~~Lowndes~~ Monroe county, Mississippi dated June 17, 1944. Certified copy of said decree filed in this office, this July 1, 1944. Walker Wood, Secy. of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation of

CLAY-MONROE COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)

SEC. 1. Be it Known that we: Name F. P. Ivy, of Clay County, Postoffice, West Point, Mississippi; Name T. C. Watson, of Clay County, Postoffice West Point, Mississippi; Name T. D. Boyd, of Monroe County, Postoffice Hammilton, Mississippi; Name J. K. Dexter, of Clay County, Postoffice Montpelier, Mississippi; Name R. A. Haney, of Monroe County, Postoffice Aberdeen, Mississippi, Rt. 1; Name J. G. McDonald, of Monroe County, Postoffice Strongs, Mississippi; Name J. E. Evans & Son, of Monroe County, Mississippi; Postoffice Muldon, Mississippi; Name T. E. McDonald, of Clay County, Postoffice West Point, Mississippi; Name B. Mosley, of Clay County, Postoffice West Point, Mississippi; Name J. H. Bryan, of Clay County, Postoffice, West Point, Mississippi, the undersigned producers of agricultural products in the State of Mississippi; desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of becoming a corporation without capital stock and without individual liability, as provided and allowed by said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be Clay-Monroe County Erosion Control Association (A.A.L.)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at West Point, in the County of Clay, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed, contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 23 day of October, 1935.
F. P. Ivy, T. C. Watson, T. D. Boyd, J.K.Dexter, R.A. Haney, J. G. McDonald, J. E. Evans & Son, T. E. McDonald, B. Moseley, J.H.Bryan.

State of Mississippi,
County of Clay.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named F. P. Ivy, J. G. McDonald, T. C. Watson, J. E. Evans & Son, T. D. Boyd, T. E. McDonald, J. K. Dexter, B. Moseley, R. A. Haney, J. H. Bryan, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 24th day of Oct. 1935.
(SEAL) Julia N. Johnson, Chancery Clerk.

West Point, Mississippi, Oct. 23, 1935.
Clay-Monroe County Erosion Control Association (A.A.L.)

We, the undersigned organizing members of Clay-Monroe County Erosion Control Association, do hereby agree that the organization meeting of said corporation may be held at West Point, Miss., at time fixed by Secretary, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors selected.
F. P. Ivy, T. C. Watson, T. D. Boyd, J. K. Dexter, R. A. Haney, J. G. McDonald, J. E. Evans & Son. T. E. McDonald, B. Moseley, J. H. Bryan.

State of Mississippi,
Office of
Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Clay-Monroe County Erosion Control Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office, this the 28th day of October, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at Page 523, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 28th day of October, 1935.

Walker Wood,
Walker Wood, Secretary of State.

Recorded: October 28th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation of

JONES COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)

SEC. 1. BE it known that we: Wiley B. Shows, of Jones County, Postoffice Ovett, Mississippi; Name Roscoe W. Tanner, of Jones County, Postoffice Laurel, Mississippi: Name E. C. Waggoner, of Jones County, Postoffice Moselle, Mississippi; Name D. R. Sanders, of Jones County, Postoffice Sandersville, Mississippi; Name H. B. Walker, of Jones County, Postoffice Laurel, R. 2, Mississippi; Name Tom Tucker, of Jones County, Postoffice Ovett, Mississippi; Name L. R. Robertson, of Jones County, Postoffice Ellisville, Mississippi; Name M. W. Duke, of Jones County, Postoffice Ellisville, Mississippi; Name H. J. Smith, of Jones County, Postoffice Ovett, Mississippi; Name A. O. Grantham, of Jones County, Postoffice Ovett, Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute for the purpose of beginning a corporation without capital stock and without individual liability as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be Jones County Erosion Control Association (A.A.L.)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Laurel, in the County of Jones, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to firnish financial, managerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 25 day of October, 1935.

Wiley B. Shows, Roscoe W. Tanner, E. C. Waggoner, D. R. Sanders, H. B. Welborn, Tom Tucker, L. R. Robertson, M. W. Duke, H. J. Smith, A. O. Grantham.

State of Mississippi,
County of Jones.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named Wiley B. Shows, Tom Tucker, Roscoe W. Tanner, L. R. Robertson, E. C. Waggoner, M. W. Duke, D. R. Sanders, H. J. Smith, H. B. Welborn, A. O. Grantham, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 25 day of Oct. 1935.

(SEAL)

Lucille Moss, Notary Public.

Laurel, Mississippi, Oct. 25, 1935.

We, the undersigned organizing members of Jones County Erosion Control Association (A.A.L.) hereby agree that the organization meeting of said corporation may be held at Laurel, Mississippi at a time to be fixed by Wiley B. Shows, Tempo. Chairman, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation or at any other time and place when all of such signers are present and assent to the meeting at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

Wiley B. Shows, Roscoe W. Tanner, E. C. Waggoner, D. R. Sanders, H. B. Welborn, Tom Tucker, L. R. Robertson, M. W. Duke, H. J. Smith, A. O. Grantham.

State of Mississippi,
Office of
Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Jones County Erosion Control Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 3, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 29th day of October, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at Page 524, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 29th day of October, 1935.

Walker Wood

Walker Wood, Secretary of State

Recorded: October 29th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

NEW DIXIE CHEVROLET COMPANY

FOR AMENDMENT SEE BOOK 41-42 PAGE 408

The corporate title of said company is New Dixie Chevrolet Company.
The names of the incorporators are: R. G. Land, Postoffice Clarksdale, Mississippi; S. H. Kyle, Postoffice Clarksdale, Mississippi; Dorothy W. Kyle, Postoffice Clarksdale, Mississippi.
The domicile is at Clarksdale, Mississippi.
Amount of capital stock and particulars as to class or classes thereof: $20,000.00 Capital Stock authorized. Only one class of stock, that is, common stock, Each share of common stock shall entitle the owner thereof to one vote at any and all stockholders' meetings.
Number of shares for each class and par value thereof. 200 shares of common stock of the par value of $100.00 per share.
The period of existence (not to exceed fifty years) is Fifty years.
The purpose for which it is created:
To generally deal in, buy, sell, both wholesale and retail, new and used automobiles, both for cash and credit, and to execute promissory notes, negotiable paper and bills of exchange for the purchase of the same, and to take promissory notes, negotiable paper and bills of exchange for the sale of the same; to buy, sell and discount promissory notes, negotiable paper, bills of exchange, in connection with their said business; to generally deal in, buy and sell, both wholesale and retail, tires, tubes, automobile accessories both for cash and credit; to execute promissory notes, negotiable paper and bills of exchange for the purchase of the same; to take promissory notes, negotiable paper and bills of exchange for the sale of the same; and to buy, sell, and discount promissory notes, negotiable paper and bills of exchange in connection therewith; to own, control and operate a general automobile repair shop together with all tools and accessories necessary in the operation of the same; to own, control and operate a general automobile paint shop and factory for the painting of automobiles; to own, control and operate and to generally deal in batteries (dry cell and otherwise), and to engage in the general repair work incidental to a battery shop or factory; to buy, sell and convey, own, control, and lease and rent such real estate, and improvements thereon, as are necessary in connection with the said automobile business and such other trades as are carried on on the premises of the said corporation, and such other rights and powers as are necessary in the conducting said business and trades.
To generally deal in, buy, sell, both wholesale and retail, all kinds and classes of gasoline, oils, kerosine, and greases, both for cash and credit, and to execute promissory notes, negotiable paper and bills of exchange for the purchase of the same, and to take promissory notes, negotiable paper and bills of exchange for the sale of the same.

To generally deal in, buy, sell, both wholesale and retail, any and all kinds of farm equipment, both for cash abd credit, and to execute promissory notes, negotiable paper and bills of exchange for the purchase of the same, and to take promissory notes, negotiable paper and bills of exchange for the sale of the same.
To generally deal in, buy, sell, both wholesale and retail any and all kinds of refrigerators and ice boxes, whether electric, gas, or otherwise, and to execute promissory notes, negotiable paper bills of exchange for the purchase of the same, and to take promissiory notes, negotiable paper bills of exchange for the sale of the same; to own, control, and operate a gnereal repair shop for such refrigerators and ice boxes together with all tools and accessories necessary in the operation of the same.
To generally deal in, buy, sell, own, lease, and rent real estate, both city and country, whether connected with the automobile business or not, both for cash and credit, and to execute promissory notes, negotiable paper and bills of exchange for the purchase of the same, and to take promissory notes, negotiable paper and bills of exchange for the sale, lease, and rent of the same.
To generally engage in operation of farming, cultivating, planting, harvesting, selling and buying any and all agricultural products, and to execute promissory notes, negotiable paper and bills of exchange for the selling and operating of the same, and to take promissory notes, negotiable paper and bills of exchange for the sale of the same.
To generally engage in the business of buying, selling, cutting, sawing, planing, and finishing of lumber of any and every kind, and for any and all purposes, both for cash and credit, and to execute promissory notes, negotiable paper and bills of exchange for the buying and operation of the same, and to take promissory notes, negotiable paper and bills of exchange for the sale of the same.
To generally engage in the business of buying, selling, factoring, ginning, compressing, weighing, ginning, and delinting of cotton and cotton seed, and their products, both for cash and credit, and to execute promissory notes, negotiable paper and bills of exchange for the purchase of the same, and take promissory notes, negotiable paper and bills of exchange for the sale of same.
To generally engage in the business of writing and selling of any and all kinds of insurance, life, windstorm, marine, and casualty, and to write and sell any and all kinds of guaranty and fidelity bonds.
To generally engage in the business of woning, buying, operating, leasing, selling, and renting any and every kind of lunch room, cafe, and restaurant, and to buy and sell any and all products usually bought and sold in such lunch room, cafe, and restaurant, both for cash and credit, and to execute promissory notes, negotiable paper and bills of exchange for the purchase of the same, and take promissiory notes, negotiable paper and bills of exchange for the sale of the same.
The rights and powers that may be exercised by this corporation, in addition to the foregoing, those conferred by Chapter 100, Code of Mississippi of 1930.
8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business. 200 shares of common stock.

R. G. Land,
S. H. Kyle,
Dorothy W. Kyle,
Incorporators.

ACKNOWLEDGMENT.

State of Mississippi,
County of Coahoma.
This day personally appeared before me, the undersigned authority, R. G. Land, S. H. Kyle, and Dorothy W. Kyle, incorporators of the corporation known as the New Dixie Chevrolet Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 25th day of October, 1935.
(SEAL)

R. N. Baltzer, Notary Public.
My Commission Expires Sept. 26, 1936

Received at the office of the Secretary of State, this the 28th day of October, A. D. 1935, together with the sum of $50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.
Oct. 28th, 1935.

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, ar the United States.

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.
The within and foregoing Charter of Incorporation of New Dixie Chevrolet Company is hereby ap-

TUCKER PRINTING HOUSE JACKSON MISS

proved.

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 October, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 29, 1935.

FOR AMENDMENT SEE BOOK 36-37 PAGE 404

The Charter of Incorporation of
FULTON BAND MILL COMPANY, INC.

1. The corporate name or title of said Company shall be "Fulton Band Mill Co., Inc., with its home office in Fulton, Miss.

2. The names and post office addresses of the incorporators are as follows: E. L. Puckett, Amory, Mississippi; F. A. Peltier, Memphis, Tenn., 785 Holly St.; J. M. Gibbs, Fulton, Miss.

3. The domicile of the corporation is at Fulton, Itawamba County, Mississippi.

4. The amount of the authorized capital stock is Twenty Thousand Dollars, with a par value of One Hundred Dollars per share.

5. The sale price per share, not fixed, the stock having a par value.

6. The period of existence is fifty years.

7. The purposes for which the corporation is created are to buy, sell and manufacture timber into lumber, buy and sell real estate, buy, build and sell houses, buy and sell machinery and equipment andall kinds of personal property, operate dry kiln, or kilns, stack, air dry, saw, resaw, trim, dress, plane and rework lumber and timper; buy, manufacture and sell railroad ties and timbers; manufacture, sell and buy timbers and dimensions stock; build, buy, sell and operate tramroads wholesale and retail all kinds of lumber and timbers both hardwood and soft wood; engage in the general operation of band mills, tractor saw mills, steam mills, etc. Make contracts and in addition thereto exercise all other powers conferred by Chapter 100 code 1930.

8. Before the corporation shall engage in business 100 shares of the authorized 200 shares at $100 each, shall be subscribed and paid for.

Witness our hands on this the 24th day of October, 1935.

E. L. Puckett,
F. A. Peltier,
J. M. Gibbs,
Incorporators.

State of Mississippi,
Itawamba County.

This dayx personally came before me, the undersigned authority in and for said State and County the within named E. L. Puckett, F. A. Peltier and J. M. Gibbs, Incorporators of the Fulton Band Mill Co., each of which being first duly sworn acknowledged that they signed, sealed and delivered the foregoing instrument on the day and year and for the purposes therein named as their act and deed, and for the purposes therein expressed.

Witness my hand and seal on this the 24th day of October, 1935.

(SEAL)

L. L. Sheffield, Notary Public.

Received at the office of the Secretary of State, this the 28th day of October, A. D. 1935, together with the sum of $50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., October 28, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Fulton Band Mill 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 October, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 29th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

FOR AMENDMENT SEE BOOK 36-37 PAGE 404

The Charter of Incorporation of
FULTON BAND MILL COMPANY, INC.

1. The corporate name or title of said Company shall be "Fulton Band Mill Co., Inc., with its home office in Fulton, Miss.

2. The names and post office addresses of the incorporators are as follows: E. L. Puckett, Amory, Mississippi; F. A. Peltier, Memphis, Tenn., 785 Holly St.; J. M. Gibbs, Fulton, Miss.

3. The domicile of the corporation is at Fulton, Itawamba County, Mississippi.

4. The amount of the authorized capital stock is Twenty Thousand Dollars, with a par value of One Hundred Dollars per share.

5. The sale price per share, not fixed, the stock having a par value.

6. The period of existence is fifty years.

7. The purposes for which the corporation is created are to buy, sell and manufacture timber into lumber, buy and sell real estate, buy, build and sell houses, buy and sell machinery and equipment andall kinds of personal property, operate dry kiln, or kilns, stack, air dry, saw, resaw, trim, dress, plane and rework lumber and timper; buy, manufacture and sell railroad ties and timbers; manufacture, sell and buy timbers and dimensions stock; build, buy, sell and operate tramroads, wholesale and retail all kinds of lumber and timbers both hardwood and soft wood; engage in the general operation of band mills, tractor saw mills, steam mills, etc. Make contracts and in addition thereto exercise all other powers conferred by Chapter 100 code 1930.

8. Before the corporation shall engage in business 100 shares of the authorized 200 shares at $100 each, shall be subscribed and paid for.

Witness our hands on this the 24th day of October, 1935.

E. L. Puckett,
F. A. Peltier,
J. M. Gibbs,
Incorporators.

State of Mississippi,
Itawamba County.

This dayx personally came before me, the undersigned authority in and for said State and County the within named E. L. Puckett, F. A. Peltier and J. M. Gibbs, Incorporators of the Fulton Band Mill Co., each of which being first duly sworn acknowledged that they signed, sealed and delivered the foregoing instrument on the day and year and for the purposes therein named as their act and deed, and for the purposes therein expressed.

Witness my hand and seal on this the 24th day of October, 1935.

(SEAL)

L. L. Sheffield, Notary Public.

Received at the office of the Secretary of State, this the 28th day of October, A. D. 1935, together with the sum of $50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., October 28, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Fulton Band Mill 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 October, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 29th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

proved.

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 October, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 29, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Certificate Number 8679
STATE OF ILLINOIS
Office Of
THE SECRETARY OF STATE

To All to Whom these Presents Shall Come, Greeting:

I, Edward J. Hughes, Secretary of State of the State of Illinois, do hereby certify that the following and hereto attached isa true photostatic copy of Certificate of Incorporation of

THE INTERNATIONAL ASSOCIATION OF LIONS CLUBS

the original of which is now on file and a matter of record in this office.

In testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois. Done at the City of Springfield this 12th day of June, A. D. 1935.

(GREAT SEAL)

Edward J. Hughes, Secretary of State.

Certificate Number 1896
STATE OF ILLINOIS
Office of
The Secretary of State

To All to Whom these presents Shall Come, Greeting:

Whereas, a certificate, duly signed and acknowledged, has been filed in the Office of the Secretary of State, on the 25th day of August, A. D. 1919 for the organization of the

THE INTERNATIONAL ASSOCIATION OF LIONS CLUBS

under and in accordance with the provisions of "An Act Concerning Corporations"approved April 18, 1872, and in force July 1, 1872, and all acts amendatory thereof, a copy of which certificate is hereto attached;

Now, Therefore, I, Louis L. Emmerson, Secretary of State of the State of Illinois, by virtue of the powers and duties vested in me by law, do hereby certify that the said

THE INTERNATIONAL ASSOCIATION OF LIONS CLUBS

is a legally organized Corporation under the laws of this State.

Im Testimony Whereof, I have set my hand and cause to be affixed the Great Seal of the State of Illinois. Done at the City of Springfield this 25th day of August, A. D. 1919, and of the Independence of the United States the one hundred and 44th.

(SEAL)

Louis L. Emmerson, Secretary of State.

FEE $10
2-7834

State of Illinois)
Cook County.) ss.

TO LOUIS L. EMMERSON, Secretary of State:

We, the undersigned Melvin Jones, Frank L. Fry, M. Blink, Joseph Trienens, W. J. Livingston, H. C. Winchell, L. C. Nutter and Albert Scheible citizens of the United States, propose to form a corporation under an Act of the General Assembly of the State of Illinois, entitled, "An Act concerning Corporations," approved April 18, 1872, and all acts amendatory thereof; and for the purpose of such organization we hereby state as follows, to-wit:

1. The name of such corporation is The International Association of Lions Clubs.

Paid
Aug. 25, 1919
$10.00 M. S.

2. The object for which it is formed is

2. The object for which it is formed is, to associate together in an International Association all existing Lions Clubs in the various cities of the world, and to issue membership charters thereto; to organize new Lions Clubs in such other cities of the world as may desire the same to be known as Lions Clubs of (Name of City) and issue membership charters thereto; to govern all such chartered clubs so that they shall be non-political, non-sectarian, not for profit of the individual club or its individual members, but have for the principal object, loyalty to country, intelligence and integrity of all people, our Nation's safety, and to unite its members in the closest bonds of good fellowship and promote a closer business and social union among them; to encourage active participation in all things that have to do with commercial, civil and industrial betterment; to uphold the principles of good government; to assist in every honorable way in furthering the interests of its members and toward bringing about a better understanding among men; to teach that organization, cooperation and reciprocity are better than rivalry, strife and destructive competition; to encourage the application of the highest ethical standards in business and seek, by the exchange of methods and ideas, to increase efficiency in all lines represented; to take part in any meritorious movement, which in the judgment of its members will be for the general good, and may offer its co-operation to other organizations engaged in laudable endeavors for the public welfare. The officers and directors of the International Association of Lions Clubs shall consist of the persons elected by the International Convention of the Lions Clubs beginning with the convention to be held in 1920, and the Constitution and By-Laws of the Association known as the International Association of Lions Clubs which was not incorporated in Illinois heretofore is adopted as the constitution and by-laws of this associations.

3. The management of the aforesaid Association shall be vested in a board of Eight Directors. 3-7834

4. The following persons are hereby selected as the Directors to control and manage said corporation for the first year of its corporate existence, viz: First Vice President, Jesse Robinson, Oakland, Cal., 1st Vice-Pres. Dr. C. C. Reid, Denver, Colo., 2nd Vice-President; F. C. Brinkmann, Jr., Shreveport, La., 3rd Vice Pres., O. C. Lasher, Ardmore, Okla., Sec.Treas. Melvin Jones, Chicago, Ill., Directors, J. J. Boyle, Houston, Texas, Director A. V. Davenport, Tulsa, Okla., Director E. W. Cameron, Minneapolis, Minn.

5. The location is in the city of Chicago, in the county of Cook, in the State of Illinois, and the postoffice address of its business office is at No. 231 Insurance Exchange Bldg. 175 W. Jackson Blvd, in the said city of Chicago.

SIGNED, Melvin Jones,
Frank L. Fry,
Maurice Blink,
Joseph Trienens,
W. J. Livingston,
H. C. Winchell,
L. C. Nutter,
Albert Scheible

4-7834

State of Illinois,)
County of Adams.) ss.

I, Lucile A. Fox, a Notary Public in and for the County and State aforesaid, do hereby certify that on this 20th day of August A. D. 1919 personally appeared before me Melvin Jones, Frank L. Fry, M. Blink, Joseph Trienens, W. J. Livingston, H. C. Winchell, L. C. Nutter and Albert Scheible to me personally known to be the same persons who executed the foregoing certificate, and severally acknowledge that they had executed the same for the purposes therein set forth.

In Witness Whereof, I have hereunto set my hand and seal the day and year above written.

(SEAL)

Lucile A. Fox, Notary Public.

1507

98612

The International Association of Lions Clubs
Incorporation Chicago, Illinois.

TUCKER PRINTING HOUSE JACKSON MISS

CERTTIFICATE $2.50
Note--The Constitution provides that all fees shall "be paid in advance into the State Treasury
FEE $10.00
That all societies, corporations and associations not for pecuniary profit, hereafter or-
ganized under the laws of the State of Illinois, shall pay to the Secretary of State before
shall issue a certificate of incorporation, a fee of $10.00 .---Sec. 10d, p. 1325, Hurd's Re-
vised Statutes of Illinois.

Filed Aug. 25, 1919.
Louis L. Emmerson,
Secretary of State.

Certificate Number 9832
State of Illinois.
Office of
The Secretary of State

To All to Whom these Presents Shall Come, Greetings

I, Edward J. Hughes, Secretary of State of the State of Illinois, do hereby certify that
the following and hereto attached is a true photostatic copy of the Certificate of Amendment
of THE INTERNATIONAL ASSOCIATION OF LIONS CLUBS, filed May 23rd, 1935, the original of which
is now on file and a matter of record in this office.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the
State of Illinois. Done at the City of Springfield this 13th day of September, A. D. 1935.
(SEAL) Edward J. Hughes, Secretary of State.

1.00
May 23, 1935
Edward J. Hughes,
Secretary of State.
W.E.L., Corp. Dept.

1834

State of Illinois)
County of Cook) ss.

I hereby certify that at a regular meeting of the members of the Board of Directors of
The International Association of Lions Clubs, held on April 29th, A. D. 1935, at 2 o'clock
P. M., pursuant to the rules of said corporation, the following resolution was adopted, in
ance with the By-Laws of said corporation:

RECEIVED
Page Line
0389 May 23 '35 19
Edward J. Hughes,
Secy of State.

Whereas; The International Association of Lions Clubs was duly incorporated under the laws of the State of Illinois, on the 25th day of August, 1919; and

Whereas, The charter of the Association is in error as regards the number constituting the Board of Directors, and the office of its principal place of business; be it

Resolved: By the Board of Directors of the International Association of Lions Clubs, that the charter of the corporation be amended to read, "Not less than eight members" as constituting the Board of Directors; and be it

Further Resolved: That the charter be amended to read that its principal place of business in the City of Chicago, in the County of Cook, in the State of Illinois.

1507
612

Melvin Jones,
Secretary.

State of Nebraska)
County of Douglas) ss.

I, Vincent C. Hascall, being duly sworn, declare on oath that I am President of the corporation mentioned in the foregoing certificate, and that the statements therein are true in substance and in fact.

In witness whereof, I have hereunto set my hand and caused the seal of said Corporation to be affixed this 6th day of May, A. D. 1935.
(SEAL) Vincent C. Hascall,
President.

Subscribed and sworn to before me this 6th day of May A. D. 1935.
(SEAL) T. R. Mulholland, Notary Public.

Box 1507 File 98612
Amended Articles of
Incorporation
THE INTERNATIONAL ASSOCIATION
OF LIONS CLUBS
Filed May 23, 1935
Edward J. Hughes,
Secretary of State.

Honorable Sennett Conner,
Governor,
State of Mississippi,
Jackson, Mississippi.

I, the undersigned, hereby certify that I have examined the certified copy of Articles of Incorporation of the International Association of Lions Clubs hereto attached, and find nothing in said Charter that is violative of the Constitution or laws of this state.

Witness my signature, this the 28th day of October, 1935.

GREEK L. RICE, ATTORNEY GENERAL
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of International Association of Lions Club is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 29th day of October, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Received at the office of the Secretary of State this the 29th day of October, 1935, together with a fee of $10.00 deposited to cover the recording fee.

Walker Wood, Secretary of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
COVINGTON COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)
Name

SEC. 1. Be it known that we:/W. M. Campbell, of Covington County, Postoffice Collins, Mississippi; A. B. Peterson, of Covington County, Postoffice Seminary, Mississippi; Sam Herrington, Postoffice Mt. Olive, Mississippo; A. L. McGee, Postoffice Collins, Mississippi; G. D. Speights, Postoffice Collins, Mississippi; C. H. Ingram, Postoffice Seminary, Mississippi; S. F. Mooney, postoffice Sanford, Mississippi; Edd Hooks, Postoffice Collins, Mississippi; M. E. Napier, Postoffice Seminary, Mississippi; G. W. Ross, postoffice, Seminary, Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter in Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be Covington County Erosion Control Association (A.A.L.)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Collins, in the County of Covington, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed, or contemplated by said Chapter 109 of the laws of Mississippi of 1930 or by other laws of the state of Mississippi or of the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 25th day of October, 1935.

W. M. Campbell,
A. B. Peterson,
Sam Herrington,
A. L. McGee,
G. D. Speights,
C. H. Ingram,
S. F. Mooney,
Edd Hooks,
M. E. Napier,
G. W. Ross.

State of Mississippi,
County of Covington.

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the above named W. M. Campbell, C. H. Ingram, A. B. Peterson, S. F. Mooney, Sam Herrington, Edd Hooks, A. L. McGee, M. E. Napier, G. D. Speights, G. W. Ross, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 25th day of October, 1935.

(SEAL)

W. W. Bynum, Circuit Clerk.

Collins, Mississippi, 25th, 1935
Covington County Erosion Control Association (A.A.L.)

We, the undersigned organizing members of Covington County Erosion Control Association (A.A.L.) hereby agree that the organization meeting of said corporation may be held at Collins, Mississippi, at a time fixed by A. B. Peterson, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

W. M. Campbell,
Sam Herrington,
G. D. Speights,
S. F. Mooney,
M. E. Napier,
A.B.Peterson,
A. L. McGee,
C. H. Ingram,
Edd Hooks,
G. W. Ross.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Covington County Erosion Control Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 1st day of November, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 1st day of November, 1935.

(SEAL)

Walker Wood
Walker Wood, Secretary of State

Recorded: November 1st, 1935.

530V

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation of

GULFPORT WHITE BENEVOLENT ASSOCIATION

1. The corporate title of said Association is Gulfport White Benevolent Association.
2. The names and postoffice addresses of the incorporators are: C. A. Ladnier, 3324 Fourteenth Street, Gulfport, Mississippi; W. J. Daniel, General Delivery, Gulfport, Mississippi; Charles Mills, 4220 Fifteenth Street, Gulfport, Mississippi.
3. The domicile of the corporation is Gulfport, Harrison County, Mississippi.
4. The amount of authorized capital stock is none.
5. The sale price per share - no stock to be issued.
6. The period of existence is fifty years.
7. The purposes for which this Association is created are to promote the welfare of its members; to enter into contracts and agreements on behalf of and for the benefit of its members; to make such rules and by-laws for the government of the members of the organization that are not repugnant to the laws of the State of Mississippi. The Association shall issue no shares of stock, shall divide no dividends or profits among the members. Expulsion from membership shall be the only remedy for non-payment of dues. Each member of the organization shall have the right to vote in the election of officers. The loss of membership by death or otherwise, shall terminate the interest of such member in the corporate assets. The members of the Association shall not be liable individually for the debts of the corppration but the entire corporate property shall be liable for the claims of creditors.
8. No shares ~~shall~~ be issued - non profit sharing corporation. In addition to the forgoing said Association shall have all rights and powers conferred by provisions of Chapter 100 of the Laws of 1930 and amendments, not inconsistent with this charter.

C. A. Ladnier, President.
W. J. Daniels, Secretary.
Charles Mills, Treasurer.

State of Mississippi,
County of Harrison.

Personally appeared before the undersigned authority in and for said County and State, C. A. Ladnier, W. J. Daniel and Charles Mills, who each acknowledged that they signed and delivered the above and foregoing charter on the day and year therein mentioned.

Given under my hand and seal of office this 31 day of October, 1935.

(SEAL)

Paul W. Kennedy, Notary Public.

Minutes of the Gulfport White Benevolent Association Call Meeting under date of Oct.31,1935.

There coming on for consideration the matter of incorporating the Gulfport White Benevolent Association under the laws of the State of Mississippi, the matter having been presented to the Association as a whole and a motion having been made and seconded, the following resolution was duly and legally adopted:

WHEREAS, it is the desire of the Gulfport White Benevolent Association to form itself into a non-profit sharing Association, under the laws of the State of Mississippi, and

WHEREAS, the matter has been duly and maturely considered by the Association, be it therefore resolved that C. A. Ladnier, President, W. J. Daniel, Secretary and Charles Mills, Treasurer, take such steps as is necessary to secure a charter of incorporation for the Gulfport White Benevolent Association.

Be it further resolved that the name of the Association shall be Gulfport White Benevolent Association.

C. A. Ladnier, President.
W. J. Daniels, Secretary.
Charles Mills, Treasurer.

Received at the office of the Secretary of State, this the 1st day of November, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., November 1st, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Gulfport White Benevolent Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 1st day of November, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: November 4th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation of

GULFPORT COLORED BENEVOLENT CORPORATION

1. The corporate title of said Corporation is Gulfport Colored Benevolent Corporation.
2. The names and postoffice addresses of the incorporators are: Tom Heartfield, Gulfport, Mississippi; Jim Hout, Gulfport, Mississippi; Ralph Vaughn, Gulfport, Mississippi.
3. The domicile of the corporation is Gulfport, Harrison County, Mississippi.
4. The amount of authorized capital stock is none.
5. The sale price per share - no stock to be issued.
6. The period of existence is fifty years.
7. The purposes for which this corporation is created are to promote the welfare of its members; to enter into contracts and agreements on behalf of and for the benefit of its members; to make such rules and by-laws for the government of the members of the organization that are not repugnant to the laws of the State of Mississippi. The corporation shall issue no shares of stock, shall divide no dividends or profits among the members. Expulsion from membership shall be the only remedy for non payment of dues. Each member of the organization shall have the right to vote in the election of all officers. The loss of membership by death or otherwise shall terminate the interest of such members in the corporate assets. The members of the corporation shall not be liable individually for the debts of the corporation but the entire corporate property shall be liable for the claims of creditors.
8. No shares to be issued - non profit sharing corporation. In addition to the foregoing powers, said Corporation shall have all rights and powers conferred by provisions of Chapter 100 of the Laws of 1930, and amendments, not inconsistent with this charter.

Jim Hout, President.
Ralph Vaughn, Secretary.
Tom Hartfield, Treasurer.

State of Mississippi,
County of Harrison.

Personally appeared before the undersigned authority in and for said County and State, the within named Tom Heartfield, Jim Hout, and Ralph Vaughn, who each acknowledged that they signed and delivered the above abd foregoing charter on the day and year therein mentioned.

Given under my hand and seal of office this 31 day of October, 1935.

(SEAL)

Paul W. Kennedy, Notary Public.

Minutes of the Gulfport Colored Benevolent Corporation, call meeting, under date of Oct.31st,1935.

There coming on for consideration the matter of incorporating the Gulfport Colored Benevolent Corporation, under the laws of the State of Mississippi, the matter having been presented to the Corporation as a whole and a motion having been made and seconded, the following resolution was duly and legally adopted:

WHEREAS, it is the desire of the Gulfport Colored Benevolent Corporation to form itself into a non-profit sharing Corporation, under the laws of the State of Mississippi, and

WHEREAS, the matter has been duly and maturely considered by the Corporation, be it therefore resolved that John Chapman, Jim Hout and Ralph Vaughn take such steps as is necessary to secure a charter of incorporation for the Gulfport Colored Benevolent Corporation.

Be it further resolved that the name of the Corporation shall be Gulfport Colored Benevolent Corporation.

Jim Hout, Pres.
Ralph Vaughns, Sec.
Tom Hartfield, Treas.

Received at the office of the Secretary of State, this the 1st day of November, A. D. 1935, together with the sum of 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Nov. 1st, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Gulfport Colored Benevolent 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 1st day of November, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: November 4, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

GAMMA-IOTA CHAPTER OF THE PI KAPPA ALPHA FRATERNITY

1. The corporate title of said corporation is: Gamma-Iota Chapter of the Pi Kappa Alpha Fraternity.

2. The names of the incorporators are: Lyle Bates, University, Mississippi, Charles Galloway, University, Mississippi, and James Rouse, University, Miss.

3. The domicile is at University, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: No capital stock shall be issued, nor shall any dividends be paid or profits divided among its members; expulsion shall be the only remedy for non-payment of dues; each member shall have the right to one vote in the election of all officers; loss of membership by death or otherwise shall terminate all interest of such member in the corporate assets, and while there shall be no individual liability against members for corporate debts the entire assets of the corporation shall be liable for the claims of creditors.

5. Number of shares for each class and par value thereof: No shares shall be issued. Organized as a welfare association.

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

7. The purpose for which it is created. The purposes for which it is formed are mutual, social, educational and fraternal purposes; to promote sociability, friendship and fraternalism among its members; to conduct entertainments, excursions and social meetings of its members and other persons. It is empowered and authorized to prescribe rules and regulations governing memberships in said corporation, to prescribe and collect dues, to contract and be contracted with, to own, buy, sell, lease or rent real estate, to own, buy, sell, lease or rent personal property, to borrow money and secure the payment of the same by mortgage or otherwise, to issue bonds and secure in the same way, to receive donations or personal and real property, to be made the beneficiary in policies of insurance, to be made the assignee in policies of insurance, to invest any monies that may be in the treasury, and to make all necessary by-laws and rules necessary to the regulation and carrying out of the purpose for which it is formed. The rights and powers that may be exercised by this corporation, inaddition to the foregoing are those conferred by Chapter 100, Code of Mississippi 1930.

The incorporators may call a meeting at any time and place in the University of Mississippi, after the approval of this Charter, for the purpose of electing Directors and doing such other things necessary, looking to the organization of this corporation.

8. Number of shares of each class to be subscribed and paid for before the Corporation may begin business: None.

Lyle Bates
Charles Galloway,
James Rouse,
Incorporators.

State of Mississippi,
County of Lafayette.

This day personally appeared before me, the undersigned authority, Lyle Bates, Charles Galloway and James Rouse, incorporators of the corporation known as Gamma-Iota Chapter of the Pi Kappa Alpha fraternity, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 31st day of October, A. D. 1935.

Ruby McCoy, Notary Public.
My commission expires Sept. 24, 1936.
(SEAL)

Upon motion, duly made and seconded, the following resolution was unanimously adopted.

RESOLUTION

Whereas, it is the sense and desire,-in order that the purposes of this association may be more effectively carried out,- that it be incorporated as a welfare organization, under the laws of the State of Mississippi, under the name of "Gamma-Iota Chapter of the Pi Kappa Alpha Fraternity."

It is therefore ordered that the following members of this association, to-wit: Lyles Bates, Charles Galloway and James Rouse, all of University, Mississippi, be, and they are hereby instructed to have prepared, and submit to the proper legal authorities for adoption, a Charter of Incorporation, for this association and that upon the approval of such Charter said incorporators meet and organize said association into a permanent corporation, and to this end do and perform any and all acts that may be necessary to perform.

CERTIFICATE

I, the undersigned duly elected, qualified and acting Secretary of Gamma-Iota Chapter of the Pi Kappa Alpha Fraternity which met at University, Mississippi on the 30th day of October, A. D. at 7 o'clock P. M., hereby certify that the above is a full, true and correct copy of certain resolution looking to the incorporation of said association, adopted at said meeting shown by the minutes of said meeting now in my possession as such secretary.

Witness my signature, this the 31st day of October, 1935.

James Rouse,
Secretary, Gamma-Iota Chapter of the Pi Kappa Alpha Fraternity.

Received at the office of the Secretary of State, this the 1st day of November, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi, November 1st, 1935.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Gamma-Iota Chapter of the Pi Kappa Alpha Fraternity is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 2nd day of November, 1935.

Sennett Conner, Governor.

By the Governpr,
Walker Wood,
Secretary of State.

Recorded: October 4th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

A resolution for the Incorporation of the Syrian-American Club.

Be It Resolved that it is the desire of a majority of the members of the Syrian-American Club of Clarksdale, Coahoma County, Mississippi, that it shall become incorporated as a Civic Improvement Society under Section 4131 of the Mississippi Code of 1930 and Chapter 100 of said Code.

Be It Further Resolved that Philip Sherman, N. Joseph and A. Kattas, all of whom are bona fide members in good standing of said Club, be and are hereby authorized to apply to the proper authorities for a Charter of Incorporation.

The foregoing resolution, after having been reduced to writing, was offered by Joe Sherman, a member in good standing of the said Club, who moved its adoption; a second was thereto made by N. Joseph, likewise, a member in good standing of said Club; the resolution was thereupon declared by the presiding officer open for discussion; after discussion a vote was thereupon taken, resulting in 22 "ayes" and no "nays"; the resolution was thereupon declared by the President to have been duly passed, approved and adopted, and was ordered spread on the Minutes of said Club.

Abe Sherman, President.

Attest:
J. D. Nosef, Secretary.

I, Abe Sherman, President, and J. D. Nosef, Secretary of the Syrian-American Club of Clarksdale, Coahoma County, Mississippi, do hereby certify that the foregoing is a true and correct copy of the resolution authorizing the incorporation of said Club under the laws of Mississippi as the said resolution duly appears of record at Page 45 of the Minute Book containing the Minutes of said Club.

Witness our signatures on this the 16th day of August, A. D. 1935.

Abe Sherman, President.
J. D. Nosef, Secretary.

The Charter of Incorporation of

SYRIAN-AMERICAN CLUB.

1. The corporate title of said company is Syrian-American Club.
2. The names of the incorporators are: Philip Sherman, Postoffice Clarksdale, Mississippi; N. Joseph, Postoffice Clarksdale, Mississippi; A. Kattas, Postoffice Clarksdale, Mississippi.
3. The domicile is at Clarksdale, Mississippi.
4. Amount of capital stock: No capital stock.
5. The par value of shares is: No shares issued.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To foster and encourage a better spirit of American citizenship; to aid, co-operate and assist other covic organizations in the promotion of the good and betterment of the welfare of this community. To aid and encourage the people of Syrian ancestry to seek and obtain the facilities of all the schools, public and otherwise; to teach and foster respect and observance of all the Laws and customs of the United States. The said corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination 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.
8. The right and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930.

Philip Sherman,
N. Joseph,
A. Kattas.
Incorporators.

Acknowledgment.

State of Mississippi,
County of Coahoma.

This day personally appeared before me, the undersigned authority, Philip Sherman, N. Joseph, and A. Kattas, incorporators of the corporation known as the Syrian-American Club, 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 August, A. D. 1935.

Isadore Frank, Notary Public.
(SEAL)

Received at the office of the Secretary of State this the 4th day of November, A. D. 1935, together with the sum of $10.00 recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., November 5th, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Syrian-American Club is hereby approved. In testimony hereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 5th day of November, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: November 6th, 1935.

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On motion, second and passage thereof, the following resolution was unanimously adopted and ordered spread upon the minutes:

"Be it recorded that on this February 3, 1935, at a regular meeting of the Yocona Council, of Mississippi, of the Boy Scouts of America, held in New Albany, Mississippi, that it is the will of said organization that the Yocona Council of the Boy Scouts of America be incorporated under the laws of the State of Mississippi, and that W. B. Fields, C. V. McKee, R. W. Reed, H. C. Bell, and Hindman Doxey be, and the same are hereby, designated as five active members of said organization who are hereby authorized, empowered, and instructed to make application for a charter for said organization and do all things incident and necessary to perfect the incorporation of said Yocona Council of Boy Scouts of America.

R. W. Reed,
R. W. Reed, President.
James F. Asbury
James F. Asbury, Secretary.

We, the undersigned, R.W.Reed, President of Yocona Area Council, Boy Scouts of America, and James F. Asbury, Secretary thereof, hereby certify that the above and foregoing resolution was duly adopted by said Yocona Area Council, Boy Scouts of America, at a meeting duly held on the 3rd day of February, 1935, at a meeting duly held in New Albany, Mississippi.

R. W. Reed, President.
James F. Asbury, Secretary.

The Charter of Incorporation of

YOCONA AREA COUNCIL, BOY SCOUTS OF AMERICA.

1. The corporate title of said organization shall be: Yocona Area Council, Boy Scouts of America.

2. The names and addresses of the incorporators are: W. B. Fields, Tupelo, Mississippi; C. V. McKee, Pontotoc, Mississippi; R. W. Reed, Tupelo, Mississippi; H. C. Bell, Oxford, Mississippi; and Hindman Doxey, Holly Springs, Mississippi.

3. The domicile of said corporation shall be: Tupelo, Lee County, Mississippi.

4. There shall be no capital stock.

5. There shall be no shares of stock issued.

6. The period of existence of the corporation shall be fifty years.

7. The purposes for which the Corporation is created and powers that may be exercised by said corporation, in addition to those conferred by Chapter 100 of the Mississippi Code of 1930 and amendments thereto, shall be:

To carry on, control and operate the work and activities of that organization known as the Boy Scouts of America in Tupelo, Mississippi, and such other territory as may from time to time be assigned to this corporation by the national organization of Boy Scouts of America; to own property in connection with the said work and activities; to exercise and have all rights, powers and privileges ordinarily belonging to a corporation; to do all things necessary or incidental to the conduct of Boy Scout work in the area allocated to this corporation; to train boys of said area in good citizenship, high ideals, development of health and safety, and along the line of the other ideals and purposes of the national organization known as Boy Scouts of America; and to take over by succession all rights, properties, activities, and functions of the present un-incorporated association known as Yocona Area Council, Boy Scouts of America.

8. The said corporation is organized as an educational and civic improvement organization, and shall never be operated for pecuniary profit of any member or interested party, and shall be strictly a non profit organization.

9. The affairs of the corporation shall be operated and managed in accordance with the Constitution and By-Laws of the Boy Scouts of America, pursuant to Act of Congress approved June 15, 1916, and further in accordance with such corporate by-laws as may be sdopted in harmony therewith."

10. Membership in the corporation shall be controlled by provisions to be contained in the by-laws.

11. Expulsion shall be the only remedy for non-payment of dues; each member shall be entitled to one vote in the election of officers and all matters passed on by the membership; the loss of membership by death or otherwise shall terminate all interest of the member in the corporate assets; and there shall be no individual liability against the members for corporate debts, but the entire corporate property shall be liable for the claim of creditors.

12. This corporation is organized under that part of Section 4131, Mississippi Code of 1930, which provides for the incorporation of non-profit, non-stock fraternal organizations, charitable organizations, civic improvement societies and similar organizations.

Witness our signatures, this 13th day of August, 1935.

R.W.Reed, W.B.Fields,
Clyde V.McKee, H. C. Bell,
Hindman Doxey,
Incorporators.

State of Mississippi,
County of Lee.

Personally appeared before me, the undersigned authority in and for the State and County aforesaid, W. B. Fields and R. W. Reed, who each acknowledged that they each signed and delivered the within and foregoing charter of incorporation on the year and date therein mentioned.

Witness my signature and seal, this 13th day of August, 1935.
(SEAL)

Longino L. Bethay, Notary Public.
My commission expires June 1st, 1937.

State of Mississippi,
County of Pontotoc.

Personally appeared before me, the undersigned authority in and for the State and County aforesaid, C. V. McKee, who acknowledged that he signed and delivered the within and foregoing charter of incorporation on the year and date therein mentioned.

Witness my signature and seal, this 15 day of August, 1935.
(SEAL)

J. D. Hattox, Mayor.

State of Mississippi,
County of Lafayette.

Personally appeared before me, the undersigned authority in and for the State and County aforesaid, H. C. Bell, who acknowledged that he signed and delivered the within and foregoing charter of incorporation on the year and date therein mentioned.

Witness my signature and seal, this 13 day of August, 1935.
(SEAL)

C. D. Bennett, Justice of the Peace.

State of Mississippi,
County of Marshall.

Personally appeared before me the undersigned authority in and for the State and County aforesaid, Hindman Doxey, who acknowledged that he signed and delivered the within and foregoing

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incorporation on the year and date therein mentioned.
Witness my signature and seal, this 16th day of August, 1935.
(SEAL) S.V.Cochran, Chancery Clerk,
By Gladys Miller, D. C.

Certificate of Consent Upon Behalf of the
National Council.

Boy Scouts of America, duly incorporated in the District of Columbia, under and by virtue of
of Congress, June 15, 1916, hereby consents that the Yocona Council of Boy Scouts may use
or the purpose of incorporation the name "Yocona Area Council, Inc., Boy Scouts of America."
Dated: October 28th, 1935. BOY SCOUTS OF AMERICA
(SEAL) By James E. Mar,
Chief Scout Executive.
Attest:
A. Cooke, Jr.

Received at the office of the Secretary of State, this the 6th day of November, A. D. 1935,
together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney
General for his opinion. Walker Wood,
Secretary of State.

Jackson, Miss., November 6, 1935.
I have examined this charter of incorporation of Yocona Area Council, Boy Scouts of America,
and am of the opinion that it is not violative of the Constitution and laws of this State, or of
the United States. Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney
General.

State of Mississippi,
Executive Office,
Jackson.
The within and foregoing Charter of Incorporation of Yocona Area Council, Boy Scouts of
America is hereby 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 November, 1935.
Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: November 6th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

THE CHARTER OF INCORPORATION OF E. W. SADLER & COMPANY, INC.

1. The corporate title of said company is: "E. W. Sadler & Company, Inc."

2. The names and post office addresses of the incorporators are as follows: E. W. Sadler, West Howard Avenue, Biloxi, Mississippi; Walter E. White, Morrison Avenue, Biloxi, Mississippi; Julian Prioleau, Maritime Bldg., New Orleans, Louisiana.

3. The domicile of the corporation is Biloxi, Harrison County, Mississippi.

4. The amount of authorized capital stock is Five Thousand Dollars ($5,000.00), all of which shall be common stock. There shall be a total of one hundred (100) shares and each share shall have a par value of Fifty Dollars ($50.00).

5. The period of existence is fifty (50) years.

6. The purposes for which the corporation is created are as follows:

(a) To acquire, by purchase or otherwise, own, hold, buy, sell, convey, lease, mortgage or incumber real estate or other property, personal or mixed; to loan, upon property, real, personal or mixed, and to take mortgages and assignments of mortgages of the same.
(b) To survey, sub-divide, 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, including the right to purchse, construct, lease, operate and maintain buildings, appliances, fixtures, easements and appurtenances.
(c) To transact a general real estate agency and brokerage business, including the management of estates; to act as agent, broker or attorney in fact for any persons or corporations in buying, selling and dealing in real property and any and every estate and interest therein and choses in action secured thereby; in making or obtaining loans upon such property; in supervising, managing and protecting such property and loans and all interests in and claims affecting the same; in effecting insurance against fire and all other risks thereon, and in managing and conducting any legal actions, proceedings and business relating to any of the purposes herein mentioned or referred to.
(d) To transact all or any other business which may be necessary or incidental, or proper to the exercise of any or all of the aforesaid purposes of the corporation.

7. There shall be only one class of stock, and that shall be common stock. It shall be necessary that fifty shares of said common stock shall be subscribed and paid for before the corporation shall commence business.

Witness our signatures this 9th day of November, 1935.

E. W. Sadler
E. W. Sadler

Walter E. White
Walter E. White

Julian Prioleau
Julian Prioleau

STATE OF MISSISSIPPI
COUNTY OF HARRISON.

Personally appeared before the undersigned authority in and for said county and state, E. W. Sadler, Walter E. White and Julian Prioleau, who acknowledged that they signed and delivered the foregoing charter of incorporation for the purposes therein contained on the day and year therein mentioned.

Witness my signature and seal of office on this 9th day of November, 1935.

(S E A L)

Leslie B. Grant, Notary Public.

Received at the office of the Secretary of State, this the 12th day of November, A. D., 1935, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., November 12, 1935.

I have examined this charter of incorporation of E. W. Sadler & Company, Inc., and am of the opinion that it is not violative of the Constitution and Laws of this State, or of the United States.

Greek L. Rice, Attorney General
By J. A. Lauderdale, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, Jackson.

The within and foregoing Charter of Incorporation of E. W. Sadler & 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 12th day of November, 1935.

By the Governor,

Sennett Conner, Governor.

Walker Wood, Secretary of State.

Recorded: November 13, 1935.

This Organization dissolved and its assets distributed September 30, 1943. Certificate of dissolution filed in this office September 4, 1963.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to the Charter of the Corporation
of
H. H. BAIN ROOFING COMPANY, INC.

H. H. Bain Roofing Company, Inc., hereby respectfully requests that Articles 4-5 of the Charter of said corporation be amended so as to read when amended as follows:
"Articles 4-5. The amount of capital stock and particulars as to class and classes thereto: Twelve Hundred Shares of common stock of the par value of One Hundfed ($100.00) Dollars per share."

H. H. BAIN ROOFING COMPANY, INC.
By H. H. Bain, President.

State of Louisiana,
Parish of Caddo.
Personally appeared before me the undersigned authority in and for said Parish and State, the above and within named, H. H. Bain, Sr., President of the H. H. Bain Roofing Company, Inc., who acknowledged that he, as President of the H. H. Bain Roofing Company, Inc., signed and executed the above and foregoing articles of amendment to the charter of said corporation, this the 12th day of November, 1935.
(SEAL)

W. F. Collie, Notary Public.

RESOLUTIONS
Authorizing Amendment to the Charter of
H.H.BAIN ROOFING COMPANY, INC.
So as to increase the Capital Stock from Forty Thousand Dollars to One Hundred and Twenty Thousand Dollars.

At a special called meeting of the stockholders of the H. H. Bain Roofing Company, Inc., held at the office of the company in rooms 209-210 of the Lampton Building, Jackson, Mississippi, the 12th day of November, 1935, at 9:00 o'clock, a.m., the following resolutions were unanimously passed.
"Be it resolved by the stockholders of the H. H. Bain Roofing Company, Inc., that Articles 4-5 of said charter of said corporation be amended so as to read when amended as follows:
"Articles 4-5. The amount of capital stock and particulars as classes thereof: Twelve Hundred Shares of common stock of the par value of One Hundred ($100.00) Dollars per share."

H. H. Bain, President.
H. H. Bain, Jr., Secretary.

CERTIFICATE

We, H. H. Bain, Sr., President, and H. H. Bain, Jr., Secretary, respectfvely, of the H. H. Bain Roofing Company, Inc., hereby certify that the foregoing is a true and correct copy of the resolutions of the stockholders of the said corporation unanimously passed at a special called meeting of the stockholders of said corporation held at the office of the said company in Rooms 209-210 of the Lampton Building, in the City of Jackson, Mississippi, on the 12th day of November, 1935, at 9:00 o'clock, a.m.
Witness our signatures this the 13th day of November, 1935.

H. H. Bain, President.
H. H. Bain, Jr., Secretary.

Received at the office of the Secretary of State, this the 14th day of November, A. D. 1935, together with the sum of $160.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., November 14, 1935.
I have examined this amendment of charter of incorporation of H. H. Bain Roofing Company, Inc., and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice, Attorney General.
By J.A.Lauderdale, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.
The within and foregoing Amendment to the Charter of Incorporation of H. H. Bain Roofing 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 14th day of November, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: November 14, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
WEST POINT LIVE STOCK COMMISSION COMPANY

1. The corporate title of said Company is the West Point Live Stock Commission Company.
2. The names and postoffice addresses of the incorporators are: W. B. Bryan, West Point, Mississippi; T. E. McDonald, West Point, Mississippi; Henry Miller, West Point, Mississippi; Homer Tomlinson, Jr., West Point, Mississippi; J. G. McDonald, West Point, Mississippi; Ralph Weems, West Point, Mississippi; B. Moseley, West Point, Mississippi.
3. The domicile of the Corporation is at West Point, Clay County, Mississippi.
4. The amount of the Capital Stock authorized is $350.00, which shall be common stock of the par value of $50.00 each, and each share of stock shall have the same privileges and voting power of that of every other share authorized.
5. The period of existence (not to exceed fifty years) is fifty years.
6. The purposes for which the corporation is created and the rights and powers that may be exercised by it, in addition to the rights and powers conferred by Chapter 100 of the Mississippi Code of 1930, are as follows:
(a) To conduct a general live stock and agricultural products commission business within the State of Mississippi.
(b) To own, buy, sell and handle for profit, cattle, horses, mules, hogs and any and all other live stock of every kind and character, and all farm and food products, including hay, corn, seed and other agricultural products, and to conduct auction sales thereof for commission.
(c) To store, house, stable and keep cattle, horses, mules, hogs and any and all other live stock and any and all farm and food products for compensation and profit.
(d) To purchase, sell, lease, acquire, construct, erect, own, hold, operate and maintain live stock pens, stables yards, warehouses and all or any other property, equipment and supplies needful or necessary to carry out the purposes of the corporation.
(e) To make any and all cpntracts of every nature and description, whatsoever, to carry out the purposes of this corporation.
(f) To do any and all other acts or things necessary or desirable for carrying out the purposes of this corporation, including the power to promulgate and adopt by-laws, rules and regulations in conformity with and for the purposes of carrying out the aims and powers of the corporation.
7. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is all hereby authorized being 7 shares of the par value of $50.00 each.

Witness our signatures, this the 30th day of October, 1935.

W. B. Bryan,
T. E. McDonald,
Henry Miller,
Homer Tomlinson, Jr.,
J. G. McDonald,
Ralph Weems,
B. Moseley.

State of Mississippi,
County of Clay.

Personally appeared before me, the undersigned authority of law in and for said County and State, the within named, W. B. Bryan, T. E. McDonald, Henry Miller, Homer Tomlinson, Jr., J. G. McDonald, Ralph Weems, and B. Moseley, who each acknowledged that they each signed and delivered the foregoing application for charter on the date and for the purposes therein set out.

Given under my hand and seal of office, this the 20th day of November, 1935.

(SEAL)

E. J. Lavell, Notary Public.
My commission expires January 28,1938.

Received at the office of the Secretary of State, this the 22nd day of November, A. D. 1935, together with the sum of $20.00 deposited to cover the recording fee, and referredto the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., November 22, 1935.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of West Point Live Stock Commission 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 23rd day of November, 1935.

By the Governor,
Walker Wood,
Secretary of State.

Sennett Conner, Governor.

Recorded: November 25th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Suggested Form of Amendments to Articles of Incorporation for Continuing Mississippi State Banks and Trust Companies issuing one class of preferred stock.

Proposed Amendments to Articles of Incorporation of

MERCHANTS AND MANUFACTURERS BANK OF ELLISVILLE
(Name of Bank)

ELLISVILLE (City) JONES (County) MISSISSIPPI (State)

RESOLVED FIRST, That the capital ~~city~~ of this Corporation be increased in the sum of $70,000.00 by issuance of $70,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $100,000.00, of which $70,000.00 preferred and $30,000.00 is common stock.

RESOLVED SECOND, That the Articles of Incorporation be amended by striking out Articles 8 and 9 and inserting in place thereof the following:

Article 8. "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED THIRD, That the Articles of Incorporation be further amended by striking out Articles and inserting in the place thereof the following:

Article 6. (1) Amount, classes, and shares of capital stock.---The amount of capital stock of this corporation shall be $100,000.00 divided into classes and shares as follows:
(a) $70,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 560 shares of the par value of $125.00 (1) each; and
(b) $30,000.00 par value of common stock (subject to increase upon retirement of preferred stock provided in the second paragraph of section 4 of this Article 6) divided into 300 shares of the par value of $100.00 each.

(2) Assessability of stock.---The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.---The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this article 6) accruing after October 16, 1934 (2) (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon from and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, to but not including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on the first days of February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rates required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.---Dividends or other distributions whether in cash, property, or ~~or~~ otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ~~set~~ paid, or made in respect of the common stock only out of the net profits of the Corporation determined as provided in section 5 of this article 6) accruing after the Recapitalization Date. If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such special reserve a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock ~~xxxx~~ required for the payment of any such stock dividend shall be issuable without any further vote on the part of the holders of stock of any class or any further approval on the part of the State Comptroller.

(5) Determination of net profits.---For the purposes of this article 6, the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six months period ending December 31 or June 30 by deducting from the gross earnings from all sources for such period:
(a) All expenses for such period;
(b) All interest accrued during such period;
(c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including charge-offs, write-downs and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs and write-downs of assets exceed reserves previously set up therefor in such period or any other period, or available unallocated reserves;
(d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of shareholders, without prejudice to such rights as the Corporation may have to recover the same;
(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and
(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending December 31st, 1934 (3) shall be made by reason of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made on account of loss incurred prior to or depreciation in assets existing at the Recapitalization Date. All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earning), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits.---As long as any shares of preferred stock are outstanding, the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (5) hereof, no

The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation.
Insert date on which Articles of Incorporation amended by shareholders.

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payments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936, shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this article 6) on August 1, 1936, of a sum equal to three-quarters of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter of a sum equal to one-half of one per cent of the aggregate par value of the preferred stock at the time outstanding. In the event that the net profits of the Corporation shall on any such February 1 or August 1 be insufficient to permit the payment into such preferred stock retirement fund of the full amount hereinabove provided for, the deficiency shall be fully paid before any net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter specified in this section 6.

(c) To the payment into the preferred stock retirement fund (referred to in section 8 of this article 6) of a sum equal to forty per cent of the remainder, if any, of such net profits: Provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year in accordance with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever: Provided further, however, that unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund required by this paragraph (c) except from such net profits as may have accrued from and after December 31, 1935.

Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this article 6.

(7) Limitations on retirement of stock.---Except with the approval of the State Comptroller no preferred stock shall be called or purchased for retirement by the Corporation unless the unimpaired capital, surplus and undivided profits of the Corporation, and the retirement fund provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide for such retirement) exceed $141,000 (4) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase.---Subject to the provisions of section 7 of this article 6, whenever the balance in the preferred stoc retirement fund shall ammount to as much as $1,400 (5), the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this article 6, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law. Subject to the provisions of section 7 of this article 6, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call.---Subject to the provisions of section 7 of this article 6, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the putstanding preferred stock as a whole, or from time to time in part, pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine (and provided always that the capital shall in no event be reduced below the minimum amount of capital required by law) by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not eraned or declared, accrued to the date of such retirement.

At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or cetificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be cancelled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation, etc. By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the State Comptroller and such other conditions as at the time may be required by law

(3) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(4) This figure, representing approximately the umimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.

(5) This figure will be fixed by Reconstruction Finance Corporation.

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided that no vote of the ho

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preferred stock shall be required with respect to any issue of additional shares of common stock the entire proceeds of such issue are to be used for the retirement of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 6 in connection with the retirement of shares of preferred stock;

(b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock;

(c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;

(d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding;

(e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all or substantially all of the assets and business of any banking corporation or trust company; all or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan of reorganization of the Corporation may be carried into effect---

provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article 6 and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation, without the approval of the State Comptroller.

(11) Preemptive rights.---In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proposrtion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proposrtion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights.-----(a) Except as otherwise provided in sections 10 and 13 of this article and in this section 12, each holder of stock of any class shall be entitled to vote on all matters vote for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many voted as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principles among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time with three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock of the time outstanding shall be entitled, as a class, to vote on all matters twice the number of votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in subparagraph (2) of section 13 of this article 6, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights.---If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding---

(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article 6) in accordance with the requirements of paragraph (c) of section 6 of this article 6 on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or

(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or

(d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation---

then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said consitions in (a), (b), (c) and (d) above shall continue; and in such event all directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller, at any time shall notify the Corporation that any director, officer or employee of the Corporation is disregarded by Reconstruction Finance Corporation as unsatisfactory and in case such director, officer or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been

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affected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation.---In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section.

Article 13. (a) Officers.---The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The Directors shall have power to elect one or more Vice-Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and subject to the provisions of sub-paragraphs (1) and (2) of section 13 of article 6 hereof, to fix the salaries to be paid to them, and to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand;

(b) Powers of Board of Directors.---The Board of Directors shall have the powers to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the corporation and the management of its affairs, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these articles of Incorporation.

Article 14. Special meetings of shareholders.---Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED FOURTH, That each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED FIFTH, That the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a meeting of the shareholders of Merchants and Manufacturers Bank of Ellisville, (Name of Bank)
Ellisville, Mississippi, held on October 16, 1934, 10 days' notice of the proposed business having (City) (State)
been given by registered mail, all of the foregoing resolutions were adopted by the following vote,---the affirmative vote representing 83% of the total number of shares of capital stock outstanding.

Total number of shares of capital stock.....300
Total number of shares represented at the meeting.....249½
Total number of shares voted in favor of the resolution.....249½
Total number of shares voted against the resolution.....None

I hereby certify that this a true and correct report (a) of the number of days' notice given by registered mail, of the meeting of shareholders of this bank held on the date above mentioned, (b) of the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the shareholders voting therefor and the number of shares voted by each is on file in the bank; (e) that no shares of stock of this bank owned by this bank were voted at said meeting; (f) that no shares of stock held by this bank as sole trustee were voted at said meeting; and (g) that no shares of stock of this bank held by this bank as co-trustee were voted at said meeting by this bank; and (h) that no director, other officer or employee acted as proxy at said meeting.

(SEAL) W. H. Allsworth,
President or Vice-President.

Subscribed and sworn to before me this 18 day of November, A. D. 1935.
(SEAL) J. T. Taylor, Notary Public.

State of Mississippi,
Department of Bank Supervision,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Merchants & Manufacturers Bank of Ellisville, Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of ~~$xx~~ $70,000.00 by the issuance of $70,000.00 of Preferred Stock under the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, making the total capital of Merchants & Manufacturers Bank of Ellisville, $100,000.00, $70,000.00 of which is Preferred Stock and $30,000.00 is Common Stock, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 19th day of November, 1935. (SEAL)

M. D. Brett, State Comptroller.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Received at the office of the Secretary of State, this the 19th day of November, A. D. 1935, together with the sum of $140.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., November 19, 1935.

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

Greek L. Rice, Attorney General.
By J. A. Lauderdale, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Merchants and Manufacturers Bank of Ellisville is hereby approved.

In testimony whereof, I have herunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 19th day of November, 1935.

Sennett Conner, Governor.

To the Governor,
Walker Wood,
Secretary of State.

Recorded: November 20th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to Article 4 of the Charter of Incorporation of Geisenberger & Friedler Company adopted by the stockholders and directors thereof at a special joint meeting held on the 22nd day of November, A. D., 1935, at the office of said Corporation in Natchez, Adams County, Mississippi.

Be It Resolved by the stockholders and directors of Geisenberger & Friedler Company that with the approval and consent of the Governor of Mississippi Article 4 of the Chapter of Incorporation of Geisenberger & Friedler Company be and the same is hereby amended so as to read as follows: "Amount of capital stock Ninety- Six Thousand ($96,000.00) Dollars."

J. J. Friedler
Vice President

Sam Geisenberger, Jr.
Secretary-Treasurer

(Rose S. Loeb) Mrs. Charles Loeb
Stockholder

(SEAL)

Attest: Sam Geisenberger, Jr.
Secretary-Treasurer

STATE OF MISSISSIPPI,
County of Adams.

Personally appeared before me the undersigned authority in and for said County and State the within named J. J. Friedler, Vice President, Sam Geisenberger, Jr., Secretary-Treasurer, and Mrs. Charles Loeb, a stockholder of said corporation, who acknowledged that as such officers and stockholders they signed, sealed and delivered the foregoing instrument of writing being an amendment to Article 4 of the Charter of Incorporation of Geisenberger & Friedler Company, as their voluntary act and deed and as the act and deed of said Geisenberger & Friedler Company.

Given under my hand and notarial seal at Natchez, Adams County, Mississippi, on this the 22nd day of November, A. D., 1935.

(S E A L) W. A. Geisenberger, Notary Public.

Received at the office of the Secretary of State, this the 2nd day of December, A. D., 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., December 2nd 1935.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Geisenberger & Friedler 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 2nd day of December, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: December 3rd, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Recorded by State Tax Commission as authorized by Section 15, Chapter 182, Laws of Mississippi 1934 2/17/42

Charter of Incorporation of

NEW WHITE HOUSE COMPANY

1. The corporate title of said Company is New White House Company.
2. The names of the incorporators and their postoffice addresses are: John T. White, Biloxi, Mississippi; Arthur Taylor, Como, Mississippi; Walter E. White, Biloxi, Mississippi.
3. The domicile of the corporation is Biloxi, Mississippi.
4. The amount of authorized capital stock is $10,000.00.
5. The par value per share is $50.00.
6. The period of existence is 50 years.
7. The purposes for which the corporation is created is to buy, sell, lease and engage generally in the business of owning, operating and leasing Hotels. The rights and powers that may be exercised by said corporation, in addition to the above, are those conferred by the provisions of Chapter 100, Code of Mississippi of 1930.

John T. White,
Arthur Taylor,
Walter E. White.

State of Mississippi,
County of Harrison.
Personally appeared before the undersigned authority in and for said County and State, Walter White and John T. White, who each acknowledged that they signed and delivered the foregoing charter on the day of the date thereof.
Given under my hand and seal of office this 30th day of October, 1935.
(SEAL) F. C. Goodman, Notary Public.

State of Mississippi,
County of Panola.
Personally appeared before the undersigned authority in and for said County and State, Arthur Taylor, who acknowledged that he signed and delivered the foregoing instrument on the day of the date thereof.
Given under my hand and seal of office, this 4th day of October, 1935.
(SEAL) H. H. Bemis, Notary Public.

Received at the office of the Secretary of State, this the 4th day of December, A. D. 1935, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.
Walker Wood, Secretary of State.

Jackson, Miss., December 4, 1935.
I have examined this charter of incorporation of New White House Company, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.
Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.
The within and foregoing Charter of Incorporation of New White House 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 4th day of December, 1935.
Sennett Conner, Governor.

The Governor,
Walker Wood,
Secretary of State.

Recorded December 6th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Notice of Amendment to Charter
of
Incorporation of

TUPELO BRICK & TILE COMPANY

By virtue of the resolution of the stockholders of Tupelo Brick & Tile Company adopted at the regular annual stockholders' meeting, held pursuant to the provisions of the By-laws, on the 8th. day of January 1935, the Charter of Incorporation of Tupelo Brick & Tile Company, ranted on the 18th., day of December 1924, recorded in Corporation Record Book No. 25 page 143, in the office of the Secretary of State, is amended by reducing the par value and number of shares so that Sections 4 and 5 shall now read as follows:

Section 4. Amount of capital stock $5,000.00.

Section 5. The par value of the shares shall be $2.00 per share.

Witness the signature of the President and Secretary of said Corporation under the Seal thereof on this the 26th day of November, 1935.

R. F. Reed, President.

A. L. Wylie, Secretary.

(SEAL)

State of Mississippi,
County of Lee.

Acknowledgment.

This day personally appeared before me the undersigned authority in and for said county and state, R. F. Reed and A. L. Wylie, who after being first duly sworn make oath that they are the President and Secretary respectively of Tupelo Brick & Tile Company and who acknowledged that they signed and executed the foregoing Amendment to the Charter of Incorporation of Tupelo Brick & Tile Company, on the date therein shown as the act and deed and for and on behalf of said Corporation.

Given Under my hand and seal on this the 26th day of November, 1935.

(SEAL)

F. G. Thomas, Notary Public.

Received at the office of the Secretary of State, this the 4th day of December, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., December 4, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Tupelo Brick & Tile Company is hereby approved.

In testimony whereof, I have hereunto ~~xff~~ set my hand and caused the Great Seal of the State of Mississippi to be affixed this 5th day of December, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: December 6th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incprporation of
PICAYUNE COCA-COLA BOTTLING COMPANY

1. The Corporate Title of said Company shall be: "Picayune Coca-Cola Bottling Company."
2. The names of the incorporators are: W. A. Thomson, Hattiesburg, Miss.; Mrs. Olivia Hollingsworth, Hattiesburg, Miss.; M. M. Roberts, Hattiesburg, Miss.
3. The domicile is at Picayune, Pearl River County, Mississippi.
4. The amount of the capital stock is $6,400.00, consisting of 64 shares of the par value $100.00 per share; all of said stock being common stock and of the same class and without any preference as to privileges or restrictions.
5. The period of existence is Fifty (50) years.
6. The purposes for which the Company is created are: To engage in the business of manufacturing, bottling and distributing of Coca-Cola and other soft drinks, carbonated or otherwise, also to engage in the purchase and sale of such drinks, or any of same; to do a general wholesale and retail business in dealing with said manufactured drinks; to buy, own, acquire and sell lands and other property, except as prohibited by law; to buy, own, acquire, sell and otherwise dispose of stocks, bonds, notes, evidences of indebtedness and negotiable instruments; to borrow and loan money; to buy, own, acquire, use and to sell, exchange and otherwise dispose of property, both real and personal, except as prohibited by law, and to do any and all other things not prohibited by law, which might be necessary or convenient for the principal businesses above specified.
7. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business, is 32 shares.

W. A. Thomson,
Mrs. Olivia Hollingsworth,
M. M. Roberts,
Incorporators.

State of Mississippi,
Forrest County.

Personally appeared before me, the undersigned Notary Public in and for said County and State, W. A. Thomson, Mrs. Olivia Hollingsworth and M. M. Roberts, who acknowledged that they, on this day executed the above and foregoing application for Charter of Picayune Coca-Cola Bottling Company.

Given under my hand and seal of office, this the 17th day of December, A. D. 1935.

D. W. Hutchins, Notary Public.
My Commission expires Jan. 31, 1936.

Received at the office of the Secretary of State, this the 18th day of December A. D. 1935, together with the sum of $24.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., December 18, 1935.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Picayune Coca-Cola Bottling Company is hereby approved.

In testimony wherepf I have herunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 19th day of December, 1935.

Sennett Conner, Governor.

To the Governor:
Walker Wood,
Secretary of State.

Recorded: December 20th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

W. J. LEWIS DRILLING CO.

1. The corporate title of said company is W. J. LEWIS DRILLING CO.
2. The names of the incorporators are: W. J. Lewis, Jackson, Mississippi; W. E. Lewis, Jackson, Mississippi.
3. The domicile of said corporation is Jackson, Mississippi.
4. The amount of capital stock with particulars as to classification of stock is as follows: There shall be One Thousand shares of common stock of the par value of $10.00 per share.
5. The period of existence of said corporation is fifty years.
6. The purposes for which this corporation is created are: (a) To drill for oil or gas; (b) to build refineries, pumping stations, tanks, and pipe lines; (c) to buy, sell and deal in oil and gas leases and royalties and other mineral rights; (d) to lease or buy land, or rights in land necessary to carry on its business; (e) to do, generally, any and all things lawful and necessary to carry on an oil and gas business for which purpose this corporation is created.

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

7. The number of shares of each class of stock to be subscribed and paid for before the corporation may begin business is: Seven hundred fifty shares of common stock.

Witness our signatures this the 19th day of December, 1935.

W. J. Lewis,
W. E. Lewis,

ACKNOWLEDGMENT

State of Mississippi,
Hinds County.

This day personally appeared before me, the undersigned authority within and for the jurisdiction, ~~the~~ aforesaid, the above named W. J. Lewis, and W. E. Lewis, incorporators of the corporation known as W. J. Lewis Drilling Co., who each and severally acknowledge that they executed the above and foregoing articles of incorporation as their own act and deed, and on the date therein set forth.

Given under my hand and seal this the 19th day of December, 1935.

(SEAL)

B. M. Brady, Justice of the Peace.

Received at the office of the Secretary of State, this the 19th day of December, A. D. 1935, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., December 19, 1935.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of W. J. Lewis Drilling 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 19th day of December, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 20th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

FROM THE MINUTES OF THE BOARD OF DIRECTORS OF THE MERCHANTS & PLANTERS COOPERATIVE GIN CO., SUNFLOWER, MISSISSIPPI.

The following excerp taken from page #67 et seqr of the minute book of Merchants & Planters Cooperative Gin Company, Sunflower, Mississippi, under proceedings had and done at a special meeting thereof held on the 27th day of November, 1935;

"BE IT REMEMBERED that on this, the 27th day of Nov. 1935, at 10 o'clock A. M. a special meeting of the Board of Directors of the Merchants & Planters Cooperative Gin Company was held at the present office of said Company in the Town of Sunflower, Miss., said meeting having been called by three members of said Board, the call therefor stating the time, place, and purpose of said meeting, and said meeting having been called and held strictly in accordance withthe By-Laws of the corporation, when and where there were present the following directors, towit;

Arthur B. Clark, E. F. Mullen, W. E. Wiggins, J. A. Williams, J. T. Lancaster, Dr. J. A. Clark, O. Fox, Jr., and T. P. Parks,

This being all of the directors of said company except George E. Baird, and which constitutes more than two-thirds of all of the members of the Board of Directors of said gin company; and when where the following proceedings were had and done to-wit:

The following resolutions having been previously reduced to writing was read, carefully considered, and on motion duly made and seconded was unanimously adopted, to-wit;

WHEREAS, by an amendment to the charter of said Merchants & Planters Cooperative Gin Company, heretofore adopted, said company has come under the provisions of Article 2, Chapter 99, of the Mississippi Code of 1930; and,

Whereas, a further amendment to said charter and or articles of association is deemed to be necessary to more clearly designate cooperative distribution of profits of said Corporation to the members thereof;

NOW THEREFORE, be it, and it is hereby resolved by the Board of Directors of the Merchants & Planters Cooperative Gin Company of Sunflower, Mississippi, that the charter of incorporation and or articles of association of said company, as amended, be, and the same are hereby amended further, so as to read as follows, to-wit:

'The Charter of Incorporation of
Merchants & Planters Cooperative Gin Company

1. The corporate title of said company is Merchants & Planters Cooperative Gin Company.
2. The name of the incorporators are: L. E. Claiborne, Postoffice Sunflower Miss. M. E. Wiggins, postoffice Sunflower, Miss. J. T. Lancaster, postoffice Sunflower, Miss. J. E. Clark, postoffice Sunflower, Miss. E. F. Mullen, postoffice Sunflower, Miss. J.E. Yearger, postoffice Sunflower, Miss. O. S. Cantwell, postoffice Sunflower, Miss.
3. The domicile is at Sunflower, Sunflower, Mississippi.
4. The amount of capital stock is $20,000.00, divided into two hundred shares of the par value of One Hundred Dollars each, and all of said shares of said capital stock shall be preferred stock, which said preferred stock shall be entitled to receive a fixed dividend of eight per centum per annum, but said fixed dividend of eight per centum shall be non-cumulative.
5. The period of existence is fifty years.
6. The purpose for which it is created is to own, lease, rent, operate and maintain public cotton gins, buy and sell cotton seed, and buy and sell cotton cooperatively for its stockholders and members, and do and perform any and all other acts and things necessary or expedient to carry out and further the purpose and business of the corporation, and in carrying out the purposes for which it is created.

The rights, powers, and privileges that may be exercised by this corporation, in addition to the foregoing, and to those hereafter mentioned, are those conferred by article 2 of chapter 99 of the Mississippi Code of 1930, said corporation having brought itself under the provisions of said article and chapter by an amendment adopted under and by virtue of section 4121 of the Mississippi Code of 1930, and this further amendment is adopted under and by virtue of Section 4106 of the Mississippi Code of 1930.

7. The total number of shares of stock to be subscribed and paid for before the corporation begins business is one hundred shares, and the said shares may be paid for in cash or property.
8. At the conclusion of each year's operations an accounting shall be made of the operations of the company for the preceeding year, and there shall be first charged off all of the operating expenses, together with an amount sufficient to pay a dividend of 8% on the outstanding preferred stock, and the remaining net profit, if any, shall be allocates in accordance with the true operations to, first, purchases and resale of cotton seed of cooperative members, and second, ginning operations. Such accounting shall show the gross amount charged at prevailing prices for ginning, and shall likewise show the gross proceeds from sale of seed and against these separate items of revenue there shall be charged to each the proper expense allocable to each division of the company's business. The resultant net profit or loss by department, thus determined, shall then be apportioned as follows:

The seed profit or loss shall be apportioned to the accounts of the various cooperative members in exact proportion to the tonage of seed sold or turned in by them to the corporation; and second, profit or loss from operations of the gin shall be apportioned to the account of cooperative members in exact proportion to the number of pounds of lint cotton ginned by said cooperative members. In determining the weight of seed and number of pounds of lint cotton, there shall be taken to account for each cooperative member that seed or cotton brought to the gins of the corporation their tenants or renters, or by other affiliated interests patronizing said gin at their direction.

9. Membership of this corporation may be extended by producers of cotton without ownership of any share or shares therein upon application therefor made in writing, and subject to the approval and contract requirements imposed by the By-Laws of said corporation.

L. E. Claiborne, M. E. Wiggins, J. T. Lancaster, J.E.Clark,
E. F. Mullen, J. E. Yearger, O. S. Cantwell, Incorporators.

From the Minutes of a Meeting of the Members of the Merchants & Planters Cooperative Gin Company, Sunflower, Mississippi.

The following excerp copied from page #70 et seqr., of the minutes of a special meeting of the Merchants & Planters Cooperative Gin Company, Sunflower, Miss., held on Dec. 3rd, 1935.

"Be It Remembered that on this, the 3rd day of Dec., 1935, at 10 o'clock A. M., a special meeting of the members of the Merchants & Planters Cooperative Gin Company, a cooperative association, was held at the office of said association in the Town of Sunflower, Miss., said meeting having been called by the Board of Directors of said Association, the call therefor stating the time, place, and purpose of said meeting, and said meeting having been called and held strictly in accordance with the by-laws of said association, when and where there were present the following members, tow-it: J. T. Lancater; H. Dattel; E. F. Mullen; P. G. Fisackerly; E. W. Williams; T. P. Parks; A. B. Clark; M. E. Wiggins; E. D. Williams; B. L. Dodd; J. A. Clark; L. H. Norris; R. C. Fox, Jr.; J. E. Matthews; Will Harris; and J. A. Williams; in person; and the following by proxy of M. E. Wiggins, secretary and treasurer of said Association; M. D. Brownstein; A. M. Haywood, Bank of Ruleville,; J. W. Hughes; Allen Riley;

This being more than a majority of all of the members of said Association whose names are of record on the books of the association as of this date; and where the following proceedings were had and done to-wit;

The following resolution having been previously reduced to writing, was read, carefully con-

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sidered, and on motion duly made and seconded was unanimously adopted, to-wit: (the secretary-treasurer, M. E. Wiggins having read and announced the vote of the absent members for which he held a proxy).

Whereas, by an amendment to the charter of said Merchants & Planters Cooperative Gin Company, heretofore adopted, said company has come under the provisions of Article 2, Chapter 99, of the Code of Miss., of 1930; and,

Whereas, a further amendment to said charter and or articles of association is deemed to be necessary to more clearly designate cooperative distribution of profits of said Corporation to the members thereof:

Now Therefore, be it, and it is hereby resolved by more than a majority of the members of the Merchants & Planters Cooperative Gin Co., of Sunflower, Miss., that the charter of incorporation and articles of association of said Company, as amended, be, and the same are hereby amended further, so as to read as follows, to-wit;

'The Charter of Incorporation of Merchants &
Planters Cooperative Gin Company.

1. The corporate title of said company is Merchants & Planters Cooperative Gin Company.

2. The names of the incorporators are: L. E. Claiborne, Post Office Sunflower, Miss.; M. E. Wiggins, Post Office, Sunflower, Miss.; J. T. Lancaster, Post Office, Sunflower, Miss.; J. E. Clark, Post Office, Sunflower, Miss.; E. F. Mullen, Post Office, Sunflower, Miss.; J. E. Yearger, Post Office, Sunflower, Miss.; O. S. Cantwell, Post Office, Sunflower, Miss.

3. The domicile is at Sunflower, Sunflower, Mississippi.

4. The amount of capital stock is $20,000.00, divided into two hundred shares of the par value of One Hundred Dollars each, and all of said shares of said capital stock shall be preferred stock, which said preferred stock shall be entitled to receive a fixed dividend of eight percentum per annum, but said fixed dividend of eight percentum shall be non-cumulative.

5. The period of existence is fifty years.

6. The purpose for which it is created is to own, lease, rent, operate and maintain public cotton gins, buy and sell cotton seed, and buy and sell cotton cooperatively for its stockholders and members, and do and perform any and all other acts and things necessary or expedient to carry out and further the purpose and business of the corporation, and in carrying out the purposes for which it is created.

The rights, powers, and privileges that may be exercised by this corporation, in addition to the foregoing, and to those hereinafter mentioned, are those conferred by article 2 of chapter 99 of the Mississippi Code of 1930, said corporation having brought itself under the provisions of said article and chapter by an amendment adopted under and by virtue of section 4121 of the Mississippi Code of 1930, and this further amendment is adopted under and by virtue of Section 4106 of the Mississippi Code of 1930.

7. The total number of shares of stock to be subscribed and paid for before the corporation begins business is one hundred shares, and the said shares may be paid for in cash or property.

8. At the conclusion of each year's operations an accounting shall be made of the operations of the company for the preceding year, and there shall be first charged off all of the operating expenses, together with an amount sufficient to pay a dividend of 8% on the outstanding preferred stock, and the remaining net profit, if any, shall be allocated in accordance with the true operations of the first, purchases and resale of cotton seed of cooperative members, and second, ginning operations. Such accounting shall show the gross amount charged at prevailing prices for ginning, and shall likewise show the gross proceeds received from sale of seed and against these separate items of revenue there shall be charged to each the proper expense allocable to each division of the company's business. The resultant net profit or loss by department, thus determined, shall then be apportioned as follows:

The seed profit or loss shall be apportioned to the accounts of the various cooperative members in exact proportion to the tonage of seed sold or turned in by them to the corporation; and second, the profit or loss from operations of the gin shall be apportioned to the account of cooperative members in exact proportion to the number of pounds of lint cotton ginned by said cooperative members.

In determining the weight of seed and number of pounds of lint cotton, there shall be taken into account for each cooperative member that seed or cotton brought to the gins of the corporation by tenants or renters, or by other affiliated interests patronizing said gin at their direction.

9. Membership of this corporation may be extended to producers of cotton without ownership of any shares or shares therein upon application therefor made in writing, and subject to the approval and contract requirments imposed by the by-laws of said corporation.

L. E. Claiborne, M. E. Wiggins, J. T. Lancaster,
J. E. Clark, E. F. Mullen, J. E. Yearger,
O. S. Cantwell, Incorporators.'

State of Mississippi,
Sunflower County.

We, Arthur B. Clark, president, and M. E. Wiggins, Secretary of the Merchants & Planters Cooperative Gin Company, a cooperative ginning association, organized and operating under Article 2 of Chapter 99 Code of Mississippi, for 1930, hereby certify that the foregoing proposed amendments to the Articles of Association of said Merchants & Planters Copperative Gin Company were approved by a vote of not less than two thirds of all of the members of the Board of Directors of said Merchants & Planters Cooperative Gin Company, at a special meeting thereof held in accordance with the provisions of the By-Laws of said association on the 27th day of November, A.D., 1935, and that said proposed amendments were thereafter submitted to a special meeting of the members of the said Merchants & Planters Cooperative Gin Company, a cooperative association, and were adopted at such special meeting of the members of said Association held on the 3rd day of December, 1935, and that the same were adopted by a majority vote of all of the members of said association whose names appear of record on the books of said association on the date of the holding of said special meeting, and we, the said Arthur B. Clark, and M. E. Wiggins, as such president and secretary of said association, further certify that the minutes of the Board of Directors of said Association, and the minutes of stockholders and members meetings of said Association show affirmatively the action of said Board of Directors by not less than two-thirds majority vote, and show affirmatively the action of the members of said association by a majority vote of all members whose names are of record on the books of the Association that such proposed amendments to the articles of association of said association were so approved and adopted.

Arthur B. Clark, President, Merchants & Planters
Cooperative Gin Company.
M. E. Wiggins, Secretary-Merchants & Planters
Cooperative Gin Company.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Amendment of articles of Association of Merchants & Planters Cooperative Gin Company hereto attachedm together with a duplicate thereof, was pursuant to the provisions of Section 4106, Code of Mississippi of 1930, filed in my said office this the 7th day of December, 1935, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 547-548, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 7th day of December, 1935.

Walker Wood,
Walker Wood, Secretary of State

TUCKER PRINTING HOUSE JACKSON MISS

Stockholders Meeting.

Meeting of the stockholders was held in the office of L. W. Richardson & Company, Inc., Columbus, ndes county, Mississippi, on the 2nd day of December, 1935, all stockholders being present in son, and all stockholders of the said corporation having waived notice and agreed to an immediate ckholders meeting for the purpose of voting on the issuance and sale of 6% cumulative guaranteed ferred stock in the amount of $25,000.00, and the awiver of the call to the said meeting is on e and reads as follows, to-wit:

"We, the undersigned, being the sole and only stockholders in the corporation of L. W. Richardson, ., of Columbus, Lowndes county, Mississippi, do hereby waive notice of specially called meeting agree that the said meeting may be held at once for the purpose of considering the matter of voting an amendment of the charter of the said corporation to provide for issuance of $25,000.00 at cumulative guaranteed preferred stock by the said corporation and sell the same in whole or in t."

Whereupon meeting was called to order by C. H. Richardson, president, and motion was made by ner Richardson, one of the stockholders, that preferred stock be issued in the amount of ,000.00, $250 shares at $100.00 a share, 6% cumulative guaranteed dividend, and that the same ld be sold in whole or in part at par and accrued interest, if sold after the date of same, and the charter to the corporation be amended to that extent.

he said motion was duly seconded and carried by unanimous vote of all stockholders and stock. his 2 day of December, A. D. 1935.

C. H. Richardson, President.
Loyd Richardson, Secretary.

AL)

e of Mississippi,
des county.

ersonally appeared before the undersigned authority in and for said county and state, C. H. ardson, president of L. W. Richardson & Company, Inc., of Columbus, and Lloyd Richardson, secre- , who being by me first duly sworn say on oath that the above and foregoing is a true and correct of the minutes of the meeting as set out therein on the date thereof.

itness my signature and seal of office this 2 day of December, A. D. 1935.

H. I. Tate,

PUBLIC SEAL)

e, the undersigned, being the sole and only stockholders in the corporation of L. W. Richardson, of Columbus, Lowndes county, Mississippi, do hereby waive notice of specially called meeting agree that the said meeting may be held at once for the purpose of considering the matter of g for an amendment of the charter of the said corporation to provide for issuance of $25,000.00 cumulative guaranteed preferred stock by the said corporationx and sell the same in whole or art.

itness our signatures this 2 day of December A. D. 1935.

C. H. Richardson, Individually.
C. H. Richardson, Guardian of the estate of Oren Richardson and Eulon Richardson, minors.
Lloyd Richardson
Luther Richardson
Leota Richardson Wright.

e of Mississippi,
des County.

ersonally appeared before the undersigned authority in and for said county and state C. H. ardson, individually, and as guardian of the estate of Oren Richardson and Eulon Richardson, , and Luther Richardson and Lloyd Richardson and Leota Richardson Wright, who each and severally owledge that they being the sole and only stockholders in the corporation of L. W. Richardson pany, Inc., did sign and deliver the above and foregoing waiver and agreement for an immediate g of the stockholders of the corporation as set out therein.

itness my signature and seal of office this 2 day of December A. D. 1935.

H. I. Tate.

eceived at the office of the Secretary of State, this the 5th day of December, A. D. 1935, to- er with the sum of $50.00 deposited to cover the recording fee, and referred to the Attorney al for his opinion.

Walker Wood, Secretary of State.

on, Miss.,
ber 5, 1935.

have examined this amendment of charter of incorporation of L. W. Richardson & Company, Inc., am of the opinion that it is not violative of the Constitution and laws of this State, or of the ed States.

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

e of Mississippi,
utive Office,
son,

e within and foregoing Amendment to the Charter of Incorporation of L. W. Richardson & Company, is hereby approved.

n testimony whereof, I have herunto set my hand and caused the Great Seal of the State of Mis- ippi to be affixed, this 5th day of December, 1935.

Sennett Conner, Governor.

he Governor,
er Wood,
retary of State.

rded: December 6th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

#6870

Amendment to Charter of
Incorporation
of

THE MACON CREAMERY COMPANY

NOTICE.

An amendment to the charter of THE MACON CREAMERY COMPANY.

At a regular meeting of the Stockholders of THE MACON CREAMERY COMPANY due notice having been given and 88 shares of the Total 100 shares of stock represented,

RESOLVED: That the Charter of the said Macon Creamery Company be amended by changing Article One of the Charter so as the Corporate name be the Macon Building and Supply Company, having its domicile at Macon, Mississippi, and taking effect as of Jan. 1st, 1936.

Macon, Miss., December 5th, 1935.

E. F. Hardin, President.
B. F. Cox, Sec'y & Treas.

State of Mississippi,
Noxubee County.

Personally appeared before me, Ernestine Parker, a Notary Public in and for Noxubee County, Mississippi, the above named E. F. Hardin President and B. F. Cox, Secretary, of the Macon Creamery Company of Macon, Miss., who acknowledged before me that they each signed and delivered the above and foregoing as the act and deed of the Macon Creamery Company.

In witness whereof I hereunto set my hand and seal of office at Macon, Miss., this the 5 day of Dec. 1935.

Ernestine Parker, Notary Public.

(SEAL)

Page # 21.
December 4th, 1935.

Excerpt of copy of minutes of meeting of Stockholders of Macon Creamery Co., held in their office December 4th, 1935, at 3:00 P. M.

Present:
E. V. Yates, Chairman.
E. F. Hardin, President.
B. F. Cox, Secty & Treas.
Mrs. C. B. Dorroh.
Mrs. J. G. Horton.

Meeting called to order by President.

Purpose of this meeting is to change the name of the present Macon Creamery Co., to the name of Macon Building & Supply Co., and that it take effect January 1st, 1936.

Motion by B. F. Cox that the above change be made as stated, seconded by E. F. Hardin all voting yea.

Motion that B. F. Cox be added to present list of directors, seconded and all voting yea.

There being 100 shares of stock of the Macon Creamery in all, those present at this meeting viz:

E. F. Hardin.....47 shares.
B. F. Cox.....36 shares.
Mrs. C. B. Dorroh..... 2 shares.
Mrs. J. G. Horton..... 3 shares.
Total.....88 shares.

There being no further business, motion made to adjourn.

Chairman of Board
E. V. Yates.

Secty & Treas.
B. F. Cox.

State of Mississippi, Noxubee County.

Personally appeared before me, the undersigned authority in and for said county and state, E. F. Hardin, Pres. of Macon Creamery Co. who upon oath states that the foregoing is a true and exact copy of minutes of meeting of Macon Creamery Co. stockholders held on Dec. 4, 1935.

Witness my signature this the 5th day of Dec., 1935.

E. F. Hardin,
Pres. Macon Cry. CO.

Sworn to and subscribed before me this 5th day of Dec. 1935.

Ernestine Parker, Notary Public.

(SEAL)

Received at the office of the Secretary of State, this the 9th day of December, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., December 9, 1935.

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

Greek L. Rice, Attorney General.
By J. A. Lauderdale, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of THE MACON CREAMERY 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 10th day of December, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: December 11th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

RESOLUTION

BE IT RESOLVED that the number of shares of stock of the Rankin County Land Company be raised from 50 shares to 5,000 shares, and that the par value of said shares of stock shall be made $1.00 per share instead of $100.00 per share.

Be it further resolved that the charter of the Rankin County Land Company be amended, as provided by law, so that section 5 or paragraph 5 thereof shall read as follows: number of shares for each class and par value thereof: 5,000 shares of Common stock of the par value of $1.00 per share.

Be it further resolved that the secretary of this company be and he is hereby authorized and instructed to take all necessary steps, and sign all necessary papers in securing an amendment to the charter of said company as herein provided.

(SEAL) This 10th day of July, 1935.

Paul P. Bellenger,
Secretary of Rankin County Land Co.

State of Mississippi,
County of Hinds.

Personally came and appeared before me a Notary Public in and for the State and County aforesaid the undersigned Paul P. Bellenger, who acknowledged to me that he, as Secretary of Rankin County Land Company, a corporation, hereinafter chartered by the State of Mississippi, and domiciled in Jackson, Hinds County, Mississippi. He further acknowledges that the foregoing resolution is a true and correct copy of a resolution, which was unanimously adopted by the stockholders of the Rankin County Land Company on the 10th day of July, 1935, at a duly called and held meeting of said stockholders, which said meeting was held in the office of the company in the City of Jackson, Mississippi, and at which meeting all of the Capital stock of the corporation was represantedd

Given under my hand and official seal this 29 day of July, 1935.

(SEAL) Jno. W. Robinson, Notary Public.

Amendment to the Charter of Rankin County Land Company,
A corporation of Jackson, Hinds County, Mississippi

Amend Section 5, or paragraph 5 of the charter of the corporation of Rankin County Land Company, by striking out the words, "50 shares Common stock of a par value of $100.00 per share" and inserting in lieu thereof the words, "5,000 shares of Common stock of a par value of $1.00 per share," so that said section or paragraph 5 shall read as follows, number of shares for each class and par value thereof: "5,000 shares of Common stock of a par value of $1.00 per share."

(SEAL) RANKIN COUNTY LAND COMPANY
By Paul P. Bellenger, Secretary.

State of Mississippi,
County of Hinds.

This day personally appeared before me, a Notary Public in and for the State and County aforesaid, Paul P. Bellenger, who acknowledged to me that he is Secretary of the Rankin County Land Company, and that as said officer he signed and executed the above and foregoing amendment to the Charter of the Rankin County Land Company, and as the act and deed of said Company, on this 29 day of July, 1935, and that said amendment is sought under the authority and by virtue of a resolution passed by the stockholders of said Company on the 10th day of July, 1935.

Given under my hand and official seal, this, the 29 day of July, 1935.

(SEAL) Jno. W. Robinson, Notary Public.

Received at the office of the Secretary of State, this the 6th day of December, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., December 14, 1935.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistanr Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Rankin County Land Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 14th day of December, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 17, 1935.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the Chancery Court of Hinds County, Mississippi, dated June 27, 1944. Certified copy of said decree filed in this office, this the 27th day of June 1944. Walker Wood, Secy. of State.

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation of

PINE-LAND BAG CORPORATION

1. The corporate title of said company shall be: "Pine-Land Bag Corporation."
2. The names of the incorporators are: T. M. McClellan, Birmingham, Alabama; J. A. Coker, Birmingham, Alabama; T. Marcus McClellan, Birmingham, Alabama; C. L. Darby, Birmingham, Alabama.
3. The domicile of the corporation shall be in Pascagoula, Jackson County, Mississippi.
4. The capital stock of the Corporation shall be $100,000.00, evidenced by one thousand (1000) shares of common stock of the par value of $100.00 each.
5. There shall be one thousand (1000) shares of common stock of the par value of $100.00 per share.
6. The period of existence of the corporation shall be fifty (50) years.
7. The purposes for which the corporation is created are as follows:

(a) To manufacture from wood or any of its by-products including wood pulp, paper and other material, to buy, sell and deal in cellulose, fibre, fibre-board, pulp, pulp-board, paper, board, bags, boxes, cartons, envelopes, containers and other by-products of same in whole or in part, to manufacture paper bags including the printing thereof, and specialties in the paper bag line, and generally conduct a paper bag business and adjuncts thereto, in any and all its branches; to sell at wholesale or retail, any and all these products or by-products, or to engage in any type of paper business.

(b) To purchase or otherwise acquire, and to hold, mortgage, lease and sell timber, coal, mineral, and other rights, also timber, coal, mineral, and other lands and the products thereof; to build, construct, and operate mines, shops, saw mills, and factories for the preparation of the various products of such rights and lands for market or any purpose of the Corporation.

(c) To engage in any other lawful manufacturing or mercantile business of any kind or character whatsoever, and to that end to acquire, hold, own and dispose of any and all property, assets, stocks, bonds and rights of any and every kind.

(d) To purchase or otherwise acquire, lease, assign, mortgage, pledge or otherwise dispose of any trade names, trade marks, letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, trade names and good will relating to or useful in cinnection with any business of this Corporation.

(e) To purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of Capital Stock of or any bonds, securities or other evidences created by any other corporations organized under the laws of this State or any other State, country, nation or government, and while being the owner thereof to exercise all the rights, powers and privileges of ownership.

(f) To enter into, make, perform and carry out contracts of every kind for any lawful purpose with any person, firm, association or corporation.

(g) To borrow or raise money without limit as to amount and to issue bonds, debentures or obligations of this corporation from time to time, for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise.

(h) 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 usage would cause any impairment of its capital.

(i) 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.

(j) In general, to carry on any other business in connecttion with the foregoing, whether manufacturing or otherwise, and to have and exercise all the powers conferred by the laws of Mississippi upon corporations, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or would do.

(k) The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of specified powers shall not be held to limit or restrict in any manner the powers and rights that may be exercised by this Corporation as conferred by Chapter 100 of the Code of Mississippi of 1930.

8. The Corporation may begin business when one thousand (1000) shares of its common stock of the par value of $100.00 each shall have been subscribed and paid for.

T. M. McClellan,
J. A. Coker,
T. Marcus McClellan,
C. L. Darby, Incorporators.

State of Alabama, County of Jefferson.

This day personally appeared before me, the undersigned authority, T. M. McClellan, J. A. Coker, T. Marcus McClellan and C. L. Darby, incorporators of the corporation knwon as the Pine-Land Bag Corporation, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 14th day of December, 1935.

(SEAL)

A. E. Catoe, Notary Public.

Received at the office of the Secretary of State this the 17th day of December, 1935, together with the sum of $210.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., 12/17/1935.

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

Greek L. Rice, Attorney General.

By W.W. Pierce, Asst.Atty.Gen.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Pine-Land Bag Corporation is hereby approved.

In testimony whereof, I have herunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 17th day of December, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: December 18, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Approved by State Tax Commission as Authorized by Section 15, Chapter 22, Laws of Mississippi 1934 5/8/1940.

The Charter of Incorporation of

LEE HENRY COTTON, INC.

1. The corporate title of said company is Lee Henry Cotten, Inc.
2. The names of the incorporators are: Lee Henry Cotton, postoffice, Jackson, Mississippi; R.D. Sanders, postoffice, Jackson, Mississippi; J. O. S. Sanders, Jr., Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of Capital Stock and particulars as to class or classes thereof: Ten Thousand Dollars ($10,000.00), all common stock.
5. Number of shares for each class and par value thereof: One Hundred (100) shares of common stock with a par value of One Hundred Dollars ($100.00) per share.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: to do a general financing and loan business, wherein it may hold, mortgage, pledge, own, buy, sell, discount, rediscount, assign, transfer and hypothecate notes and all kinds of choses in action, notes, evidences of debt, certificates of indebtedness participating certificates, deeds of trust, stocks, bonds, conditional sales contracts, accounts, assignments, bills of sale, and all kinds and classes of securities of any corporation, firm, partnership, association, individual, government or municipality; to borrow money for any and all of its legitimate purposes, and to give any of its assets as security therefor; to dispose of its collateral security when necessary to the proper operation of its business, and to own, acquire, dispose of, and encumber any and all kinds of real, personal and mixed property not prohibited by law; to act as agents for others in the placing or procuring of loans and to charge commissions therefor; and to act as agent for insurance companies in soliciting and writing all forms of insurance; to lend and borrow money, and to make and issue notes, bonds, collateral and trust obligations, investment certificates, 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 own, maintain, work, improve, manage, operate, develop, sell, lease, exchange, hire, convey, pledge, mortgage or otherwise dispose of and deal in, lands and leaseholds, and any interest, estate and rights in real property, and any franchises, rights, licenses and privileges necessary, convenient or appropriate for any of the purposes herein expressed; to transact a general real estate agency and brokerage business; including the management of estates; but shall not own more than 10,000 acres during any one year for agricultural purposes.

To acquire by purchase, subscription or otherwise, and to hold for investment or otherwise and to own, hold, sell, assign, transfer, mortgage, pledge or otherwise deal with or dispose of stocks, bonds, good will, rights, assets, property or any other obligations or securities of any corporation, partnership, association or individual; to assume all or part of the obligations or liabilities of any corporation, firm, partnership, association or individual; to merge or consolidate with any corporation in suvh manner as may be permitted by law; to aid in any manner any corporation whose the company stocks, bonds or other obligations are held or in any manner guaranteed by the company, or in which it is in any way interested; and to do any other acts or things for the perservation, protection, improvement or enhancement of the value of any such stock, bonds or other obligations or obligations designated for any such purpose; and while owner of any such stocks, bonds or other obligations to exercise all the rights, powers and privileges of ownership thereof, and to exercise any and all voting powers thereon; to guarantee the payment of dividends upon any such stock, or the principal or interest or both of any bonds or other obligations, or the performance of any contracts; to underwrite, guarantee, or otherwise finance any other corporation, partnership, firm, association or individual, so far as permitted by law;

To effect insurance against any loss which may be incidental to the operation of the business; to exercise any one or more of the particular privileges whenever necessary and, further, to do any and all things, not prohibited by law, necessary or expedient to the proper or efficient management or operation of the business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 24, Code of Mississippi of 1906, and Chapter 90, Laws of Mississippi 1928, and Chapter 100, Code of Mississippi of 1930.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business. Fifty-two (52) shares of common stock at a par value of One Hundred Dollars ($100.00) per share.

Lee Henry Cotten,
R. D. Sanders,
J. O. S. Sanders, Jr.
Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority, Lee Henry Cotten, R. D. Sanders, and J.O.S.Sanders, Jr., incorporators of the corporation known as the Lee Henry Cotten, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 14th day of December, 1935.

W. T. Horton, Police Justice, Jackson, Miss.

Received at the office of the Secretary of State, this the 14th day of December, A. D. 1935, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., 12/16, 1935

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and forehoing Charter of Incorporation of Lee Henry Cotton, 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 December, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood, Secretary of State.

Approved: December 18, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

PICAYUNE CHAMBER OF COMMERCE, PICAYUNE, MISSISSIPPI.

1. The corporate title of said company is Picayune Chamber of Commerce.
2. The names of the incorporators are: S. G. Thigpen, postoffice, Picayune, Mississippi; B. C. Cox, postoffice, Picayune, Mississippi; V. B. Martin, Picayune, Mississippi.
3. The domicile is at Picayune, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: None. Non-profit.
5. Number of shares for each class and par value thereof: None. Nonprofit.
6. The priod of existence (not to exceed fifty year) is fifty years.
7. The purpose for which it is created: To promote and foster the advertisement of the city of Picayune, and its adjacent territory and inducing foreign capital, business, promotion of agriculture, air transportation, Chamber of Commerce organization, City planning and zoning, aiding in civic problems, aiding and encouraging education, aiding better relationship between employee and employer, fostering adequate fire equipment and prevention, and health conservation, aiding and encouraging rail transportation, and the encouraging of better highways and roads and streets, and to aid and foster trade association, and to aid and incourage water resources and to acquire, own and use such property as may be necessary and incident to the things and objects hereinabove set out.

Such corporations shall not be required to make publication of their charters, shall issue no shares of stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business. None. Non Profit.

S. G. Thigpen,
B. C. Cox,
V. B. Martin.
Incorporators.

ACKNOWLEDGMENT

State of Mississippi, County of Pearl River.

This day personally appeared before me, the undersigned authority S. G. Thigpen, B. C. Cox, and V. B. Martin incorporators of the corporation known as the Picayune Chamber of Commerce who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 12th day of December, 1935.

(SEAL)

A. J. Read, Clerk of Police Court,
City of Picayune, Miss.

Special Meeting of Board of Directors of Picayune Chamber of Commerce, Picayune, Mississippi.

Special meeting of the Board of Directors of Picayune Chamber of Commerce, of Picayune, Mississippi, held in City of Picayune on the 6 day of December, 1935, and the majority of the Directors being present and consenting to said meeting and to any and all business affairs that might come before the said meeting the following motion was had to-wit:

On motion of E. E. Read and seconded by C. McDonald the following resolution was adopted to-wit:

RESOLVED: That the President, S. G. Thigpen and B. C. Cox, Secretary and Dr. V. B. Martin be and they are hereby authorized to apply for Charter of Incorporation of Picayune Chamber of Commerce of Picayune, Mississippi by and through Walker Wood, Secretary of the State at Jackson, Mississippi, and to execute such applications as any other documents that may be necessary in making application for the said charter of Incorporation for the Picayune Chamber of Commerce.

And there being no further business, a motion was duly made and carried that the meeting adjourn.

S. G. Thigpen, President,
B. C. Cox, Secretary.

I, B. C. Cox, Secretary of the Picayune Chamber ofCommerce, of Picayune, Mississippi, do hereby certify that the foregoing is a true and correct copy of the minutes of the Board of Directors of said Company held at the time, and place therein recited, and that the resolution therein set out, is of record and in full force and effect.

Witness my hand and signature this the 6 day of December, 1935.

B. C. Cox, Secretary.

Received at the office of the Secretary of State this the 16th day of December A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., December 18th, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Picayune 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 19th day of December, 1935.

Sennett Conner, Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: December 20th, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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Proposed Amendments to the Articles of
Incorporation of

BANK OF CRENSHAW.
Crenshaw, Panola County, Mississippi.

Be It Resolved by the share-holders of the BANK OF CRENSHAW, a corporation duly created, organized and existing under and by virtue of the laws of the State of Mississippi, that the Articles of Incorporation of this Corporation be amended by striking out the original Articles set forth in the Charter of Incorporation, approved by the Governor on August 4, 1903, and the amendment to said Charter of Incorporation approved by the Governor on February 19, 1915, and the Amendment of Incorporation approved by the Governor on March 29, 1934, and the Amendments to said Charter of Incorporation approved by the Governor on March 28, 1935, and by inserting in the place of said original Articles and said several Amendments the following:

"AMENDED AND REVISED ARTICLES OF INCORPORATION
OF
BANK OF CRENSHAW.

Article 1. (a) Name of the Corporation.---The share-holders, hereinafter named, and such other persons as may become associated with them, as share-holders, and their succesors, shall constitute a body politic and corporate under the corporate name of the BANK of CRENSHAW.

(b) Domicile.---The domicile of the Corporation, and the place where its business will be conducted, is in the Town of Crenshaw, Panola County, in the State of Mississippi.

(c) Nature of business to be conducted and carried on.---The nature of the business to be conducted and carried on by the Corporation, and the object and purpose for which the Corporation is created, are as follows: For the purpose of conducting and carrying on a general loan, discount, exchange, and commercial and savings bank business, with all the powers and rights incident thereto and vested therein, by law and custom.

(d) Period of existence.---The period of existence for which the Corporation is organized is forty years.

Article 2. Powers and rights which the Corporation may exercise.---The Corporation shall have the power to conduct and carry on a general commercial and savings bank business, and to do and perform any and all acts which a banking corporation, engaged in a general commercial and savings bank business, is authorized by law to do or perform. The Corporation shall have the power to accept and deposits, time deposits and savings deposits; to issue bills of exchange and cashier's checks; and money and take security therefor; to discount notes and bills of exchange; to take mortgages on real and/or personal property, for the purpose of securing any loans which may be made by the Corporation or any indebtedness which may be owing to it; to purchase, hold and convey real estate for the purposes authorized by law; and to transact any and all other business which a banking corporation is authorized by law to transact. The Corporation shall be capable of suing and being sued, pleading and being impleaded, in any court. The Corporation may adopt and use a corporate seal, and may alter the same at pleasure; may contract and be contracted with within the limits of its corporate powers; and may borrow money and secure the repayment of the same by mortgage or otherwise. The Corporation may exercise all the rights and powers which are conferred upon such corporations by the laws of the State of Mississippi, and more especially under the provisions of Chapter 146, Laws of Mississippi, 1934, and acts amendatory thereof and supplemental thereto.

Article 3. (1) Amount, classes and shares of capital stock.---The amount of capital stock of the Corporation shall be $35,000.00, divided into classes and shares as follows:
(a) $15,000.00 par value of preferred stock (subject to retirement as hereinafter provided), divided into 150 shares of the par value of $100.00 each; and
(b) $20,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this Article 3) divided into 200 shares of the par value of $100.00 each.

(2) Assessability of stock.---The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.---The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of the net profits of the Corporation (determined as provided in section 5 of this Article 3) accruing after November 18, 1935, hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of the issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rates required by section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.---Dividends or other distributions, whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are out-standing, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this Article 3) accruing after the Recapitalization Date.

If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such special reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of any such stock dividend shall be issuable without any further vote on the part of the holders of stock of any class or any further approval on the part of the State Comptroller.

5. Determination of net profits.---For the purpose of this Article 3, the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State Comptroller) of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period:
(a) All expenses for such period;
(b) All interest accrued during such period;
(c) All losses determined during such period, and such charge-offs, and writedowns of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including charge-offs, write-downs and transfers to reserves requested by the State Comptroller for such purposes) as may bereasonably necessary to make proper provision for doubtful assets, depreciation and determined losses, but to the extent only that such losses, determined or undetermined, charge-offs, write-downs of assets exceed reserves previously set up therefor in such period or any prior period or available unallocated reserves;

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(d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its share-holders, without prejudice to such right as the Corporation may have to recover the same;

(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirments of the preferred stock; and

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending December 31, 1935, need be made by reason of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made on account of loss incurred prior to or depreciation in assets existing at the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

6. Application of net profits.---As long as any shares of preferred stock are out-standing, the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, no payments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936) shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the out-standing preferred stock accrued to such February 1 or August 1, as the case may be.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this Article 3), on August 1, 1936, of a sum equal to three-quarters of one per cent of the aggregate par value of the preferred stock at the time out-standing, and on each February 1 and August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent of the aggregate par value of the preferred stock at the time out-standing, and on each February 1 and August 1 thereafter of a sum equal to one-half of one per cent of the aggregate par value of the preferred stock at the time out-standing. In the event that the net profits of the Corporation shall on any February 1 or Augist 1 be insufficient to permit the payment into such preferred stock retirement fund of the full amount hereinabove provided for, the deficiency shall be fully paid before any net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter specified in this section 6.

(c) To the payment into the preferred stock retirement fund (referred to in section 8 of this Article 3) of a sum equal to forty per cent of the remainder, if any, of such net profits; Provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year in accordance with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time out-standing, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever: Provided further, however, that unless otherwise elected, from time to time, by the corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund required by this paragraph (c) except from such net profits as may have accrued from and after December 31, 1935.

Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this Article 3.

(7) Limitations on retirement of stock.---Except with the approval of the State Comptroller no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein(after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $35,000.00 by an amount, at least, equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time out-standing.

(8) Retirement of preferred stock by purchase.---Subject to the provisions of section 7 of this Article 3, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000.00, the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this Article 3, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law. Subject to the provisions of section 7 of this Article 3, at any time and from time to time the Corporation may make such lawful transfers from surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call.---Subject to the provisions of section 7 of this Article 3, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the out-standing preferred stock as a whole, or from time to time in part, pro rata or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine (and provided always that the capital shall in no event be reduced below the minimum amount of capital required by law) by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement.

At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the addresss of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without

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[erest] upon surrender to the Corporation on or after the retirement date, at the place designated such notice, of the certificate or certificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer out-standing, and all rights of the holders thereof as share-holders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be cancelled forthwith and shall not be re-issued.

(10) Increase or decrease of capital stock.---Amendments of Articles of Incorporation, etc.---The affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time out-standing, and not otherwise, and subject to such approval by the State Comptroller and such other conditions as at the time may be required by law---

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 3 in connection with the retirement of shares of preferred stock;

(b) The capital stock of the Corporation may be decreased at any time and from time to time to amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock;

(c) The name of the Corporation and/or the place where its operations of discount and deposit to be carried on may be changed, but this clause shall not be construed to abridge the powers of Board of Directors under applicable law with reference to the establishment or change of location closing of branches;

(d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding;

(e) The Corporation may be consolidated or merged into or with any other bank, or may acquire or substantially all of the assets and business of any banking corporation or trust company; or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;

(f) All or substantially all of the assets and business of the Corporation may be carried into effect---

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan of reorganization of the Corporation may be carried into effect---

provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of section 12 or 13 of this Article 3 and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock out-standing, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11). Preemptive rights.---In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have been subscribed for, such shares shall be offered for subscription to the holders of record of other shares of stock of all other classes at the time out-standing, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. ~~If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of all other classes at the time out-standing, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided.~~ If at the expiration of both of such subscription rights of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold such price, not less than the par value thereof, to such persons and on such terms as the Board Directors may determine.

(12) Voting rights.---(a) Except as otherwise provided in sections 10 and 13 of this Article 3 and this section 12, each holder of stock of any class shall be entitled to vote on all matters vote for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the right to the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute votes on the same principle among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the dividend on the out-standing preferred stock for the then current semi-annual dividend period have been declared and funds set apart for the payment thereof, the holders of preferred stock the time out-standing shall be entitled, as a class, to vote on all matters twice the number of to which the holders of common stock, as a class, are at the time entitled, and each holder of ferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(d) At any time while the votes of the preferred stock are increased as provided in paragraph of this section 12 or in sub-paragraph (2) of section 13 of this Article 3, any one or more of directors, officers, or employees of the Corporation may be removed at any annual or special ing of share-holders, for or without cause, and their successors elected, by the affirmative vote two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at time entitled.

(13) Other voting rights.---If at any time while the Reconstruction Finance Corporation shall not less than twenty-five per cent of the total number of shares of preferred stock at the time standing---

(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend ents (whether or not consecutive and whether or not earned or declared) on the preferred stock clusive of any such dividend which may be payable at any time within three (3) months from the of issuance of the preferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this cle 3) in accordance with the requirements of paragraph (c) of section 6 of this Article 3, on and February 1, 1936, shall not have amounted in the aggregate to five per cent of the maximum par of the preferred stock at any time out-standing (whether or not any such stock shall have been quently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied

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by the number of calendar years which shall have elapsed since January 1, 1936; or

(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock out-standing; or

(d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation---

then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compemsation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee satisfactory to it) within thirty days after receipt by the Corporation of such notice, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time out-standing, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill No. 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time out-standing or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation.---In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise, shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

Article 4. The Board of Directors.---The business of the Corporation shall be confided to and controlled by a Board of Directors, under such rules and regulations, not inconsistant with law and these Articles of Incorporation, as may be adopted from time to time by the share-holders. The Board of Directors shall be elected by the share-holders, in the manner provided by law and these Articles of Incorporation, and shall consist of such number of share-holders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all share-holders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business.

Article 5. Officers.---The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice-Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of president except such as the president only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and subject to the provisions of sub-paragraphs (1) and (2) of section 13 of Article 3 hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand.

Article 6. Powers of the Board of Directors.---The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which the election of directors shall be held and to appoint judges of the elections; and to make all rules that it may be proper for them to make, not inconsistant with law and these Articles of Incorpiration, for the general regulation of the business of the Corporation and the management of its affairs, and generally to do and perform such acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

Article 7. Share-holders may adopt by-laws, etc.---The shareholders may adopt from time to time such reasonable rules, regulations and by-laws, not inconsistent with law and these Articles of Incorporation, as they may deem necessary for the efficient management of the business of the Corporation and the proper administration of its affairs.

Article 8. (a) Regular meetings of share-holders.---The share-holders may, by order, resolution or by law, fix the time and place for the holding of regular meetings of the share-holders, and may prescribe the manner in which notice of such regular meetings shall be given to the shareholders and the length of time for which such notice shall be given. If the time and place for the holding of such regular meeting of the share-holders be not fixed by the share-holders, the Board of Directors may fix the time and place for the holding of such meetings, and shall cause reasonable notice of such meetings to be given to the share-holders by mail, or otherwise, as the Board of Directors may direct.

(b) Special meetings of share-holders.---Except as otherwise specifically provided by statute special meetings of the share-holders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then out-standing shares of any class. Notice of such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

Article 9. Transfers of stock.---Record book to be kept, etc.---The stock of the Corporation shall be transferable by the indorsement and delivery of the stock certificate and the registry of such transfer in the books of the Corporation. A book shall be provided and kept by the Corporation in which shall be entered the names, places of residence and post-office addresses of the share-holders, the number of shares held by each, and the time when such person became a share-holder, and also all transfers of stock. The record of each such transfer of stock shall show the name of the person by whom such transfer was made, the name, place of residence and postoffice address of the

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erson to whom such transfer was made, the number of shares transferred, and the time when such fer was made. In the absence of a distince notice to the Corporation of a change of address, henever written notice is required to be given to the share-holders by mail for any corporate rpose, the mailing of a copy of such notice, postage prepaid, to each share-holder, properly ad essed to such share-holders at the address shown on the stock record book, shall be deemed suffic- nt for such corporate purpose.

Article 10. Names of original incorporators--Names and places of residence of present share-lders, etc.---The original incorporators of this corporation, whose names appear in the Charter of corporation approved by the Governor on August 4, 1903, were R. W. Bailey, Gabbert-Moore & Company, eborough & Company, H. W. Crenshaw, F. P. Vanderburg, F. W. Cannon and J. F. Goodwin.

The hames and places of residence of the shareholders, and the number of shares held by each of hom, on the date of the adoption of these amended Articles of Incorporation, are as follows:

me of share-holder.	Place of Residence	Number of Shares held By Each.
D. Crenshaw	Crenshaw, Miss.	47.5 shares
H. Park	Crenshaw, Miss.	31 shares
s. A.A.Crawford	Crenshaw, Miss.	25 shares
.Miller	Crenshaw, Miss.	20 shares
B. Nelson	Chenshaw, Miss.	9 shares
s. Annie Miller	Crenshaw, Miss.	2 shares
mes C. Crenshaw	Crenshaw, Miss.	11.5 shares
s. Mollie E. Crenshaw	Crenshaw, Miss.	14.5 shares
Coleman Potts	Crenshaw, Miss.	10. shares.
Wylodine G. Potts	Crenshaw, Miss.	5 shares.
C. Neal	Crenshaw, Miss.	3 shares.
s. Charles O. Francis	Crenshaw, Miss.	2 shares.
nan E. Crawford	330 Service Station, Jackson, Mississippi	4 shares.
ster E. Miller	c/O Miller Bond Motor Co., Dyersburg, Tennessee	3 shares.
s Eugenia Miller	Crenshaw, Miss.	1 share.
s. Eleanor C. Fetter	1718 South 3rd Street, Louisville, Kentucky.	11.5 shares.

BE IT FURTHER RESOLVED, That each share-holder of record may subscribe within five days from after the date of this meeting to such issue of preferred stock in proportion to the number of res of common stock of the Corporation standing on the books of the Corporation in his name; and BE IT FURTHER RESOLVED, That the Board of Directors through its proper officers, at the expira- on of said five days, shall sell the unsubscribed portion of such preferred stock at such price ot less than the par value thereof) to Reconstruction Finance Corporation and/or to such other rson or persons as the Board of Directors may deem advisable.

te of Mississippi,
ola County.

At a meeting of the share-holders of the BANK OF CRENSHAW, Crenshaw, Mississippi, held on No- ber 18, 1935, twelve days' notice of the proposed business having been given by registered mail, of the foregoing resolutions were adopted by the following vote,---the affirmative vote repre- ting ninety-one per cent of the total number of shares of capital stock out-standing.

Total number of shares of capital stock:	200.
Total number of shares represented at the meeting:	182
Total number of shares voted in favor of the resolutions:	182
Total number of shares voted against the resolutions:	NONE.

We, C. S. Miller, President, and Lowrey S. Fox, Cashier, of the Bank of Crenshaw, Crenshaw, ssissippi, do hereby certify that this is a true and correct report (a) of the number of days' ice given by registered mail, of the meeting of the share-holders of this bank held on the date ve mentioned; (b) of the vote, and (c) of the resolutions adopted at said meeting; and (d) that omplete list of the share-holders voting therefor and the number of shares voted by each is on e in the bank; (e) that no shares of stock of this bank owned by this bank were voted at said ting; (f) that no shares of stock held by this bank as sole trustee were voted at said (g) that no shares of stock of this bank held by this bank as co-trustee were voted at said ting by this bank; and (h) that no director, other officer or employee acted as proxy at said ting.

C. S. Miller, President.
Lowrey S. Fox, Cashier.

AL)

Subscribed and sworn to before me, this the 16 day of December, 1935.
AL OF NOTARY)

F. H. Womack, Notary Public.
Notary Public, Beat 2 Panola County, Miss.
My commission Expires November 29, 1937.

SOLUTION OF THE SHARE-HOLDERS OF THE BANK OF CRENSHAW, AUTHORIZING AND DIRECTING THE PRESIDENT CASHIER OF SAID BANK TO FORWARD TO THE STATE COMPTROLLER, FOR APPROVAL IN THE MANNER REQUIRED AW, THREE COPIES OF THE PROPOSED AMENDMENTS TO THE ARTICLES OF INCORPORATION SET FORTH IN SOLUTIONS ADOPTED BY THE SHARE-HOLDERS ON NOVEMBER 18, 1935, ETC.

WHEREAS, the share-holders of the Bank of Crenshaw have this day, by a vote of a majority in unt of all stock out-standing, adopted resolutions setting forth certain proposed amendments to Articles of Incorporation of said Bank, amending and revising said Articles of Incorporation, provide for an increase in the capital stock of said bank in the sum of $15,000.00 by the crea- n and issuance of that amount of cumulative preferred stock, under the provisions of Section 52 Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $35,000.00, of h $15,000.00 shall be preferred stock and $20,000.00 shall be common stock; to provide for the ation and issuance of said amount of cumulative preferred stock, and to provide for the prefer- s, privileges, voting rights, restrictions and qualifications of such preferred stock and of common stock; to provide for a Board of Directors to consist of not less than five nor more twenty-five share-holders; to define more clearly the powers and duties of the directors and icers; to prescribe the method of holding special meetings of the share-holders; and to clarify meaning of certain Articles which have been heretofore amended, etc.

RESOLVED, therefore, that three copies of said resolutions, setting forth said proposed amend- is, amending and revising said Articles of Incorporation, as aforesaid, duly certified by the sident or Vice-President of the bank, be forwarded by the President and Cashier to the State troller for his approval, together with the fee required by the statute; and when said amend- ts shall have been duly approved by the State Comptroller, and by the Attorney-General and the rnor, in the manner required by law, they shall be duly recorded in the office of the Secretary State, at Jackson, Mississippi, and in the office of the Chancery Court Clerk of Panola County, ssissippi, at Sardis, in said county, and shall constitute the Amended and Revised Articles of corporation of said Bank.

The President and Cashier are hereby authorized and directed to carry out the provisions of this olution.

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State of Mississippi,
Panola County.

We, C. S. Miller, President, and Lowry S. Fox, Cashier, of the Bank of Crenshaw, Crenshaw Mississippi, do hereby certify that the foregoing is a true and correct copy of a resolution duly adopted by the share-holders of said bank, at a special meeting of the share-holders duly held at the banking-house of said bank, in the Town of Crenshaw, Mississippi, on the 18th day of November, 1935.

Witness our signatures and the seal of said bank, this the 16th day of December, 1935.
(SEAL)OF BANK)

C. S. Miller, President.
Lowry S. Fox, Cashier.

Subscribed and sworn to before me, this the 16 day of December, 1935.

F. H. Womack, Notary Public.
(SEAL OF NOTARY)
Notary Public, Beat 2 Panola County, Miss.
My commission expires November 29, 1937.

State of Mississippi,
Department of Bank Supervision,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Bank of Crenshaw, Crenshaw Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $15,000.00 by the issuance of $15,000.00 of Preferred Stock under the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, making the total capital of Bank of Crenshaw $35,000.00, $15,000.00 of which is Preferred Stock and $20,000.00 is Common Stock, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 18th day of December, 1935.
(SEAL)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 18th day of December, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., December 18, 1935.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Office of
Secretary of State,
Jackson.

I, Walker Wood, Secretary of State, do certify that the amendment hereto attached, amending the Charter of Incorporation of Bank of Crenshaw was pursuant to the provisions of Chapter 146 of the Mississippi, Laws 1934, recorded in the Book of Incorporations in this office Book No. 35-36, page 555-560.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this 20th day of December, 1935.

Walker Wood, Secretary of State.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Bank of Crenshaw is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 19th day of December, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 20, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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Charter of Incorporation
of
PEOPLES BANK SECURITIES CORPORATION OF BILOXI, MISS.

1. The corporate title of said Company is PEOPLES BANK SECURITIES CORPORATION.
2. The names and postoffice addresses of the incorporators are: Joseph Lawrence, Postoffice, Biloxi, Mississippi; Chester A. Delacruz, Postoffice, Biloxi, Mississippi; O. G. Swetman, Postoffice, Biloxi, Mississippi.
3. The domicile of the corporation is Biloxi, Harrison County, Mississippi.
4. The amount of the capital stock and particulars as to class or classes thereof, is as follows: The corporation shall be capitalized at $60,000.00, $5,000.00 of which shall be common stock, and $55,000.00 of which shall be preferred stock, all of said stock, common and preferred, to be of the par value of $100.00 per share. Each share of said stock, common and preferred, shall have such voting powers as are prescribed by Section 194 of the Constitution of Mississippi and Chapter 100 of the Code of Mississippi of 1930 and amendments thereto. The corporation shall begin business when the common stock hereinabove referred to shall have been subscribed and paid for, and the preferred stock hereinabove mentioned may be issued from time to time as may be provided for by the directors of this corporation, and the preferred stock above referred to may be reduced from time to time as provided by the Board of Directors of the corporation and retired at a price of not less than $100.00. Dividends of the corporation shall first be paid upon the preferred stock before any dividends are declared on said common stock, and the dividends so declared upon the preferred stock shall be cumulative. No retirement of the preferred stock shall be made, however, except upon the exchange for its equivalent value in money or property.
5. The sale price per share of said stock, common and preferred, shall be $100.00 per share.
6. The period of existence of said corporation shall be fifty (50) years.
7. The purposes for which this corporation is created are: To purchase, hold, own, deal in, lend and borrow money on assets of banks, either open or in liquidation, and particularly the corporation shall have the right to purchase real estate, bonds, stocks, notes or bills receivable secured by mortgages or deeds of trust or unsecured notes, and other evidences of debts from Banks, either open or closed, and it shall have the right to hold, own, deal in, lend on and borrow money on all such assets, real or personal; and in addition to the general power to issue stock or borrow money, the corporation shall have specific power; to issue stock, common or preferred, to all agencies of the Federal Government, including the Reconstruction Finance Corporation, or any other similar agency organized under the laws of the United States, and to borrow money from and pledge assets to all such agencies, including the Reconstruction Finance Corporation, or any similar agency organized under the laws of the United States, and to do any and all things authorized by and not inconsistent with Section 34, Chapter 146 of the laws of Mississippi of 1934, and to do any and all things not contrary to law incidental to the acrrying on of the business of the corporation. The rights and powers hereby may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930, and by Chapter 146 of the Laws of 1934, and all subsequent applicable laws and amendments.
8. The number of shares of each class of stock necessary to be subscribed and paid for before the corporation shall commence business, fifty shares of common stock of the par value of $100.00 per share.

O. G. Swetman,
Jos. Lawrence,
Chester A. Delacruz,
Incorporators.

State of Mississippi,
County of Harrison.

Personally appeared before the undersigned authority in and for said county and State, Joseph Lawrence, Chester A. Delacruz and O. G. Swetman, who each acknowledged that they signed and executed the foregoing instrument on the day and of the date thereof.

Given under my hand and seal of office this the 13th day of December, 1935.
(SEAL) Leslie B. Grant, Notary Public.

Consent and Approval of the
Comptroller:

State of Mississippi.

I, M. D. Brett, State Comptroller, do hereby certify that I have read the Charter of Incorporation of Peoples Bank Securities Corporation, Biloxi, Mississippi, and that I do hereby give my consent and approval to the organization thereof, as contemplated by Section 34, of Chapter 146 of the Laws of Mississippi of 1934.

Given under my hand and seal, this the 16th day of December, 1935.
(SEAL) M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 16th day of December, A. D. 1935, together with the sum pf $130.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., December 16, 1935.

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

Greek L. Rice, Attorney General.
BY W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Peoples Bank Securities 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 19th day of December, 1935.

By the Governor, Walker Wood,
Secretary of State.

Recorded: December 20th, 1935

This Corporation dissolved and its Charter Surrendered to the State of Mississippi by a decree of the Chancery Court of Harrison County, Mississippi dated November 19, 1942. Certified Copy of said decree filed in this office, this the 20th day of November 1942. Walker Wood, Secretary of State.

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Amendment of the Charter
of
THE BORDEN SOUTHERN COMPANY

The charter of incorporation of The Borden Southern Company of Starkville, Mississippi, is amended in the following particular, to wit:

Article 4 of said charter is amended to read as follows:

"Article 4. Amount of capital stock One Million Nine Hundred Fifty Thousand Dollars ($1,950,000)"

Witness our signatures and the seal of the said corporation on this the 17th day of December, 1935.

A. W. Milburn, President.
(SEAL) T.D.W. W. H. Rebman, Secretary.

State of New York,)
County of New York,) SS.
City of New York.)

This day personally appeared before me, the undersigned authority in and for the state, county and city aforesaid, the within named Arthur W. Milburn and Walter H. Rebman, who acknowledged that they signed and delivered the above and foregoing proposed amendment of the charter of incorporation of The Borden Southern Company on the day and year therein mentioned.

Given under my hand and official seal in the said city of New York on this the 17th day of December, 1935.

Edward H. Dare,

(SEAL)

Edward H. Dare, Notary Public, Kings County, Certificate filed in New York County Clerk's No. 48, New York County Register's No. 6-D-27. Commission expires March 30, 1936.

State of New York,)
County of New York.) ss. No. 7339 series D.

I, Albert Marinelli, Clerk of the County of New York, and also Clerk of the Supreme Court in and for said county, do hereby certify, that said Court is a Court of Record, having by law a seal that Edward H. Dare, whose name is subscribed to the annexed certificate or proof of acknowledgment of the annexed instrument was at the time of taking the same a Notary Public acting in and for said county, duly commissioned and sworn, and qualified to act as such; that he has filed in the Clerk's Office of the County of New York a certified copy of his appointment and qualifications as Notary Public for the County of Kings with his autograph signature; that as such Notary Public, he was duly authorized by the laws of the State of New York to protest notes; to take and certify depositions to administer oaths and affirmations; to take affidavits and certify the acknowledgment and proof of deeds and other written instruments for lands, tenements and hereditaments, to be read in evidence or recorded in this state; and further, that I am well acquainted with the handwriting of such Notary Public and verily believe that his signature to such proof or acknowledgment is genuine.

In testimony Whereof, I have hereunto set my hand and affixed the seal of said Court at the City of New York, in the County of New York, this 21 day of Dec. 1935. Albert MARINELLI, Clerk.

Resolution of Stockholders.

"Be it resolved by the stockholders of THE BORDEN SOUTHERN COMPANY, a corporation domiciled at Starkville, in the County of Oktibbeha, State of Mississippi, that Arthur W. Milburn, President, and Walter H. Rebman, Secretary, of this corporation, be and they are hereby authorized, empowered and directed, for us and in our behalf to proceed at once to make application to the proper authorities to procure an amendment of the charter of this corporation in the following particular, to wit:

That Article 4 of the charter be amended to read as follows:

'Article 4. Amount of capital stock One Million Nine Hundred Fifty Thousand Dollars ($1,950,000).'

And the said amendment shall be and is hereby accepted by us subject only to the approval of the Governor of the State of Mississippi.

I, Walter H. Rebman, Secretary of The Borden Southern Company, a corporation domiciled at Starkville, in the County of Oktibbeha, State of Mississippi, do hereby certify that the above and foregoing is a true and correct copy of a resolution adopted and passed by all stockholders of the said corporation at a meeting duly and regularly held at the office of said corporation on the 17th day of December, 1935.

Witness my hand and the seal of the said corporation this the 17th day of December, 1935.
(SEAL)
W. H. Rebman, Secretary.

Received at the office of the Secretary of State, this the 24th day of December, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., Dec. 24, 1935.

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

Greek L. Rice, Attorney General.
By J. A. Lauderdale, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of The Borden Southern 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 24th day of December, 1935.

By the Governor,
Walker Wood, Secretary of State.

Sennett Conner, Governor.

Recorded: December 24, 1935.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
CEDARS OF LEBANON CLUB OF JACKSON, MISSISSIPPI

1. The corporate title of said company is Cedars of Lebanon Club of Jackson, Miss.
2. The names of the incorporators are: N. R. Thomas, Postoffice, Jackson, Mississippi; K. E. Hederi, Postoffice, Jackson, Mississippi; George Simon, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Said Corporation shall issue no shares of stock, shall divide no dividends or profits among 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 of otherwise, the termination of all interests of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is fifty.
7. The purpose for which it is created: To cherish and uphold Syrian ideals and traditions; to promote and encourage comradeship, fellowship, sociability and understanding among Syrian boys and girls of Jackson and elsewhere in Mississippi.
The rights and powers that may be exercised by this corporation in addition to the foregoing, those conferred by Chapter 100, Code of Mississippi of 1930.
8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business: None to be issued.

N. R. Thomas,
K. E. Hederi,
George Simon,
Incorporators.

ACKNOWLEDGMENT

State of Mississippi, County of Hinds.
This day personally appeared before me, the undersigned authority, N. R. Thomas, K. E. Hederi, and George Simon, three of the members and duly authorized by the organization on its Minutes of October 7th, 1935, to make application as incorporators of the corporation known as the Cedars of Lebanon Club of Jackson, Miss., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 17th day of December, 1935.
(SEAL)

Ione Smith, Notary Public.

CERTIFIED COPY OF RESOLUTION OF ORGANIZATION MEETING OF CEDARS OF LEBANON CLUB OF JACKSON, MISSISSIPPI, ADOPTED OCTOBER 7th, 1935.

A meeting of the incorporators of Cedars of Lebanon Club of Jackson, Hinds County, Mississippi, pursuant to call of interested parties in the Directors' Room of the Robert E. Lee Hotel in the City of Jackson, Mississippi, at 8 P. M. October 7th, 1935, with seventeen parties present.
On motion unanimously adopted Mr. K. E. Hederi was elected to preside over the meeting as President and Miss Nellie Khayat was unanimously elected Secretary of the organization meeting.
The purpose of the organization meeting, as reflected in the resolution hereinafter set forth, was stated by the President. Whereupon N. R. Thomas moved that the following resolution be adopted and said motion was duly seconded and unanimously adopted by a vote of all interested persons present.

"Resolved that K. E. Hederi and George Simon and N. R. Thomas be and they are hereby appointed a Committee of three members of this organization to apply to the State of Mississippi for a charter under Section 4131 of the Mississippi Code of 1930, for a corporation to be known as the Cedars of Lebanon Club of Jackson, Mississippi, and which Club shall have the following aims and purposes:

To cherish and uphold Syrian ideals and traditions; to promote and encourage loyal American citizenship; and to promote and encourage comradeship, fellowship, sociability and understanding among Syrian boys and girls of Jackson, and elsewhere in Mississippi.

Further that said 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 for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

Further that said three incorporators pay the necessary fees to the Secretary of State and to proper officials and proceed at once to secure a charter for this Club under said corporate and with right to acquire and own real and personal property as any such corporation may acquire, lease and otherwise use and enjoy.

State of Mississippi,
County.
We K. E. Hederi and Nellie Khayat, respectively, President and Secretary of said Cedars of Lebanon Club of Jackson, Mississippi, hereby certify that the foregoing is a true and correct copy of the Minutes of the said Cedars of Lebanon Club of Jackson, Mississippi, and of the original meetings of the said Cedars of Lebanon Club of Jackson, Mississippi, and containing the resolutions for the incorporation of same.
Witness our signatures this the 21st day of December, 1935.
(SEAL)

K. E. Hederi, President,
Nellie A. Khayat, Secretary.

Received at the office of the Secretary of State this the 21st day of December, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.
Jackson, Miss., December 23rd, 1935.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Cedars of Lebanon Club of Jackson, Miss., is hereby approved. In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 23rd day of December, 1935.

Sennett Conner, Governor.
By the Governor, Walker Wood, Secretary of State.

Recorded: December 24th, 1935.

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BE IT REMEMBERED that, on the 20th day of December, 1935, there was duly called, held and concluded a special meeting of the stockholders of The Vicksburg Infirmary, a Mississippi Corporation in the City of Vicksburg, Mississippi, at the office of said corporation, after due and actual notice of the call, time, place and purpose of said meeting was given to each and all of the stockholders, when and where, all of the stockholders of said corporation being present in person or by proxy, the following resolution in writing was offered, considered and unanimously adopted, to-wit:

RESOLUTION.

BE AND IT IS HEREBY RESOLVED by all of the stockholders of The Vicksburg Infirmary, that Section 3 of the Charter of Incorporation of said corporation be, and the same is, hereby amended so as to read as follows:

"Section 2. That purposes for which said corporation is created are to construct, maintain and operate a hospital or sanitarium ~~in the sanitarium~~ in the city of Vicksburg, Mississippi, for the treatment by medicine, surgery or otherwise, of sick or injured persons, and to provide, maintain and operate in connection therewith, and as a part of said hospital or sanitarium, a training school and home for nurses; and generally to do all things convenient or necessary to carry out the purposes for which said corporation is created. In addition to the powers expressed herein, said corporation shall have all of the powers and privileges set out in Chapter 100, Mississippi Code of 1930, except as hereinafter provided and limited.

Provided, however, that all of the income and revenue derived from the hospital or sanitarium, and nurses' school and home, shall be used and devoted exclusively to and for the purposes of said hospital or sanitarium and nurses' home, and no part of the same for profit; and no dividends shall be declared or paid to the stockholders; and that said corporation, as now and heretofore, may maintain in said hospital or sanitarium, one or more charity wards that are for charity patients."

AND BE IT FURTHER ~~PROVIDED~~ RESOLVED that said proposed amendment be prepared and presented to the Secretary of State of the State of Mississippi.

(SEAL)

B. B. Martin,
President of Vicksburg Infirmary.

State of Mississippi,
County of Warren.

Personally appeared before me, the undersigned authority in and for said venue, the above signed and within named B. B. Martin, President of The Vicksburg Infirmary, who, as such President, acknowledged that the above and foregoing instrument of writing is the amendment to and of "Section 3" of the charter of said corporation, as proposed, and unanimously adopted by all the stockholders of said corporation, in the resolution of December 20, 1935, and that he signed the same on the day and year therein mentioned.

Witness my official signature and seal, this the 20th day of December, 1935.

(SEAL)

Mary Garvin, Notary Public.

State of Mississippi,
County of Warren.

I, R. L. Dent, the duly elected, qualified and acting Secretary of The Vicksburg Infirmary, do hereby certify that the above and foregoing instrument of writing is a true copy of a resolution of all the stockholders of said corporation, unanimously adopting and approving the amendment proposed to and of "Section 3" of the charter of said corporation, as said proposed amendment above appears.

Witness my signature and seal of said corporation on this 20th day of December, 1935.

R. L. Dent, Secretary of
The Vicksburg Infirmary.

Sworn to and subscribed before me this the 20th day of December, 1935.

(SEAL)

Bessie Davis, Notary Public.

Received at the office of the Secretary of State, this the 21st day of December, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., December 21, 1935.

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

Greek L. Rice, Attorney General.
By E. R. Holmes, Jr.,
Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of The Vicksburg Infirmary is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 23rd day of December, 1935.

Sannett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 24, 1935.

Suspended by State Tax Commission
as Authorized by Section 15, Chapter
121, Laws of Mississippi 1934

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

1/25/44

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
INVERNESS LUMBER COMPANY, INVERNESS, MISSISSIPPI

1. The corporate title of said company is Inverness Lumber Company.
2. The name of the incorporators are:

	Post Office
M. L. Virden	Greenville, Mississippi.
J. R. Hervey	Moorhead, Mississippi.
L. D. Hervey	Moorehead, Mississippi.
P. F. P. Herring	Indianola, Mississippi.

3. The domicile is at Inverness, Mississippi.
4. The amount of authorized capital stock is twenty-five thousand dollars ($25,000.00) common and par value of shares is one hundred dollars ($100.00).
5. The period of existence (not to exceed fifty years) is 50 years.
6. The purpose for which it is created:

To manufacture, buy, sell, trade and deal in all and every kind of building material, wholesale and retail.

Carry on a general building and construction business and manufacturing and dealing in building supplies.

Making, entering into, performing and carrying out contracts for constructing, altering, operating, maintaining, furnishing, fitting up and improving buildings of every sort and kind; advancing money to and entering into contracts and arrangements of all kinds with builders, property owners and others; carrying on in all their respective branches the business of builders, contractors and decorators, dealers in stone, brick, timber, hardware and other building materials or requisite.

To own, buy and sell real estate not inconsistent with law.

To do such other things as may be incidental to or necessary for the accomplishment of the purposes of its incorporation as herein provided.

7. The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100 Mississippi Code 1930.
8. The number of shares of capital stock necessary to be subscribed and paid for before the corporation shall commence business is one hundred (100).

M. L. Virden,
J. R. Hervey,
L. D. Hervey,
P. F. P. Herring,
Incorporators.

State of Mississippi,
County of Washington.

Personally appeared before me the undersigned Notary Public in and for City of Greenville, Washington County, Mississippi, M. L. Virden, J. R. Hervey, L. D. Hervey, P.F.P.Herring, each of whom acknowledged that they signed and delivered the foregoing instrument on the day and year therein mentioned.

Given under my hand and official seal, this 24th day of December, 1935.
(SEAL)
F. C. Stebbins, Notary Public.

Received at the office of the Secretary of State this the 26th day of December A. D. 1935, together with the sum of $60.00 recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

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

Greek L. Rice,
Attorney General.
By W.W.Pierce,
Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Inverness Lumber Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 30th day of December, 1935.

Sennett Conner,
Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: December 30th, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BILOXI HOTEL COMPANY, INC.

1. The corporate title of said company is: "Biloxi Hotel Company, Inc."
2. The names and post office addresses of the incorporators are as follows:
Harold R. Bechtel, 304 Brady St., Davenport, Iowa.
R. R. Englehart, c/o The Sieg Co., Davenport, Iowa.
Frank Mohnson, c/O First Trust & Savings Bank, Davenport, Iowa.
Ira A. Coyne, c/O First Trust & Savings Bank, Davenport, Iowa.
George D. Stannus, West Beach, Biloxi, Mississippi.
3. The domicile of the corporation is Biloxi, Harrison County, Mississippi.
4. The amount of authorized capital stock is $136,700.00, all of which shall be common stock. There shall be a total of 1367 shares, and each share shall have a par value of $100.00
5. The period of existence is fifty (50) years.
6. The purposes for which the corporation is created are as follows:

(a) To own, lease, manage and operate, hotels, taverns, restaurants and allied businesses; to act as victualers, tobacco merchants, caterers, automobile coach and cab proprietors, agents for railroads, shipping companies and carriers, farmers, dairymen, ice merchants, theatrical proprietors, importers and brokers of food and produce and general agents; to carry on the business of barbers, manucurists, hair-dressers, cleaners and pressers; to own, maintain and operate natatoriums, bathing beaches, baths, laundries, libraries and places of amusement and sport; to purchase, own and acquire furniture and equipment incident to the carrying on of its said business.

(b) 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, 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.

(c) To issue bonds, debentures or obligations and to secure the same by mortgage, pledge, deed of trust or otherwise.

(d) The rights and powers that may be exercised by this corporation in addition to the above are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930 and amendments thereto.

7. It shall be necessary that 700 shares of said common stock shall be subscribed and paid for before the corporation shall commence business.

Witness our signatures this 21 day of December, 1935.

Harold R. Bechtel,
Harold R. Bechtel.

R. R. Englehart,
R. R. Englehart.

Frank Johnson,
Frank Mohnson.

Ira A. Coyne,
Ira A. Coyne,

George D. Stannus,
George D. Stannus.

State of Iowa.
County of Scott.

Personally appeared before the undersigned authority in and for said county and state, Harold R. Betchel, R. R. Englehart, Frank Johnson and Ira A. Coyne, who acknowledged that they signed and delivered the foregoing charter of incorporation on the day and year therein mentioned for the purposes therein contained.

Given under my hand and seal of office on this 21st day of December, 1935.
(SEAL)

Louis Martin,
Notary Public.

State of Mississippi,
County of Harrison.

Personally appeared before the undersigned authority in and for said county and state, George D. Stannus, who acknowledged that he signed and delivered the foregoing charter of incorporation on the day and year therein mentioned for the purposes therein contained.

Given under my hand and seal office on this 27th day of December, 1935.
(SEAL)

Leslie B. Grant, Notary Public.

Received at the office of the Secretary of State, this the 28th day of December, A. D. 1935, together with the sum of $284.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., December 28th, 1935.

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

Greek L. Rice, Attorney General,
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Biloxi Hotel 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 30th day of December, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 30, 1935.

This corporation dissolved and its charter surrendered to State of M... by decree of the chancery of Harrison County, Mississippi, dated 12/15/1950. Certified copy of said decree filed in this office this the 16th day of December 1950. Heber Ladner, Secretary of State

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The State of Mississippi, Union County.

To the Secretary of State of the State of Mississippi, at Jackson, Mississippi:

The New Albany Hospital & Clinic, a corporation, domiciled at New Albany, in Union County, State of Mississippi, and chartered and existing under and by virtue of the Laws of the State of Mississippi, hereby makes applucation for the following amendment to its charter of incorporation, of record in Book 28 at page 13 of the Book of Incorporations in the office of the Secretary of State of said State, to-wit:

That Article 7, of said Charter, shall be amended by adding the following thereto, viz:

"There shall be maintained one or more charity wards in said hospital that are for charity patients, and all the income from said hospital and nurses home that is a part thereof shall be used entirely for the purposes of said hospital and no part of the same for profit."

In witness whereof said corporation has caused its corporate name to be hereto set by its President and its secretary, and its corporate seal to be affixed, this the 20th day of December, 1935.

New Albany Hospital & Clinic,
By D. H. Hall, Vice-President.

Attest:
Clyde M. Speck, Secretary. (SEAL)

State of Mississippi, Union County.

This day personally appeared before me, the undersigned authority in and for the said county and state, the within named C. M. Speck, Secretary of the New Albany Hospital & Clinic, a corporation, known by me to be such official, who acknowledged that he signed, sealed and delivered the foregoing instrument of writing as such secretary for and on behalf of said corporation as its free and voluntary corporate act and deed.

Given under my hand and official seal this the 21 day of December, 1935.
(SEAL)

Walter Kelley, Notary Public.
My commission expires Sept. 5th, 1937.

Be it remembered that this the 20th day of December, 1935, at seven o'clock, P.M. a special called meeting of the stockholders of the New Albany Hospital and Clinic was held, at the New Albany Hospital & Clinic building, in New Albany, Mississippi, pursuant to written notices mailed to each stockholder of said corporation at least ten days prior to the said meeting, as provided in the constitution and by-laws of said corporation, when and where were present the following officers and stock-holders, to-wit: D. H. Hall, Vice-President, and presiding; Dr. C. M. Speck, Secretary; J. L. Spence; E. C. Caldwell; R. L. Smallwood; C. E. Davis; S. W. Cole; A. L. Rogers; J. B. Shannon; S. E. Eason; J. R. Rains; H. P. Boswell; Miss Fairy Bratton; J. W. Williams; R. L. Speck; W.H. Polk; Dr. C. M. Murray; J. F. Hall; J. L. S. Rogers.

The call for said meeting is as follows:

"New Albany, Miss., December 9, 1935.

Mr....., Stockholder,
....., Mississippi.

This notifies you, pursuant to the provisions of the constitution and by-laws of the New Albany Hospital & Clinic, that a special called meeting of the stockholders of said corporation, will be held at seven o'clock, P. M., on Friday, December 20th, 1935, at the New Albany Hospital & Clinic building, in New Albany, Mississippi, for the purpose of considering the amendment of the charter of incorporation of said corporation so as to provide that one or more charity wards shall be maintained in said hospital and that all of the income from said hospital and nurses home which is a part thereof shall be used entirely for the purposes of such hospital and no part of the same for profit.

.....Secretary."

And there being a quorum for the transaction of business present at said meeting, the following business was transacted, to-wit:

The following resolution was introduced by S. E. Eason in writing, was considered, voted upon, and adopted by a yea and nay vote, there voting in favor of said resolution ninteen of said stockholders, and there voting against the same no stockholders, there being a majority of the stockholders of said corporation present and voting in favor of the same towit:

"Resolved, that the following amendment be made to the charter of incorporation of the New Albany Hospital & Clinic, incorporated under the laws of the State of Mississippi, on the 17 day of February, 1928, towit:

"That to Article 7, of said charter, there be added the following, viz: 'There shall be maintained one or more charity wards in said hospital that are for charity patients, and all the income from said hospital and nurses home which is a part thereof shall be used entirely for the purposes of said hospital and no part of the same for profit.' "

And there being no further business, the meeting was adjourned subject to call.

D. H. Hall, Vice-President.

Attest: Clyde M. Speck, Secretary.

I, Dr. C. M. Speck, Secretary of the New Albany Hospital & Clinic, (incorporated), hereby certify that the above and foregoing four pages contain a true and accurate copy of the call for special meeting of stockholders of said corporation, to be held on December 20th, 1935; copy of resolution introduced at said meeting; copy of the minutes of said special called meeting, as the same appears of record upon the minutes of said corporation.

Witness my hand and seal of said corporation, this 21st day of December, 1935.
(SEAL)

Clyde M. Speck, Secretary of New Albany Hospital & Clinic.

Received at the office of the Secretary of State, this the 30 day of December, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., December 30th, 1935.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, assistant attorney General.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of New Albany Hospital & Clinic is hereby 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 December, 1935.

Sennett Conner, Governor.

To the Governor,
Walker Wood,
Secretary of State.

Recorded: December 31st, 1935.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to Charter of
Incorporation of

CHARM DRESS MANUFACTURERS INC.

Article 8 of Charter of Incorporation of Charm Dress Manufacturers Inc., incorporated under the laws of the State of Mississippi on June 3rd, 1935 and appearing of record in Records of Incorporation in the office of the Secretary of State in Book No. 35-36, page 371, reading

"There shall be subscribed and paid for 200 shares of the capital stock of the corporation before the corporation shall commence business, which may be paid for in property on a fair valuation or in cash"

is hereby amended, so as to read:

There shall be subscribed and paid for 160 shares of the capital stock of the corporation before the corporation shall commence business, which may be paid for in property on a fair valuation or in cash.

M. H. Goldstein,
Charles Green,
Abe Metzger By M. H.G.

Sworn to and subscribed before me this the 13th day of December, 1935.

Mrs. Ella T. Brooke,
Notary Public.

(SEAL)

November 17, 1935.

Meeting of stockholders of Charm Dress Manufacturers Inc., all stockholders present.
It was moved and seconded that the charter of the Charm Dress Manufacturers Inc. be amended in the following order:
Article 8 which states that two hundred shares, at par value of $100.00 each, must be fully subscribed and paid in before the business commences operation, shall be changed so that 160 shares be fully subscribed and paid in before the business may commence operation. This motion was duly carried.
The secretary has been duly appointed to confer with an Attorney and have this matter attended to.
Signed by the stockholders of Charm Dress Manufacturers Inc.

Abe Metzger,
Charles Green,
M. H. Goldstein.

Received at the office of the Secretary of State, this the 28 day of December, A. D. 1935, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his ppinion.

Walker Wood, Secretary of State.

Jackson, Miss., January 2nd, 1936.
I have examined this amendment of the charter of incorporation, Charm Dress Manufacturers, Inc. and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Charm Dress Manufacturers 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 4th day of January, 1935.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 6th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of the
GULF STATES FERTILIZER COOPERATIVE (A.A.L.)

Article 1.

The organizing members of this Association are the following agricultural associations, duly incorporated and operating in the States of Alabama, Louisiana and Mississippi, whose purposes and operations are promotive of and not inconsistent with the purposes as ex-pressed in the Agricultural Association Law of the State of Mississippi.

Mississippi Vegetable Exchange, Inc. (A.A.L.), Hazlehurst, Mississippi.
Mississippi Federated Cooperatives (A.A.L.), Jackson, Mississippi.
Minter City Oil Mill, Minter City, Mississippi.
Central Strawberry Cooperative Association, Hammond, Louisiana.
Farmers Marketing & Exchange Association, Montgomery, Alabama.
Staple Cotton Cooperative Association, Greenwood, Mississippi.

The said agricultural associations desiring that they, their associates and sucessors shall come under Article 1 of Chapter 99 of the Mississippi Code of 1930, known as "Agricultural Association Law," and enjoy its benefits, rights, powers, privileges, and immunities, hereby enter into Articles of Association and Incorporation thereunder for the purpose of forming an incorporated federation or association, with capital stock, all as provided and allowed in such statute.

Article II.

The name and style of this association shall be Gulf States Fertilizer Cooperative (A.A.L.). Its domicile shall be in the City of Jackson, Hinds County, Mississippi, and it shall enjoy a corporate existence for a period of fifty (50) years from the date hereof.

Article III.

Section 1. This association is to be organized and operated under Article 1 of Chapter 99 of the Mississippi Code of 1930, known as the "Agricultural Association Law," and is to carry on its business cooperatively for the mutual benefit of its members, and to that end shall not in any fiscal year deal in the products of or supplies for non-members in an amount greater in value than such as are handled by it for members.

Section 2. The purposes of this association, which shall also be deemed to be its powers, are as follows: (a) To associate its members together for their mutual benefits as producers of agricultural products, and for the promotion of more efficient, profitable and successful business of its members as such producers; to buy, sell, deal in, manufacture and handle fertilizer, FERTILIZER materials, feed and any other articles, materials, or supplies purchased or used by its members.

(b) To buy, sell, operate, own, control and manage fertilizer and feed mixing plants, or any other facility incident to the purposes for which the association is organized; to buy, hold, own, lease, sell, mortgage and encumber in any manner any and all real and personal property necessary, incidental or proper in the carrying on of any of its business.

(c) To buy or otherwise acquire, hold and exercise all the privileges of ownership in the stocks or bonds of other corporations or associations engaged in any related activity; and in any manner to become members of, to cooperate, or share in the management or control of such organizations or their activities and affairs.

(d) To carry on all or any of its business for its own account, or on commission, or as agent.

(e) For the accomplishment of its purpose to incur indebtedness without limitations as to amount, and to secure the same in any manner permitted by law.

(f) To do each and everything necessary and proper for the accomplishment of any one of the purposes or the attainment of any one or more of the objects herein enumerated, or conducive to, or expedient for the interest or benefit of the association, and to contract accordingly, and in addition to have and exercise all the powers, rights, and privileges granted, authorized, or allowed to associations organized under said Article 1 of Chapter 99 of the Mississippi Code of 1930, and all powers authorized or allowed to corporations under the laws of the State of Mississippi in so far as they are not inconsistent with the express provisions of the law under which this association is organized.

(g) The objects specified herein shall, except where otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles of Incorporation, and the foregoing shall be construed both as the objects and powers of the association, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this association by the laws of the State of Mississippi, all of which are hereby expressly claimed.

Article IV.

Section 1. The authorized capital stock of this association shall be fifteen hundred (1500) shares, divided in two classes, preferred and common, of which amount five hundred (500) shares of the par value of One Hundred ($100.00) Dollars per share, amounting to Fifty Thousand ($50,000.00) Dollars shall be preferred stock, and one thousand (1,000) shares of the par value of Ten ($10.00) Dollars per share, amounting to Ten Thousand ($10,000.00) Dollars shall be common stock.

Section 2. The preferred stock of the association shall bear six (6%) per cent per annum, non-cumulative dividend, if earned and declared by the Board of Directors of the association, and shall be preferred as to the assets of the association on dissolution or liquidation as well as dividends. Said dividends on all preferred stock outstanding, if earned and declared by the Board of Directors, shall be paid in cash annually. The preferred stock in the association shall carry no voting rights except as required by Section 194 of the Mississippi Constitution of 1890, and said preferred stock or any part thereof may be redeemed or retired by the association from time to time, at dividend paying date, within the discretion of the Board of Directors.

Section 3. The common stock of the association shall bear four (4%) per cent per annum non-cumulative dividend, if and when declared by the Board of Directors, and may only be issued, or transferred to, or held by cooperative associations which are members of this federation. No member association shall at any time own or hold more than twenty (20%) per cent of the authorized common stock of the association. No attempted issue or transfer of such common stock shall pass any rights on account of such stock, or any vote or voice in the management of the association, unless the receiver thereof shall be a member association, and any transfer or assignment of said common stock shall be subject to the approval of the Board of Directors of the association. When any holder of common stock ceases to be eligible to hold said stock, as above stated, the association may, at its option, purchase said stock at its book value.

Article V.

The association is formed to function on a cooperative basis for the benefit of the holders of common stock.

Reasonable reserves, as determined by the Board of Directors for any corporate purpose, may be established, utilized, transferred and abolished, including reserves for the payment of principal and interest of any and all indebtedness incurred by the association, for the payment of taxes, making repairs, for operation, for the general expense of the maintenance and management of the association, for the payment of dividends on its stock. Amounts carried to reserves shall be subject to disposition by the Board of Directors. Records of the association shall be kept so as to afford a means of determining at any time the assets and liabilities of the association.

TUCKER PRINTING HOUSE JACKSON MISS

Article VI.

No stockhhlder of this association shall ever be liable for any of the indebtedness of the association in an amount exceeding the sum remaining unpaid onx his subscription to the capital stock of this association, including any unpaid balance on any promissory note, or notes, given in payment of common stock of this association. This provision, however, shall not in any manner affect any debts lawfully contracted between the association ahd such stockholders.

In Witness whereof the parties hereto have caused their respective corporate signatures to be hereunto affixed by their respective representatives this 7th day of January, 1936.

MISSISSIPPI VEGETABLE EXCHANGE, INC. (A.A.L.)
By Geo. Marx, President.
MISSISSIPPI FEDERATED COOPERATIVES (A.A.L.)
By H. N. Winans, Vice-President.
MINTER CITY OIL MILL
By W. D. Garner, Vice-President.
CENTRAL STRAWBERRY COOPERATIVE ASSOCIATION,
By Gaetano Tripi, President.
FARMERS MARKETING & EXCHANGE ASSOCIATION,
By A. N. Culver, Secretary-Treasurer.
STAPLE COTTON COOPERATIVE ASSOCIATION
By J. B. Hinton, Secy-Treasurer.

Interlineations made before signing.

State of Mississippi,
County of Hinds.

Before me, the undersigned authority, for and in said County and State, personally came and appeared the above named Geo. Marx, H. N. Winans, W. D. Garner, Gaetano Tripi, A. N. Culver, & J. B. Hinton, who then and there severally acknowledged that they are respectively executive officers and representatives of the organizing associations as indicated over their signatures, and that acting as such executive officers and representatives and by authority conferred upon them by their respective organizations, they signed and delivered the foregoing instrument of writing on the day and year therein mentioned as the act ahd deed of their respective organizations.

Given under my hand and seal this 7th day of January, 1936.

(SEAL)

Callie Mae Flint, Notary Public.
My commission expires 6/6/37.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Charter of Incorporation of the Gulf States Fertlizer Cooperative (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 7th day of January, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 571, and the other copy thereof returned to asid association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 7th day of January, 1936.

Walker Wood,
Walker Wood, Secretary of State.

Recorded: January 8th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
WEST POINT CASKET COMPANY

1. The corporate title of the Company is "West Point Casket Company."
2. The names and post office addresses of the incorporators are: E. E. Gay, West Point, Mississippi; Jno. W. Cannon, 3148 Guilford Road, Birmingham, Alabama.
3. The domicile of the Corporation shall be at West Point, Clay County, Mississippi.
4. The authorized capital stock of the Corporation shall be $25,000.00 divided into two hundred fifty (250) shares of common stock with a par value of $100.00 each, which shall be the only class of stock of the Corporation, and which stock shall exercise full control of the Corporation.
5. The period of existence shall be fifty (50) years.
6. The purposes for which this Corporation is created are: 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 engine, and machinery to manufacture, buy, sell, import, export or otherwise deal in generally, either directly or indirectly, caskets, undertaking supplies and equipment and embalming supplies and equipment and all products incident thereto, including raw and finished materials.
To buy, own, sell, hypothecate and otherwise dispose of and deal in stocks, debentures or securities of other corporations; and to establish and own stock in subsidiary corporations in the State of Mississippi or in other states of the United States.
To sell, mortgage, lease or otherwise deal with real and personal property of the Company.
And in addition thereto, the Company shall have and enjoy all of rights powers and privileges conferred by the provisions of Chapter 100 of the Code of Mississippi of 1930 and all amendments thereto.
7. There shall be subscribed and paid for fifty (50) shares of the capital stock of the Corporation before it shall commence business.

E. E. Gay,
Jno. W. Cannon,
Incorporators.

State of Mississippi,
Clay County.
Personally appeared before me, the undersigned authority of law in and for the County and State aforesaid, E. E. Gay and Jno. W. Cannon, who acknowledged that they signed the foregoing articles of incorporation of the West Point Casket Company as the incorporators thereof on the 3rd day of January, 1936.
Given under my hand and seal of office, this the 3rd day of January, 1936.

(SEAL)

Julia H. Johnson, Chancery Clerk,
Notary Public.
By Mary W. Smith, D. C.

Received at the office of the Secretary of State, this the 6th day of January, A. D. 1936, together with the sum of $60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., January 6th, 1936.
I have examined this charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice, Attorney General.
By W. J. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.
The within and foregoing Charter of Incorporation of West Point Casket 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 6th day of January, 1936.

Sennett Conner, Governor.

The Governor,
Walker Wood,
Secretary of State.

Recorded: January 8, 1936.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the chancery court of clay county, Mississippi, dated December 31, 1942. certified copy of said decree filed in this office, this the 4th day of January 1943. walker wood, Secy. of State.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to Charter of
PLANTERS WHOLESALE GROCERY,
A Corporation, heretofore incorporated under the Laws of the State of Mississippi.

AMENDMENT

That, in addition to the powers enumerated and conferred in the charter of incorporation heretofore granted, the said Planters Wholesale Grocery Company shall have the power to sell at wholesale ~~at wholesale~~ or retail beer, commonly called lager beer, so long as the sale thereof shall be legal, together with all beverages of every character or description, also groceries, fuels, fertilizers and farm equipment of all kinds, including gears, harness, tractors, wagons, automotive vehicles and applianaes and all other kinds of farm implements and the parts thereof.

W. V. Jenkins.

State of Mississippi,
County of Coahoma.
City of Clarksdale?

Personally appeared before me, the undersigned authority in and for the City of Clarksdale, above state and county, W. V. Jenkins, President of the Planters Wholesale Grocery Company, who being first by me duly sworn, acknowledged that the stockholders of the Planters Wholesale Grocery Company by a meeting duly called on the 31st day of December, 1935, by a vote duly recorded, duly adopted the foregoing amendment to the charter of the Planters Wholesale Grocery Clarksdale, Mississippi, heretofore incorporated under the laws of the State of Mississippi, subject to the approval of the authorities of the State of Mississippi and that he attached hereto a duly certified copy of the resolution of said stockholders.

Given under my hand and official seal, this the 2 day of January, 1936.

R. B. Sessions, Notary Public.

(SEAL)

MEETING OF STOCKHOLDERS OF THE PLANTERS
WHOLESALE GROCERY COMPANY

Be it remembered, that on this the 31st day of December, 1935, there was held a meeting of the Stockholders of the Planters Wholesale Grocery Company at the offices of the said Company in the City of Clarksdale, all stockholders having been duly and regularly notified as provided by the by-laws of said Company.

There wase present at said meeting, to-wit the following, representing all stock:

W. V. Jenkins.....208 Shares.
J. E. Merritt.....208 Shares.
Mrs.W.V.Jenkins..... 2 shares.
Mrs. J. E. Merritt... 2 shares.
C. B. Myers..... 80 shares.

Whereupon, Mr. J. E. Merritt moved the adoption of the following resolutions, to-wit:

"Whereas, some question has arisen as to whether or not, under the charter of incorporation of the Planters Wholesale Grocery Company, said company has the power to sell lager beer or other beverages, and whether or not said corporation has the right to sell groceries, fuels, fertilizers, farm equipment, including gears, harness, tractors, wagons, automotive farm equipment and the parts thereof, at wholesale or retail; and

Whereas, said Company is desirous of in all respects observing the laws and powers conferred upon it by the State of Mississippi;

Now, Therefore, in order to remove any doubt:

Be It Resolved that an application be made to the propery authorities for an amendment to the charter of said corporation, so as to provide as follows, to-wit:

That, in addition to the powers enumerated and conferred in the charter of incorporation heretofore granted, the said Planters Wholesale Grocery Company shall have the power to sell at wholesale or retail beer, commonly called lager beer, so long as the sale thereof shall be legal, together with all beverages of every character or description, also groceries, fuels, fertilizers and farm equipment of all kinds, including gears, harness, tractors, wagons, automotive vehicles appliances and all other kinds of farm implements and the part thereof."

The motion to adopt the resolution was duly seconded by Mr. W. V. Jenkins, and being put to a vote was duly and regularly carried as follows:

W. V. Jenkins voted Yes; Mrs. W. V. Jenkins voted Yes; J. E. Merritt voted Yes; Mrs. J. E. Merritt voted Yes; C. B. Myers voted No.

In witness to the foregoing, we have hereuntox set oub signatures this the 31st day of December, 1935.

(SD) W. V. Jenkins, President.
(SD) Mrs. E. B. Merritt, Secretary.
Mrs. J.E. Merritt

City of Clarksdale,
State of Mississippi,
County of Coahoma.

This is to certify that the foregoing instrument, being the Minutes of a Meeting of Stockholders of the Planters Wholesale Grocery Company, a corporation, on the 31st day of December, 1935, is a true, correct and accurate copy of the minutes of said meeting as it appeared on the books and records of said corporation.

In Witness Whereof, we have hereunto set our signatures as President and Secretary of said Company, together with the seal of the Corporation on this the 2 day of January, 1936.
(SEAL)

W. V. Jenkins, President.
Mrs. E. B. Merritt, Secretary.

Received at the office of the Secretary of State, this the 4th day of January, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., January 4th, 1936.

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

Greek L. Rice, Attorney General.
By W.W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Planters Wholesale Grocery 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 6th day of January, 1936.

Sennett Conner, Governor.

By the Governor:
Walker Wood, Secretary of State.

Recorded: January 8th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Whereas, it is the desire of the stockholders of The Corinth Bank and Trust Company, Corinth, Mississippi to change the name of the bank from "the Corinth Bank and Trust Company" to "Merchants and Farmers Bank" and to increase the capital stock of the bank from $35,000.00 to $45,000.00 by issuing two thousand additional shares of stock at the par value of $5.00 per share; and to amend the present Charter of the bank accordingly.

Therefore, be it resolved by the stockholders of The Corinth Bank and Trust Company, Corinth, Mississippi, at their tegular annual stockholders meeting held pursuant to due, proper and legal notice at ten o'clock A. M., on the 26th day of December 1935 in the offices of said bank, there being a majority in amount of all stock outstanding present and voting, that the Charter of The Corinth Bank and Trust Company, Corinth, Mississippi, be amended in the following manner, to-wit:

That paragraph designated FIRST under the "Articles of Incorporation" be changed and amended to read as follows:

"That the name of the corporation shall be MERCHANTS AND FARMERS BANK."

That paragraph designated FOURTH under "Articles of Incorporation " be changed and amended to read as follows:

"That the amount of the capital stock of this corporation shall be Forty Five Thousand Dollars to be divided into 9000 shares of the par value of $5.00 per share."

(SEAL)

I, L. E. Watson, President of The Corinth Bank and Trust Company, Corinth, Mississippi, do hereby certify that the foregoing is a true, correct and perfect copy of a resolution which was unanimously adopted and passed by all stockholders present at the regular annual stockholders' meeting which was held pursuant to due and proper notice in the office of said bank at ten o'clock A. M., December 26th, 1935.

I further certify that the present capital stock of The Corinth Bank and Trust Company is $35,000.00 and at said annual meeting, which adopted the foregoing resolution, there was present and voting more than a majority in amount of all stock outstanding.

Witness my signature and the seal of The Corinth Bank and Trust Company, this December 26th, 1935.

L. E. Watson, President
The Corinth Bank and Trust Company.

Attest
E. Price, Cashier.

Received at the office of the Secretary of State, this the 6th day of January, 1936, together with the sum of $20.00 recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

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

This the 6 day of Jan. 1936.

Greek L. Rice, Attorney General.
By J. A. Lauderdale, Assistant Attorney General.

State of Mississippi
Department of Bank Supervision

Certificate

I, M. D. Brett, State Comptroller, State of Mississippi, Department of Bank Supervision, do hereby certify that I have examined the proposed amendment to the charter of incorporation of "The Corinth Bank & Trust Company," Corinth, Mississippi, changing the name of the corporation to read "Merchants & Farmers Bank", and the increase of the capital stock of said bank in the sum of $10,000.00 by the issuance of $10,000.00 additional capital stock of said bank, making the total capital of said bank $45,000.00 instead of $35,000.00, and I do hereby approve the proposed amendments.

Given under my hand and seal of the Department of Bank Supervision this the 6th day of January, 1936.

(SEAL)

M. D. Brett, State Comptroller.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Corinth Bank & Trust 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 6th day of January, 1936.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 8th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

JUNIOR CHAMBER OF COMMERCE OF INDIANOLA.

1. The corporate title of said company is Junior Chamber of Commerce of Indianola.

2. The names of the incorporators are: Celian H. Lewis, Postoffice, Indianola, Miss.; Jefferson Davis, Postoffice, Indianola, Miss.; L.P.B.Lipscomb, Postoffice, Indianola, Miss.

3. The domicile is at Indianola, Sunflower County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: Such corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall provide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right of one vote in the election of all officers, shall make the loss of membership by death or otherwise the termination of all interests of such members in the corporate assets and there shall be no individual liability against the members for corporate debts, but the entire corporate property shall be liable for the claim of creditors.

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

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

7. The purpose for which it is created:

The purposes for which it is created are to promote the civic, commercial, agricultural and industrial interests of Indianola; to educate its members to a proper sense of civic duty and responsibility; to inform them of the civic, commercial, educational, agricultural and industrial advantages of Indianola; to afford its members an opportunity to study the problems and processes of our city government; to work in close cooperation and harmony with and under the advisement of the Indianola Chamber of Commerce; andto do any and all things necessary and proper in connection with the said purposes 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 100, Code of Mississippi of 1930.

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

Celian H. Lewis,
Jefferson Davis,
L.P.B. Lipscomb.
INCORPORATORS

ACKNOWLEDGMENT

State of Mississippi,
County of Sunflower.

This day personally appeared before me, the undersigned authority Celian H. Lewis, Jefferson Davis, and L.P.B.Lipscomb, incorporators of the corporation known as the Junion Chamber of Commerce of Indianola, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 30th day of December, 1935.

(SEAL)

Millie Holloway,
Notary Public.

Received at the office of the Secretary of State, this the 1st day of January, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., January 7th, 1936.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

Minutes of Indianola Junior Chamber of Commerce, (Dec. 5, 1935.) MEETING

Be it remmembered that on the 5th day of December, 1935 A. D., the Junior Chamber of Commerce of Indianola assembled in regular session at 7 P. M. at the Colonial Tea Room. The course of the regular procedure was followed and business of the organization was duly dispensed with.

A quorum of all enrolled members was present. A motion was duly made by the Honorable Earle Thomas ~~[illegible Junior Thomas]~~ that the Junior Chamber of Commerce of Indianola petition the State of Mississippi for a charter of Incorporation as a non-profit organization. This motion was duly seconded by the Honorable Oscar Townsend.

There being no discussion the President put the question to vote and it was unanimously passed. The following three members of the organization were duly authorized by the President and the organization to apply to the State of Mississippi for the said Charter: Celian H. Lewis, Jefferson Davis and L.P.B.Lipscomb.

I, L.P.B.Lipscomb, Secretary of the Junior Chamber of Commerce of Indianola, hereby certify that the above and foregoing is a true and correct copy of an order entered on the minutes of the said organization at its meeting held Thursday December 5, 1935, as fully and completed as the same appears on record in the minutes of the said Junior Chamber of Commerce of Indianola.

Signed: L.P.B.Lipscomb, Secretary.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Junior Chamber of Commerce of Indianola is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 7th day of January, 1936.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 8th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Minutes of a Special Meeting of the
Stockholders of

MILAM MANUFACTURING COMPANY.

A Special Meeting of the stockholders of Milam Manufacturing Company was held at the office the Company in Tupelo, Mississippi, at 10 o'clock A. M. on Wednesday the 8th day of January 1936, pursuant to call duly made therefor pursuant to the provisions of the by-laws of the Company and where all of the stockholders of said Company, namely, L. G. Milam, Sr., Mrs. L. G. Milam, L. G. Milam, Jr., and Elizabeth Milam were present in person.

On motion duly made and carried L. G. Milam, Sr., and L. G. Milam, Jr., were elected as the Chairman and Secretary respectively of said stockholders' meeting.

The Chairman then explained the purposes of the meeting as being for the authorization by the stockholders of the increase in the authorized Common Capital Stock of the Corporation of $40,000.00 instead of an authorized capital of $12,000.00 as presently provided for by its Charter.

Thereupon the following resolution was introduced by Mrs. L. G. Milam, seconded by L. G. Milam, and the same unanimously adopted:-

Be It Resolved, that Section 4 of the Charter of Incorporation of Milam Manufacturing Company approved on the 11th day of February 1930, recorded in Corporation Record Book No. 29-30 page 608 in the Office of the Secretary of State be and the same is hereby amended to read as follows:

Amount of capital stock and particulars as to class and classes thereof: $40,000.00, represented by Common Stock, there being no other class or classes thereof.

There being no further business said Special Stockholders meeting on motion was duly adjourned.

L. G. Milam, Chairman.
L. G. Milam, Jr., Secretary.

Notice of Amendment
to
CHARTER OF INCORPORATION

Pursuant to resolution adopted by the stockholders of Milam Manufacturing Company, at a special stockholders meeting held on January 8th, 1936, Section 4 of the Charter of Incorporation of said Company approved on the 11th day of February 1930, recorded in Corporation Record Book No. 29-30 page 608 in the Office of the Secretary of State, Jackson, Mississippi, was amended so as to read as follows:-

Amount of Capital Stock and particulars as to class and classes thereof: $40,000.00, represented by Common Stock, there being no other class or classes thereof.

Witness the signature of the President and Secretary of said Corporation under the seal thereon this the 8th day of January, 1936.

L. G. Milam, President.

Attest:
L. G. Milam, Jr.,
Secretary.

(SEAL)

State of Mississippi,
County.

ACKNOWLEDGMENT

Personally appeared before me the undersigned authority in and for said County and State L.G. Milam, Sr., and L. G. Milam, Jr., President and Secretary respectively of Milam Manufacturing Company, who acknowledged that they signed and executed the foregoing Amendment to the Charter of Incorporation on the date shown above as the act and deed and for and on behalf of said Corporation. And who further make affidavit that the facts stated in the foregoing Notice of Amendment are true and correct as therein stated.

Given under my hand and seal on this the 8th day of January, 1936.

F. G. Thomas, Notary Public.

(SEAL)

Received at the office of the Secretary of State, this the 10th day of January, A. D. 1936, together with the sum of $56.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss.,
January 10th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Milam Manufacturing Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 10th day of January, 1936.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 11th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

ARTICLES OF INCORPORATION OF RUDYARD COOPERATIVE GINNING ASSOCIATION

(A. A. L.)

I.

The corporate title of said company is Rudyard Cooperative Ginning Association. (A. A.L.)

II.

The names and postoffice addresses of the incorporations, who are all producers of agricultural products, are:

NAME	P. O. ADDRESS
Pete Williams	Clarksdale, Mississippi
E. J. Marley	Clarksdale, Mississippi
H. S. Parchman	Clarksdale, Mississippi
E. M. Fant	Coahoma, Mississippi
H. W. Fant	St. Petersburg, Florida
D. G. Holcomb	Rudyard, Mississippi
E. E. Moore	Clarksdale, Mississippi
Ellington Fant	Clarksdale, Mississippi
F. H. Fant	Coahoma, Mississippi
W. P. Baker	Clarksdale, Mississippi
M. J. Bouldin, Jr.,	Jonestown, Mississippi
R. O. Mosley	Coahoma, Mississippi
J. N. Montroy	Coahoma, Mississippi
Will Monty	Rudyard, Mississippi

III.

The said company shall have a capital stock of $15,000, all of which shall be preferred stock, and which shall be issued in shares of denomination of $25.00 each, which said preferred stock shall be entitled to earn dividends annually at not more than eight per cent. Said stock shall be issued only to and held only by producers of agricultural products who make use of the service and facilities of the association, and which shares of stock shall be transferable only to producers of agricultural products, and the rights and privileges of the holder thereof shall be as provided by Section 4090 of the Mississippi Code of 1930, and there shall be no individual liability on the part of shareholders, members, officials, or directors of the association.

IV.

The association may issue certificates of membership to producers of agricultural products which shall entitle the shareholders thereof to avail themselves of the facilities of the association without requiring such members to purchase stock in the association.

V.

The period of existence of the said association shall be fifty years.

VI.

The domicile of said association shall be at Coahoma, Coahoma County, Mississippi.

VII.

Said association shall be organized and incorporated under Article I of Chapter 99 of the Mississippi Code of 1930 providing for the organization of incorporated agricultural cooperative association.

VIII.

The rights and powers of said association shall be such as conferred by said Chapter 99 of the Mississippi Code of 1930 ~~and such other laws of the State of Mississippi Code of 1930~~ and such other laws of the State of Mississippi as may pertain to said association.

Pete Williams	Clarksdale, Miss.
E. J. Marley	Clarksdale, Miss.
H. S. Parchman	Clarksdale, Miss.
E. M. Fant	Coahoma, Miss.
H. W. Fant	St. Petersburg, Fla.
D. G. Holcomb	Rudyard, Miss.
E. E. Moore	Clarksdale, Miss.
Ellington Fant	Clarksdale, Miss.
F. H. Fant	Coahoma, Miss.
W. P. Baker	Clarksdale, Miss.
M. J. Bouldin, Jr.,	Jonestown, Miss.
R. O. Mosley	Coahoma, Miss.
J. N. Montroy	Coahoma, Miss.
Will Monty	Rudyard, Miss.

STATE OF MISSISSIPPI,
COUNTY OF COAHOMA,

Before me, the undersigned Notary Public in and for said county and state, this day personally appeared-

Pete Williams	E. J. Marley
H. S. Parchman	D. G. Holcomb
Ellington Fant	E. E. Moore
W. P. Baker	F. H. Fant
M. J. Bouldin, Jr.,	E. M. Fant
Will Monty	H. W. Fant
R. O. Mosley	J. N. Montroy

who each and severally acknowledged that they signed, delivered, and executed the above and foregoing Articles of Incorporation, for the purpose therein indicated.

Given under my hand and official seal, this the 27th day of December, 1935.

(SEAL)

R. O. Mosely, Notary Public.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

STATE OF MISSISSIPPI
OFFICE OF
SECRETARY OF STATE
JACKSON.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the articles of incorporation of the

RUDYARD COOPERATIVE GINNING ASSOCIATION (A. A. L.)

hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 14th day of January, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 578 ~~and 579~~, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 14th day of January, 1936.

(SEAL)

Walker Wood
Walker Wood, Secretary of State.

Recorded: January 14th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

#6912 W

RESOLUTION

WHEREAS, the City Coal and Lumber Company, Inc., is desirous of changing Item 4 in the Charter of Incorporation to read as follows:

"Amount of capital stock, $100,000.00, to begin business when $15,000.00 is subscribed and paid for"; and

WHEREAS, said resolution was offered by J. V. Gates, to-wit:

RESOLVE that Item 4 of said Charter of Incorporation is hereby amended to read,"Amount of capital stock, $100,000.00, to begin business when $15,000.00 is subscribed and paid for, and the officers of the corporation are hereby authorized and empowered to do the things necessary to sign the proper papers to the Secretary of State of the State of Mississippi in order to have Item 4 of said charter of Incorporation changed to read, "Amount of capital stock, $100,000.00, to begin business when $15,000.00 is subscribed and paid for."

That this resolution after being properly seconded was voted on and unanimously carried.

This the 8th day of January, 1936.

Certified to as a true copy of the above resolution.

Signed: J. M. Evans,
J. M. Evans, President
City Coal and Lumber Co.

E. M. Shaw
E. M. Shaw, Secy-Treas.
City Coal and Lumber Co.

AMENDMENT TO CHARTER OF INCORPORATION OF THE CITY COAL AND LUMBER COMPANY.

STATE OF MISSISSIPPI,
COUNTY OF HINDS.

We, the undersigned, J. M. Evans, President, and E. M. Shaw, Secretary and Treasurer of the City Coal and Lumber Company, do hereby state and certify that at a special meeting of the stockholders of the City Coal and Lumber Company on the 8th day of January, 1936, at its place of business at Jackson, Mississippi, held for the purpose hereinafter set out at which time more than three-fourths of the stockholders were present and represented, a resolution was unanimously adopted amending the Charter of Incorporation of said City Coal and Lumber Company so that Item Four or Section Four should read as follows:

Amount of capital stock, $100,000.00,
to begin business when $ 15,000.00 is
subscribed and paid for.

Witness our signatures and the corporate seal of office this the 9th day of January, 1936.

J. M. Evans.
J. M. Evans, President.

(SEAL)

E. M. Shaw
E. M. Shaw, Secy-Treas.

STATE OF MISSISSIPPI,
COUNTY OF HINDS.

This day personally appeared before me the undersigned Notary Public in and for said City of Jackson, said county and state aforesaid, the above named J. M. Evans, to me personally known who upon oath states that he is President of the City Coal and Lumber Company, and that as such officer of and for and on behalf of said corporation he executed the above and foregoing certificate of amendment to the charter of said corporation, all of which he was duly authorized to do.

Witness my signature and seal of office this the 9th day of January, 1936.

Lessie Ball
NOTARY PUBLIC.

(SEAL)

My Commission expires June 26, 1937.

Received at the office of the Secretary of State, this the 10th day of January, A. D., 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opihion.

Walker Wood
Secretary of State.

Jackson, Miss.,
January 11th, 1936.

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

Greek L. Rice, Attorney General.
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI,
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of CITY COAL AND LUMBER COMPANY, INC., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 14th day of January, 1936.

By the Governor

Sennett Conner
GOVERNOR

Walker Wood
Secretary of State.

Recorded: January 15th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

ARTICLES OF ASSOCIATION AND INCORPORATION
OF
ATTALA COUNTY COOPERATIVE. (A. A. L.)

Sec. 1. We, J. M. Weatherly, of Attala County, Mississippi, (P. O. Address, Kosciusko, Mississippi); L. D. Kuydendall of Attala County, Miss, (P. O. address Sallis, Mississippi); M. E. Braswell of Attala County, Mississippi, (P. O. address Ethel, Mississippi); Joe S. Cain of Attala County, Mississippi, (P. O. address Sallis, Mississippi); C. E. Beauchamp of Attala County, Mississippi, (P. O. address Kosciusko, Miss); W. Y. Kerr of Attala County, Mississippi, (P. O. address McCool, Mississippi); J. C. Rhine of Attala County, Mississippi, (P.O.address McCool, Mississippi); L. F. Gregory of Attala County, Mississippi, (P.O.address Center, Mississippi); L. L. Gowan of Attala County, Mississippi, (P.O.address McAdams, Mississippi); John Sanders of Attala County, Mississippi, (P. O. address McCool, Mississippi);
The undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges and immunities by said statute GIVEN or allowed, setting forth the following:

Section 2. The name of the organization shall be ATTALA COUNTY COOPERATIVE (A. A. L).

Section 3. The period of existence shall be fifty years.

Section 4. The domicile shall be at Kosciusko, in the County of Attala, in the State of Mississippi.

Section 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

Section 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

In testimony whereof we have hereunto set our hands in duplicate, this 14 day of January, 1936.

J. M. Weatherly
L. D. Kuydendall
M. E. Braswell
Joe S. Cain
C. E. Beauchamp
W. Y. Kerr
J. C. Rhine
L. F. Gregory
L. L. Gowan
John Sanders

STATE OF MISSISSIPPI,
COUNTY OF ATTALA,

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

J. M. Weatherly
M. E. Braswell
C. E. Beauchamp
J. C. Rhine
L. L. Gowan
L. D. Kuydendall
Joe S. Cain
W. Y. Kerr
L. F. Gregory
John Sanders

who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 14th day of January, 1936.

(SEAL)

Sue Davis
NOTARY PUBLIC.

My Commission expires Sept. 15, 1937.

STATE OF MISSISSIPPI,
OFFICE OF
SECRETARY OF STATE,
JACKSON.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the attached articles of incorporation of

ATTALA COUNTY COOPERATIVE (A. A. L.)

hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 16th day of January, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 581, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 16th day of January, 1936.

(SEAL)

Walker Wood
Walker Wood, Secretary of State.

Recorded: January 17th, 1936.

FOR AMENDMENT SEE BOOK 36-37 PAGE 468

TUCKER PRINTING HOUSE JACKSON MISS

This corporation was dissolved by decree of the Chancery Court of Washington County, Miss, rendered April 8th 1938 in cause pending therein Styled As: Delta Planters Equipment Company and as entered on the docket of said Court. Certified copy of said decree filed here Apr. 12th 1938.

Charter of Incorporation
of

ANSON SHELDON COMPANY

1) The Corporate Title of this Company shall be "ANSON SHELDON COMPANY."

2) The names and post office addresses of the incorporators are, as follows: Anson H. Sheldon, Pettit, Miss.; J. A. Lake, Jr., Greenville, Miss.; L. R. Foote, Greenville, Miss.;

3) The domicile of the Corporation in this state shall be -- Greenville, Miss.

4) The amount of authorized capital stock shall be $5,000.00. There shall be one (1) class and it shall be COMMON STOCK having a par value.

5) The sale price per share of the Corporation Stock shall be $1.00 PERSHARE.

6) The period of existence, not to exceed fifty years, shall be FIFTY YEARS.

7) The purposes for which this Corporation is organized and created are: To buy and sell farm equipment, tractors, trucks, implements, farm implements, parts for such farm implements, tractors, trucks and accessories therefor; tires and tubes. To buy and sell seed and hay; to operate farms and plantations and handle and sell the agricultural products thereof; to buy and sell lands; to buy and sell petroleum products; to operate a repair shop for farm equipment, tractors, trucks and farm implements and to do all things necessary for the proper carrying out of the above-stated purposes. In addition to the aforesaid purposes, the rights and powers that may be exercised by said Corporation shall be those conferred by the provisions of Chapter Code of 1930.

8) The number of shares of stock necessary to be subscribed and paid for before the Corporation shall commence business shall be TWO THOUSAND SHARES.

Witness our signatures, this the day of January, 1936.

Anson H. Sheldom,
J. A. Lake, Jr.,
L. R. Foote,
Incorporators.

State of Mississippi,
County of Washington.

Personally appeared before me, the undersigned Notary Public, in and for the County and State aforesaid, the within-named, ANSON H. SHELDON, J. A. LAKE, JR., and L. R. FOOTE, who each acknowledged that he and she signed and delivered the foregoing instrument, on the day and year thereinmentioned as his and her own act and deed.

Given under my hand and official seal, this the 18th day of Jan. 1936.

(SEAL)

Laura Mogan, Notary Public.

Received at the office of the Secretary of State, this the 20th day of January, A.D. 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi,
January 20, 1936.

I, Greek L. Rice, Attorney General of the State of Mississippi, hereby certify that I have examined the attached copy of the proposed charter of incorporation of Anson Sheldon Company and I am of the opinion that said charter is not violative of the Constitution and Laws of this State or of the United States.

GREEK L. RICE, ATTORNEY GENERAL
By: W. W. Pierce,
Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of ANSON SHELDON 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 20th day of January, 1936.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 21st, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

#6917 W.

The Charter of Incorporation
of
JOHNSTON FURNITURE COMPANY

1. The corporate title is: Johnston Furniture Company.
2. The names of the incorporators are: H. J. Johnston, Postoffice address Columbus, Mississippi;
Russell B. Johnston, Postoffice address Columbus, Mississippi.
3. The domicile is at Columbus, Lowndes County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Twenty Thousand Dollars ($20,000) common.
5. Number of shares for each class and par value thereof: 200 shares common, par value $100 each.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created:
To do a retail furniture business, including buying and selling of radios, stoves, rugs, draperies, and all merchandise pertaining to or connected with the conducting of a general furniture business. The rights and powers that may be exercised by the corporation in addition to the foregoing are therefore conferred by Chapter 100 of Mississippi Code 1930.
8. There shall be subscribed and paid for before the corporation shall begin business capital stock in the sum of $5,000.00.

Witness our hands this the 13th day of January, 1936.

Russell B. Johnston,
H. J. Johnston,

State of Mississippi,
Lowndes County.

Personally appeared before me, Kathleen Higgins, a Notary Public in and for Lowndes County, Mississippi, the within named H. J. Johnston and Russell B. Johnston, incorporators of the corporation known as Johnston Furniture Company, who acknowledged that they, as such incorporators, signed, executed and delivered the foregoing articles of incorporation of said Johnston Furniture Company, as their act and deed on the date above written.

Witness my signature this the 13th day of January, 1936.

(SEAL)

Kathleen Higgins, Notary Public.
My Com. expires 10/17/38.

Received at the office of the Secretary of State this the 15th day of January, 1936, together with the sum of $50.00 deposited to cover the recording fee, and referred to the attorney General for his opinion.

Walker Wood, Secretary of State.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.
1/15/36

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Johnston Furniture Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 16th day of January, 1936.

Sennett Conner, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 17th, 1936.

FOR AMENDMENT SEE BOOK 40-41 PAGE 535

This corporation suspended by order from State Tax Commission on July 25, 196.
Copy of said order filed this
July 28, 1960.
Heber Ladner, Secretary of State

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
TISHOMINGO COUNTY COOPERATIVE (A.A.L.)

SEC. 1, We, John W. Smith of Tishomingo County, Mississippi, (P.O.address R-5, Iuka, Miss.); J. M. Bridges of Tishomingo County, Mississippi, (P.O.address R-1, Iuka, Miss.); W. L. Brackeens of Tishomingo County, Mississippi, (P.O.address R-1, Burnsville, Miss.); C. C. Coker of Tishomingo County, Mississippi,(P.O. address R-1, Burnsville, Miss.,); Lee Loveless of Tishomingo County, Mississippi, (P.O.address R-1, Tishomingo, Miss.); M. B. Parson of Tishomingo County, Mississippi, (P.O. address, R-1, Dennis, Miss.); T. H. Dean, of Tishomingo County, Mississippi, (P.O.address R-2, Belmont, Miss.); W. V. Tiffin of Tishomingo County, Mississippi, (P.O.address R-2, Belmont, Miss.); G. T. Long of Tishomingo County, Mississippi, (P.O.address R-1, Iuka, Miss.); C. S. Cresap of Tishomingo County, Mississippi, (P.O.address R-2, Iuka, Miss.); the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges and immunities by said statute given or allowed, and set forth the following:

Section 2. The name of the organization shall be Tishomingo County Cooperative (A.A.L.)

Section 3. The period of existence shall be fifty years.

Section 4. The domicile shall be at Iuka, Mississippi, in the County of Tishomingo, in the State of Mississippi.

Section 5. Said incorporated association is to be organized and operated under said Chapter 109, of the Laws of Mississippi of 1930.

Section 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

In testimony whereof we have hereunto set our hands in duplicate, this 16th day of January, 1936.

John W. Smith, M.B.Parson,
J. M. Bridges, T.H.Dean,
W. L. Brackeens, W.V.Tiffin,
Lee Loveless, G.T.Long,
C. C. Coker, C.S.Cresap.

State of Mississippi,
County of Tishomingo.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named John W. Smith, M. B. Parson, J. M. Bridges, T. H. Dean, W. L. Brackeens, W. V. Tiffin, Lee Loveless, G. T. Long, C. C. Coker, C. S. Cresap, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 16th day of January, 1936.

O. T. Gaines, Jr.,
Notary Public.

(SEAL)

My Commission expires Sept. 16th, 1939.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Tishomingo County Cooperative (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 21st day of January, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 584, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 21st day of January, 1936.

Walker Wood,
Walker Wood, Secretary of State.

(GREAT SEAL)

Recorded: January 22, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Amendment of Correction to
Articles of Incorporation
of
ARTESIA STATE BANK

Artesia, Lowndes County. Mississippi.

Whereas, heretofore on the 27th day of September, 1934, the stockholders of Artesia State Bank, rtesia, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitaliza- on and authorizing the issuance of Preferred Stock; and

Whereas, said Amendments are incomplete and incorrect and it is necessary and for the best in- ests of this Bank, that said Amendments be corrected and completed; it is therefore

Resolved, that regardless of any omissions, errors or defects in said Amendments or in the cor- ate proceedings connected therewith, all actions taken by the Stockholders, Officers and Agents this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted ptember 27, 1934 to be certified to and approved by the Comptroller, Governor, Secretary and torney General of the State and in the recording of said approved Amendments in the office of Chancery Clerk of this county, the use thereof in the operation of the Bank and the issuance sale of the Preferred Stock authorized thereunder, be and the same are hereby and in all things ified and confirmed. And

It is Further Resolved that for the purpose of correcting and completing the said Amendments retofore adopted by the stockholders on the 27th day of September 1934, the Articles of Incor- ration as amended, be amended as follows:

1. By striking from Resolved Second of the Amendment to the Articles of Incorporation adopted ptember 27, 1934 the word and figure "Article 4" and inserting in place thereof "sub-paragraph of Article 7," and designating and numbering as "Article 5" the article relative to the Board irectors inserted in the Articles of Incorporation by Resolved Second.

2. By striking from Resolved Third of the amendment to the Articles of Incorporation adopted ptember 27, 1934 the figure "2," and inserting in place thereof "4 and 5 and sub-paragraph 2 of icle 7," and numbering as "Article 4" the article relative to capital stock inserted in the Ar- les of Incorporation by Resolved Third.

3. By inserting in the blank spaces following the word "Article" throughout Article 4 inserted in Articles of Incorporation by the amendment of September 27, 1934 the figure "4" to designate the ference to such article.

4. By numbering as "Article 9" the article inserted in the Articles of Incorporation by the amend- nt adopted September 27, 1934 designated "(a) Officers" and to insert in the blank space therein llowing the word "Article" the figure "4."

5. By numbering as "Article 10" the article inserted in the Articles of Incorporation by the endment adopted September 27, 1934 designated "Special meetings of shareholders"

At a special meeting of the shareholders of Artesia State Bank, Artesia, Mississippi, held on nuary 21, 1936, 10 days' notice of the proposed business having been given by mail, all of the regoing resolutions were adopted by the following vote, representing all of the shares of Pre- rred Stock outstanding and at least two-thirds of the total number of shares of Common stock out- nding.

Total number of shares of Preferred stock outstanding.....150
Total number of shares of Preferred stock represented at the meeting.....150
Total number of shares of Preferred stock voted in favor of the resolutions....150
Total number of shares of Preferred stock voted against the resolutions.....NONE
Total number of shares of Common stock outstanding////.....135
Total number of shares of Common stock represented at the meeting..... 90
Total number of shares of Common stock voted in favor of the resolutions..... 90
Total number of shares of common stock voted against the resolution.....NONE

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

J. N. Roberts, President.

TE OF BANK)
Subscribed and sworn to before me this 21 day of January, A. D. 1936.
TE OF NOTARY)

O. G. McIlwain, Notary Public.

partment of Bank Supervision,
te of Mississippi,
kson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined proposed amendment to the Charter of Incorporation of the Artesia State Bank, Artesia, Missis- pi wherein certain corrections are made in a former amendment of the Charter of Incorporation of Bank under which the issuance of preferred stock was authorized, and I do hereby approve the posed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 23rd day of nuary, 1936.

M. D. Brett, State Comptroller.

AL)

Received at the office of the Secretary of State, this the 23rd day of Januaru, A. D. 1936, gether with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney neral for his opinion.

Walker Wood, Secretary of State.

kson, Miss.,
nuary 24th, 1936.

I have examined this amendment of the charter of incorporation and am of the opinion that it is violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice, Attorney General.
by W. W. Pierce, Assistant Attorney General.

te of Mississippi,
cutive Office,
kson.

The within and foregoing Amendment to the Charter of Incorporation of Artesia State Bank is reby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of sissippi to be affixed, this 24th day of January, 1936.

Hugh White, Governor.

the Governor,
ker Wood,
retary of State.

corded: January 25th, 1936

TUCKER PRINTING HOUSE JACKSON MISS

Amendment of Correction to Articles
of Incorporation of

BANK OF WESSON.
Wesson, Copiah County, Mississippi.

Whereas, heretofore on the 25th day of January, 1935, the stockholders of Bank of Wesson, Wesson, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

Whereas, said Amendments are incomplete and incorrect and it is necessary and for the best interests of this Bank, that said Amendments be corrected and completed; it is therefore

Resolved, that regardless of any omissions, errors or defects in said Amendments or in the corporate proceedings connected therewith, all action taken by the Stockholders, Officers and Agents of this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted January 25th, 1935, to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, the use thereof in the operation of the Bank and the issuance and sale of the preferred stock authorized thereunder, be and the same are hereby and in all things ratified and confirmed. And

It is further resolved that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders on the 25th day of January, 1935, the Articles of Incorporation as amended, be amended as follows:

1. By striking from Resolved Second of the Amendment adopted January 25, 1935 the following; "by striking out Article Three and inserting in place thereof the following;" and substituting therefor the following "by inserting in the Charter of Incorporation as Article 4 thereof the following," so that the article relative to the Board of Directors inserted in the Charter of Incorporation by the amendment adopted January 25, 1935 shall be Article "4".

2. By numbering as "Article 5" the article inserted in the Charter of Incorporation by the amendment adopted January 25, 1935 entitled "(a) Officers" and numbering as "Article 6" the article inserted by such amendment entitled "Special meetings of shareholders."

At a Special meeting of the shareholders of BANK OF WESSON, Wesson, Mississippi, held on January 24, 1936, 10 days' notice of the proposed business having been given by ~~registered~~ mail, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of Preferred Stock outstanding and at least two-thirds of the total number of shares of Common Stock outstanding.

Total number of shares of Preferred Stock outstanding 375; Total number of shares of Preferred Stock represented at the meeting 375; Total number of shares of Preferred Stock voted in favor of the resolutions 375; Total number of shares of Preferred Stock voted against the resolution NONE.

Total number of shares of Common Stock outstanding 300; Total number of shares of Common Stock represented at the meeting 232-1/3; Total number of shares of common stock voted in favor of the resolutions 232-1/3; Total number of shares of Common Stock voted against the resolutions NONE.

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

Thad B. Lampton, President.

(SEAL OF BANK)

Subscribed and sworn to before me this 24th day of Jany, A. D. 1936.

(SEAL OF NOTARY)

A. R. Peets, Notary Public.

Department of Bank Supervision,
State of Mississippim
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of the Bank of Wesson, Wesson, Mississippi wherein certain corrections are made in a former amendment of the Charter of Incorporation of said Bank under which the issuance of preferred stock was authorized, and I do hereby approve the proposed amendment.

Given under my hand and the Seal of the Department of Bank Supervision, this the 27th day of January, 1936. (SEAL)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 27th day of January, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., January 28, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Bank of Wesson is hereby approved.

In testimony whereof, I have whereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-eighth day of January, 1936.

Hugh White, Governor.

By the Goverhor,
Walker Wood,
Secretary of State.

Recorded: January 28th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment of Correction
to
Articles of Incorporation
of
The Commercial Bank

Woodville, Wilkinson County, Mississippi.

Whereas, heretofore on the 12th day of February 1935, the stockholders of The Commercial Bank, Woodville, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

Whereas, said Amendments are incomplete and incorrect and it is necessary and for the best interests of this Bank, that said Amendments be corrected and completed; it is therefore

Resolved, that regardless of any omissions, errors or defects in said Amendments or in the corporate proceddings connected therewith, all action taken by the Stockholders, Officers and Agents of this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted February 12th, 1935, to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, the use thereof in the operation of the Bank and the issuance and sale of the Preferred Stock authorized thereunder, be and the same are hereby ratified in all things ratified and confirmed. And

It is further resolved that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders on the 12th day of February, 1935, the Articles of Incorporation as amended, be amended as follows:

1. By inserting in the Articles of Incorporation as "Article 1" the article stricken therefrom the amendment adopted February 12, 1935, reading as follows: "The corporate title of said company is The Commercial Bank."

2. By striking from Resolved Second of the amendment to the Articles of Incorporation adopted February 12, 1935 the words "That the Articles of Incorporation be amended by striking out Article 5 and inserting in the place thereof the following:" and substituting therefor the following: "That the Articles of Incorporation be amended by inserting therein as Article 5 the following:"

3. By striking out of the Articles of Incorporation, Article 5 reading "The par value of Shares is One Hundred($100.00) Dollars each."

4. By inserting the figure "4" in the blank spaces after the word "Article" throughout Article 10 inserted in the Articles of Incorporation by the Amendment adopted February 12, 1935.

5. By designating and numbering as "Article 9" the article inserted in the Articles of Incorporation by the amendment adopted February 12, 1935, entitled "(a) Officers," and inserting in the blank space in such article the figure "4", and designating and numbering as "Article 10" the article inserted in the Article of Incorporation by the amendment adopted February 12, 1935 entitled "Special meetings of shareholders."

At a special meeting of the shareholders of THE COMMERCIAL BANK, Woodville, Mississippi, held on January 21st, 1936, 10 days' notice of the proposed business having been given by mail, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of Preferred Stock outstanding and at least two-thirds of the total number of shares of Common stock outstanding.

Total number of shares of Preferred stock outstanding.....	500
Total number of shares of Preferred stock represented at the meeting.....	500
Total number of shares of Preferred stock voted in favor of the resolutions	500
Total number of shares of Preferred stock voted against the resolution.....	NONE
Total number of shares of Common stock outstanding.....	350
Total number of shares of Common stock represented at the meeting.....	248
Total number of shares of Common stock voted in favor of the resolution....	248
Total number of shares of Common stock voted against the resolution.....	NONE

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

(SEAL) E. H. Wallace, President.

Subscribed and sworn to before me this 22 day of Jan'y, A. D. 1936.
(SEAL) J. M. Miller, Notary Public.

Department of Bank Supervision,
State of Mississippi,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of The Commercial Bank, Woodville, Mississippi, wherein certain corrections are made in a former amendment of the Charter of Incorporation of said Bank under which the issuance of preferred stock was authorized, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 23rd day of January, 1936.
(SEAL) M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 23rd day of January, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.
Walker Wood, Secretary of State.

Jackson, Miss., January 24th, 1936.

I have examined this amendment of the charter of incorporation, of the Commercial Bank of Woodville, Mississippi, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.
Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of The Commercial Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 24th day of January, 1936.
Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: January 24th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

NEWTON BANK SECURITIES CORPORATION

1. The corporate title of said company is Newton Bank Securities Corporation.
2. The names of the incorporators are: Walter Spiva, postoffice, Newton, Miss.; J. L. Byrd, postoffice, Jackson, Miss.; W. A. Byrd, postoffice, Newton, Miss.
3. The domicile is at Newton, Miss.
4. Amount of capital stock and particulars as to class or classes thereof: $100,000.00, all common stock.
5. Number of shares for each class and par value thereof: 1,000 shares of common stock of the par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is Fifty Years.
7. The purpose for which it is created: To purchase, hold, own, deal in, lend on and borrow money on assets of banks, either open or in liquidation, and particularly the corporation shall have the right to purchase real estate, bonds, stocks, notes or bills receivable, secured by mortgages and deeds of trust or unsecured, and other evidences of debt, from banks, either open or closed and it shall have the right to hold, own, deal in, lend on, and borrow money on all such assets, and to do all other things authorized by law and as specifically authorized by Section 34 of Chapter 146 of the Laws of 1934; and in furtherance of the purposes of this corporation, it shall have the right to buy, own, sell, improve, lease, farm, and otherwise deal in and with land, and to buy, sell, and deal generally in all securities of all kinds. To own such real and personal property as it may deem necessary to carry out the purposes of the corporation.

But the corporation shall not have any power to hold and cultivate for agricultural purposes land in the excess of the amount now authorized by law.

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

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

J. L. Byrd,
W. A. Byrd,
Walter Spiva,
Incorporators.

Acknowledgement

State of Mississippi,
County of Newton.

This day personally appeared before me, the undersigned authority Walter Spiva and W. A. Byrd incorporators of the corporation known as the Newton Bank Securities Corporation who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 23d day of January, 1936.

(SEAL)

Sue Summer, Notary Public.
My commission expires January 17, 1938.

State of Mississippi,
County of Hinds.

This day personally appeared before, the undersigned authority J. L. Byrd, one of the incorporators of the corporation known as the Newton Bank Securities Corporation who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 24 day of January, 1936.

(SEAL)

A. R. Covington, Notary Public.

Received at the office of the Secretary ofState, this the 27th day of January, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Department of Bank Supervision
State of Mississippi
Jackson.

Consent and Approval of the Comptroller, State of Mississippi

I, M. D. Brett, State Comptroller, do hereby certify that I have read the Charter of Incorporation of Newton Bank Securities Corporation, Newton, Mississippi, and that I do hereby give my consent and approval tp the organization thereof, as contemplated by Section 34 of Chapter 146 of the Laws of Mississippi of 1934.

Given under my hand and seal, this the 27th day of January, 1936.

(SEAL)

M. D. Brett, State Comptroller.

Jackson, Mississippi, January 28, 1936.

I have examined the attached Charter of Incorporation of the Newton Bank Securities Corporation and am of the opinion that it is not violative of the Constitution and Laws of this State nor of this State.

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Newton County Securities Corporation is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-eighth day of January, 1936.

Hugh White Goverhor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 29th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment of Correction to Articles of Incorporation of

MERCHANTS & MARINE BANK OF PASCAGOULA
Pascagoula, Jackson County, Mississippi

Whereas, heretofore on the 28th day of May, 1935, the stockholders of Merchants & Marine Bank of Pascagoula, Pascagoula, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock, and

Whereas, said Amendments are incomplete and incorrect and it is necessary and for the best interests of this Bank, that said Amendments be corrected and completed; it is therefore

Resolved, that regardless of any omissions, errors or defects in said Amendments or in the corporate proceedings connecting therewith, all action taken by the stockholders, officers and agents of this Bank in authorizing the issuance of Preferred Stock and in causing said amendments adopted May 28, 1935, to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, the use thereof in the operation of the Bank and the issuance and sale of the Preferred Stock authorized thereunder, be and the same are hereby and in all things ratified and confirmed. And

It is further resolved that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders, on the 28th day of May, 1935, the articles of incorporation as amended, be amended as follows:

By striking out all of the amendments heretofore adopted by the stockholders on the 28th day of May, 1935, after and including the words Resolved Third thereof, and inserting in place thereof the following:

Resolved Third, that the Articles of Incorporation be further amended by inserting an article to be designated as Article 3-A reading as follows:

Article 3-A (1) Amount, classes and shares of capital stock.---The amount of capital stock of the Corporation shall be $75,000.00 divided into classes and shares as follows: (a) $50,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 1,600 shares of the par value of $31.25 (1) each; and (b) $25,000.00 par value common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this Article 3-A) divided into 1,000 shares of the par value of $25.00 each.

(2) Assessability of stock.---The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.---The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this article 3-A) accruing after May 28, 1935 (2) (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable quarterly on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividends shall not be cumulative, so that if dividends at the full rate required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.---Dividends or other distributions whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this article 3-A) accruing after the Recapitalization Date.

If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such special reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of any such stock dividend shall be issuable without any further vote on the part of the holders of stock of any class or any other approval on the part of the State Comptroller.

(5) Determination of net profits.---For the purpose of this article 3-A, the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period: (a) All expenses for such period; (b) All interest accrued during such period; (c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-offs and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-offs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves; (d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such rights as the Corporation may have to recover the same; (e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits for dividend and retirement requirements of the preferred stock; and

The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation. (2) Insert date on which Articles of Incorporation amended by shareholders.

(6) Application of net profits.---As long as any shares of preferred stock are outstanding, the net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending Jan. 30, (3) need be made by reason of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made on account of loss incurred prior to or depreciation in assets existing at the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus and undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

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Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) here- of, no payments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936), shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following orderx of priority: (a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be. (b) To the payment into the preferred stock retirement fund (referred to in section 8 of this article 3-A) on August 1, 1936, of a sum equal to three-quarters of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter of a sum equal to one-half of one per cent of the aggregate par value of the preferred stock at the time outstanding. In the event that the net profits of the Corporation shall on any such February 1 or August 1 be insufficient to permit the payment into such preferred stock retirement fund of the full amount hereinabove provided for, the deficiency shall be fully paid before any net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter specified in this section 6.

(c) To the payment into the preferred stock retirement fund, (referred to in section 8 of this article 3-A) of a sum equal to forty per cent of the remainder, if any, of such net profits: provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year in accordance with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever: Provided further, however, that unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund required by this paragraph (c) exceed from such net profits as may have accrued from and after December 31, 1935.

Subject to compliance with the provisions of section 7(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however to the provisions of section 7 of this article 3-A.

(7) Limitations on retirement of stock.---Except with the approval of the State Comptroller no preferred stock shall be called or purchased for retirement by the Corporation unless the unimpaired capital, surplus and undivided profits of the Corporation, and the retirement fund provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $88,000.00 (4) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase.---Subject to the provisions of section 7 of this article 3-A whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000.00 (5) the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this article 3-A, the Corporation shall call for retirement in the manner provided in section 9 hereof, the largest number of shares of preferred stock which cam be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law. Subject to the provisions of section 7 of this article 3-A, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be re-issued.

(9) Retirement of preferred stock by call.---Subject to the provisions of Section 7 of this article 3-A the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, (and provided always that the capital shall in no event be reduced below the minimum amount of capital required by law) by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement.

At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be cancelled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation, etc. By the affirmative vote of the holders, voting by classes of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval of the State Comptroller and such other conditions as at the time may be required by law---

(3) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(4) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corppration prior to the purchase of the preferred stock.

(5) This figure will be fixed by Reconstruction Finance Corporation.

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the

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one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 3-A in connection with the retirement of shares of preferred stock;

(b) The capital stock of the Corporation may be increased at any time and from time to time to an amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock;

(c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;

(d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding;

(e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all or substantially all of the assets and business of any banking corporation or trust company;

(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;

(g) The Corporation may go into valuntary liquidation; and

(h) Any plan of reorganization of the Corporation may be carried into effect---

provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of section 12 or 13 of this Article 3 A and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11) Pre-emptive rights.---In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights.(a) Except as otherwise provided in section 10 and 13 of this article 3-A and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the right to cast the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid, and full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in subparagraph (2) of section 13 of this article 3-A, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights.---If at any time while the Reconstruction Finance Corporation shall own not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding---

(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article 3-A) in accordance with the requirements of paragraph (c) of section 6 of this article 3-A and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which have elapsed since January 1, 1936; or

(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall elect), or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or

(d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation---then after written notice from Reconstruction Finance Corporation and so long as any of said conditions in (a), (b), (c) the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) above shall continue:

(1) All directors, officers and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the votes of the holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation with the approval of the State Comptroller, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected,

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the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which such class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation.---In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

Article 6. (a) Officers.---The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice-Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pe taining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and subject to the provisions of sub-paragraphs (1) and (2) of section 13 of article 3-A hereof, to fix the salaries to be paid to them and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand;

(b) Powers of Board of Directors.---The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation, and the management of its affairs, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

Article 7. Special meetings of shareholders.---Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all sharesholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

Resolved Fourth, That each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED FIFTH, That the Board of Directors through its proper officers, at the expiration of said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a special meeting of the shareholders of Merchants & Marine Bank of Pascagoula, Pascagoula, Mississippi, held on January 13th, 1936, 10 days' notice of the proposed business having been given by mail, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of Preferred Stock outstanding and at least two-thirds of the total number of shares of Common stock outstanding.

Total number of shares of preferred stock outstanding	1600
Total number of shares of preferred stock represented at the meeting	1600
Total number of shares of preferred stock voted in favor of the resolutions	1600
Total number of shares of preferred stock voted against the resolutions	NONE
Total number of shares of common stock outstanding	1000
Total number of shares of common stock represented at the meeting	748
Total number of shares of common stock voted in favor of the resolutions	748
Total number of shares of common stock voted against the resolutions	NONE

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

(SEAL OF BANK)

EDMOND J. JANE,
President of Vice-President

Subscribed and sworn to before me this 17th day of January, A. D. 1936.

(SEAL OF NOTARY)

FRED TAYLOR, Notary Public.
Clerk Chancery Court,
Jackso n County, Mississippi

Department of Bank Supervision,
State of Mississippi,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of the Merchants & Marine Bank of Pascagoula, Pascagoula, Mississippi, wherein certain corrections are made in a former amendment of the Charter of Incorporation of said Bank under which the issuance of preferred stock was authorized, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 27th day of January, 1936.

(SEAL)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 27th day of January, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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Jackson, Miss.,
January 28th, 1936.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Merchants & Marine Bank of Pascagoula is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-eighth day of January, 1936.

Hugh White, Governor.

GREAT SEAL

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 28th, 1936.

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Be It remembered that on this the 18th day of January, 1936, a meeting of the Lodge of the Knights of the Golden Rule was held at Petal, in Forrest County, Mississippi, a quorum being present and the Lodge being opened for regular business, there came on to be considered the matter of securing a charter of incorporation for the Knights of the Golden Rule, when on motion, duly seconded, W. D. Webster and R. R. Lott, and W. B. Reynolds, were authorized by the said Knights of the Golden Rule to apply for a charter of incorporation, and ordered and directed to take all necessary steps incident to procuring a charter of incorporation for the Knights of the Golden Rule in the State of Mississippi, and to that end authorized to sign the charter and make payment of the $10.00 fee to be paid the Secretary of State, and employ an attorney to assist them in procuring said charter, and to do anything and everything necessary and incident to obtaining said charter.

Ordered and done, this the 18th day of January, 1936.

R. Fuson, (Secretary)
General Chancellor.

I, the undersigned Secretary of the Knights of the Golden Rule, do hereby certify that the above and foregoing is a true, exact and literal copy of an order entered on the Minutes of the Knights of the Golden Rule at a meeting thereof held on the 18th day of January, 1936.

Witness my signature, this the 18th day of January, 1936.

R. Fuson, (Secretary)
General Chancellor.

The Charter of Incorporation of

THE KNIGHTS OF THE GOLDEN RULE.

1. The corporate title of said corporation is, Knights of the Golden Rule.

2. The names of the incorporators are: W. D. Webster, Postoffice, Petal, Mississippi; R. R. LOtt, Postoffice, Petal, Mississippi; W. B. Reynolds, Postoffice, Petal, Mississippi.

3. The domicile is at Petal, Mississippi.

4. There will be no shares of stock issued by this corporation, the corporation being a fraternal society or lodge, and to that end this corporation shall not be required to make publication of its charter, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

5. The period of existence is fifty (50) years.

6. The purpose for which it is created:

Is to carry on and conduct a fraternal organization under the corporate name herein adopted and to inculcate higher religious, moral and living conditions for the members and to promote higher ideals of citizenship in and among its members, and to practice charity; to have and adopt creeds, rituals, constitution and by-laws, and to carry on all activities and to do the things usually done by secret fraternal societies; to establish grand and subordinate lodges, with the right to sue and be sued, plead and be impleaded, answer and be answered in any court of law and equity in the State and with the right to have and use a common seal and to use and enforce the by-laws, constitution and pther rules and regulations adopted, provided same are not violative of the constitution of this State or the United States, or the laws thereof; and to enjoy the rights and powers conferred by Chapter 100, Code of Mississippi of 1930.

W. D. Webster,
R. R. Lott,
W. B. Reynolds,
Incorporators.

Acknowledgment.

State of Mississippi, County of Forrest.

This day personally appeared before me, the undersigned authority, W. D. Webster, R. R. Lott, and W. B. Reynolds, incorporators of the corporation known as the Knights of the Golden Rule, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 18th day of January, 1936.

(SEAL)

Mrs. Elizabeth Harper,
Notary Public.
My Commission Expires Oct. 15, 1938.

Received at the office of the Secretary of State this the 28 day of January, 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Jan. 28th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Knights of the Golden Rule is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-eighth day of January, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 29th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

HOOKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of the

TRI-STATE SAND & GRAVEL COMPANY

1. The corpporate title of said Company is: "Tri State Sand & Gravel Company."
2. The names and post office addresses of the incorporators are: H. G. Rosson, Vicksburg, Mississippi; J. M. Dutton, Vicksburg, Mississippi; A. J. Brunini, Vicksburg, Mississippi.
3. The domicile is at Cedars, Mississippi.
4. The capital stock of said corporation shall be evidenced by three hundred shares of nominal or no par value, which stock shall be sold at such price as may be fixed by the Board of Directors not exceeding Ten ($10.00) Dollars per share.
5. The priod of existence is fifty years.
6. The purposes for which it is created: (a) To deal in sand, gravel and other similar material, both wholesale and retail, including the right to do all things necessary and incident to the mining and marketing of such products. (b) To deal in all building material and products both wholesale and retail. (c) To deal, both wholesale and retail in machinery, tools and equipment. (d) To own, lease, rent and operate boats, tugs, barges and other floating equipment and such other equipment as might be useful or necessary in the operation of its business.
7. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.

H. G. Rosson,
J. M. Dutton,
A. J. Brunini,
Incorporators.

State of Mississippi,
Warren County.

This day personally appeared before me, the undersigned authority, H. G. Rosson, J. M. Dutton, and A. J. Brunini, incorporators of the corporation known as the Tri-State Sand & Gravel Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 1st day of Feb. 1936.

(SEAL)

B. H. Colmery, Notary Public.

Received at the office of the Secretary of State this 3rd day of Feb. A. D. 1936, together with the sum of $20.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., February 3rd, 1936

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Tri-State Sand & Gravel 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 3rd day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 3, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation of

SOUTHLAND MATERIALS COMPANY

(1) The Corporate Title of said company is: Southland Materials Company.
(2) The names and postoffice addresses of the incorporators are: S. A. Gano, Greenwood, Mississippi; S. O. Neyman, Greenville, Mississippi; W. I. Crouch, Greenville, Mississippi.
(3) The domicile of the Corporation in this state is: Greenville, Mississippi.
(4) The amount of authorized capital stock is 300 shares with a par value of $100.00 per share
(5) The period of existence, not to exceed fifty years is: Fifty Years.
(6) The purpose for which the Corporation is created are:

(1st) To carry on the business of mining; producing; purchasing; selling and otherwise dealing in all kinds of sand; gravel; brick; cement, and any and all other material, or materials, used in the erection, construction, maintenance and operation of any and all roads; bridges; streets, highways, and buildings of every kind and character, public and private.

(2nd) To purchase; lease; re-lease; sell, mortgage, and otherwise acquire, incumber, sell and convey real estate or personal property necessary or incidental to the operation of the company, especially gravel pits; gravel lands, and all machinery and equipment necessary and incidental to the erection, construction, operation, management and control of gravel pits, sand banks, or any and all other materials used in connection with any roads; bridges; streets; buildings, or other construction of any kind and character.

(3rd) To buy, lease, build, erect, equip, operate, maintain, sell, incumber or otherwise acquire or dispose of any building, machinery, real estate or equipment of any kind and character necessary or incidental to the operation of the company.

(4th) To draw, accept, endorse, issue, buy and sell negotiable or transferable instruments and securities, including bonds, stock, debentures, notes, and bills of exchange, and to borrow money, create debts, and to secure the payment of same by mortgage or deed of trust on its property, or any part of it, both real and personal, and by pledge, assignment or otherwise, of and upon any or all of the assets of the corporation.

(5th) To make and/or accept contracts for the construction, erection, maintenance, or otherwise in respect to any highway, bridges, streets, buildings, or roads, either public or private.

(7) The number of shares of stock necessary to be subscribed and paid for before the Corporation shall commence business is Ten (10).

Signed this First day of February, 1936.

S. A. Gano,
S. O. Neyman,
W. L. Crouch,
Incorporators.

State of Mississippi,
County of Washington.

Personally appeared before me, the undersigned authority authorized to take acknowledgments in and for said County and State, the within named S. A. Gano; S. O. Neyman and W. I. Crouch, who each acknowledged that they signed and delivered the foregoing Articles of Incorporation on the day and year therein mentioned as the act and deed of each Incorporator.

Given under my hand and official seal, this the 1st day of February, 1936.

(SEAL) A. D. Brooks, Chancery Clerk.

Received at the office of the Secretary of State, this the 3rd day of February, A. D. 1936, together with the sum of $70.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Feb. 4th, 1936.

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

Greek L. Rice, Attorney General.
By J.A.Lauderdale, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Southland Materials 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 5th day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: February 5th, 1936.

X

Proof of Publication: Issue published on 2/6 36
Filed in this office 2/10 36
Walker Wood, SC

TUCKER PRINTING HOUSE JACKSON MISS

Proposed Amendment to Charter of Incorporation
of
BANK OF CLARKSDALE
Clarksdale, Coahoma County, Mississippi

Resolved, that the Charter of Incorporation of this Corporation be amended by striking out subsections 3, 6, 8, and 13 of Section Three and inserting in the place thereof the following:

"(3) Dividends on preferred stock.---The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in subsection 5 of this Section Three) accruing after October 17, 1934, (hereinafter referred to as the 'Recapitalization Date'), cash dividends thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter to an including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semiannually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rates required by this subsection 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day."

"(6) Application of net profits.---As long as any shares of preferred stock are outstanding, the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, no payments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936), shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following order of priority: (a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the may be; (b) To the payment into the preferred stock retirement fund (referred to in subsection 8 of this Section Three) on August 1, 1936, of a sum equal to three-quarters of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter of a sum equal to one-half of one per cent of the aggregate par value of the preferred stock at the time outstanding. In the event that the net profits of the Corporation shall on any such February 1 or August 1 be insufficient to permit the payment into such preferred stock retirement fund of the full amount hereinabove provided for, the deficiency shall be fully paid before any net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter specified in this subsection 6; (c) To the payment into the preferred stock retirement fund, (referred to in subsection 8 of this Section Three) of a sum equal to forty per cent of the remainder, if any, of such net profits: Provided, however, That the aggregate amount paid into the preferred stock retirement fund in any one year in accordance with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever; Provided further, however, That unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund required by this paragraph (c) except from such net profits as may have accrued from and after December 31, 1935.

Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of subsection 7 of this Section Three."

"(8) Retirement of preferred stock by purchase.---Subject to the provisions of subsection 7 of this Section Three, whenever the balance in the preferred stock retirement fund shall amount to as much as $6,000.00, the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in subsection 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of subsection 7 of this Section Three, the Corporation shall call for retirement, in the manner provided in subsection 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid; and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law. Subject to the provisions of subsection 7 of this Section Three, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be canceled forthwith and shall not be reissued."

"(13) Other voting rights.----If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding---(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or (b) The amounts paid into the preferred stock retirement fund (referred to in subsection 8 of this Section Three) in accordance with the requirements of paragraph (c) of subsection 6 of this Section Three on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or (c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the Superintendent of Banks, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or (d) The corporation shall violate pr fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation---then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue: (1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

TUCKER PRINTING HOUSE JACKSON MISS

(2) In case Reconstruction Finance Corporation, with the approval of the Superintendent of Banks, at any time shall notify the Corppration that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstahding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquibe any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; Provided, however, That this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation under such conditions as may be provided by law."

At a meeting of the shareholders of Bank of Clarksdale, Clarksdale, Coahoma County, Mississippi, held on January 30, 1936, ten days' notice of the proposed business having been given by ordinary mail, the foregoing resolution and amendments were adopted by the following vote, representing all of the shares of preferred stock outstanding and at least two-thirds of the total number of shares of common stock outstanding:

Total number of shares of preferred stock outstanding 2,400; total number of shares of preferred stock represented at the meeting 2,400; total number of shares of preferred stock voted in favor of the resolution and amendments 2,400; total number of shares of preferred stock voted aga inst the resolution and amendments NONE.

Total number of shares of common stock outstanding 2,000; total number of shares of common stock represented at the meeting 1,749-1/2; total number of shares of common stock voted in favor of the resolution and amendments 1,749-1/2; total number of shares of common stock voted against the resolution and amendments NONE.

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

Conwell Sykes, Vice-President.

Subscribed and sworn to before me this 31st day of January, A. D. 1936.

(SEAL OF NOTARY)

Spivey Fletcher Douglass, Notary Public.
My commission expires December 14,1936

Approved F. C. Lee, Agency Office, Counsel.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the amendments to the Charter of Incorporation of Bank of Clarksdale, Clarksdale, Mississippi, providing for the latest revised dividend rates on the preferred stock of the Bank as agreed upon by the Directors of Reconstruction Finance Corporation, and changing the amount of $600,000.00 to $6,000.00 appearing in subsection 8 of Section Three of the Charter of Incorporation, such amendments having been adopted at a special stockholders' meeting on January 30, 1936, and I do hereby approved such amendments.

This 1st day of February, 1936.

M. D. Brett, State Comptroller,
State of Mississippi.

(SEAL)

Received at the office of the Secretary of State, this the 1st day of February, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi, February 1, 1936.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Bank of Clarksdale is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 3rd day of February, 1936.

Hugh White, Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: February 3rd, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Amendment of Correction to Articles of Incorporation
of
BANK OF BATESVILLE
Batesville, Panola County, Mississippi

Whereas, heretofore on the 27th day of July, 1934, the stockholders of Bank of Batesville, Batesville, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

Whereas, said Amendments are incomplete and incorrect and it is necessary and for the best interests of this Bank, that said Amendments be corrected and completed; it is therefore

Resolved, that regardless of any ommissions, errors or defects in said Amendments; or in the corporate proceedings connected therewith, all action taken by the stockholders, officers and agents of this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted July 27th, 1934 to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, the use thereof in the operation of the Bank and the issuance and sale of the Preferred Stock authorized thereunder, be and the same are hereby and in all things ratified and confirmed, And

It is further resolved that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders on the 27th day of July, 1934, the Articles of Incorporation as amended, be amended by striking from Resolved First of the amendment adopted July 27th, 1934 the figure $50,000.00" following the word "Corporation" in the fourth line thereof and substituting therefor the figure "25,000.00" following the word "and" in the fifth line thereof and substituting therefor the figure $50,000.00, and by striking from Resolved Second of said Amendment the words "Section 3 of the Charter" and substituting therefor the words Chapter 146 of the 1934 General Laws of Mississippi.

At a meeting of the shareholders of Bank of Batesville, Batesville, Mississippi, held on January 21, 1936, being an adjourned meeting of the Special meeting of the shareholders held on December 28, 1935, ten days notice of the proposed business having been given by mail, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of Preferred Stock outstanding and at least two-thirds of the total number of shares of Common Stock outstanding.

Total number of shares of Preferred stock outstanding 4000; total number of shares of preferred stock represented at the meeting 4000; total number of shares of preferred stock voted in favor of the resolutions 4000; Total number of shares of preferred stock voted against the resolutions None.

Total number of shares of Common stock outstanding 2000; total number of shares of common stock represented at the meeting 1413; total number of shares of common stock voted in favor of the resolutions 1413; total number of shares of common stock voted against the resolutions NONE.

I hereby certify that this is a true and correct report of the vote and of the resolutions adopted at a meeting of the shareholders of this bank; held on January 21, 1936, being an adjourned meeting of the special meeting held on December 28th, 1935, and that a complete list of the shareholders voting therefor and of the number of shares voted by each is on file in the bank.

T. Z. Pollard, President.

(SEAL OF BANK)

Subscribed and sworn to before me this 25th day of January, A. D. 1936.

(SEAL)

C. M. Shinn, Chancery Clerk,
By H. H. Fowler, D. C.

Department of
Bank Supervision,
State of Mississippi,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of the Bank of Batesville, Batesville, Mississippi, wherein certain corrections are made in a former amendment of the Charter of Incorporation of said Bank under which the issuance of preferred stock was authorized, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision this the 1st day of February, 1936.

M. D. Brett, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 1st day of February, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., February 1, 1936.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing amendment to the charter of Bank of Batesville is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 3rd day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 4, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment of Correction to
Articles of Incorporation of

THE BANK OF MICHIGAN CITY
Michigan City, Benton County, Mississippi

Whereas, heretofore on the 15th day of February 1935, the stockholders of The Bak of Michigan City, Michigan City, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

Whereas, said Amendments are incomplete and incorrect and it is necessary and for the best interests of this Bank, that said Amendments be corrected and completed; it is therefore

Resolved, that regardless of any omissions, errors or defects in said Amendments or in the corporate proceedings connected therewith, all action taken by the stockholders, officers and Agents of this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted February 15th, 1935 to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, the use thereof in the operation of the Bank and the issuance and sale of the Preferred Stock authorized thereunder, be and the same are hereby and in all things ratified and confirmed. And

It is further resolved that for the purpose of correcting and completing the said Amendments heretofore adopted by the Stockholders on the 15th day of February 1935, the Articles of Incorporation as amended, be amended as follows:

1. By inserting in Resolved Second of the Amendment to the Articles of Incorporation adopted February 15, 1935 the words "Chapter 146 of the Mississippi Laws of 1934";

2. By numbering and designating as "Article 7" of the Articles of Incorporation, the article inserted by Resolved Fourth of the amendment adopted February 15, 1935 relative to the Board of Directors;

3. By inserting in Resolved Fifth of the Amendment adopted February 15, 1935 the figure "4" to designate the article of the charter stricken by said amendment, and by numbering as "Article 4" the article inserted in the Charter in place thereof;

4. By inserting in Article 4 of the Charter as amended February 15, 1935, in the blank spaces of reference to said Article the figure "4";

5. By numbering as "Article 8" of the Charter the article inserted by the Amendment of February 15, 1935 designated "(a) Officers", and by inserting in the blank space therein the figure "4" to designate the article to which reference is made.

6. By numbering as "Article 9" of the Charter the article inserted by the amendment of February 15, 1935 designated "Special meetings of shareholders".

At a special meeting of the shareholders of The Bank of Michigan City, Michigan City, Mississippi, held on January 21, 1936, 10 days notice of the proposed business having been given by mail, all of the ~~foregoing~~ resolutions were adopted by the following vote, representing all of the shares of Preferred Stock outstanding and at least two-thirds of the total number of shares of Common Stock outstanding.

Total number of shares of Preferred stock outstanding 60; total number of shares of Preferred stock represented at the meeting 60; total number of shares of Preferred stock voted in favor of the resolutions 60; total number of shares of Preferred stock voted against the resolutions NONE.

Total number of shares of Common stock outstanding 150; total number of shares of Common stock represented at the meeting 140; total number of shares of Common stock voted in favor of the resolutions 140; total number of shares of Common stock voted against the resolutions Ø.

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

Ed Parham, President.

(SEAL OF BANK)

Subscribed and sworn to before me this 23 day of January, A. D. 1936.

W. B. Wynn, Notary Public
J. P.

(SEAL OF NOTARY)

Department of Bank Supervision,
State of Mississippi,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of The Bank of Michigan City, Michigan City, Mississippi, wherein certain corrections are made in a former amendment of the Charter of Incorporation of said Bank under which the issuance of preferred stock was authorized, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision this the 1st day of February, 1936.

M. D. Brett, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 1st day of February, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., February 1, 1936.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Bank of Michigan City is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 3rd day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 4th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BANK SECURITIES CORPORATION OF CLARKSDALE
CLARKSDALE, MISSISSIPPI.

1. The corporate title of said company is Bank Securities Corporation of Clarksdale,
2. The names of the incorporators are: E. P. Peacock, Clarksdale, Mississippi; Conwell Sykes, Clarksdale, Mississippi; E. P. Peacock, Jr., Clarksdale, Mississippi.
3. The domicile is at Clarksdale, Mississippi.
4. The Corporation shall be capitalized at $50,000.00, all of which shall be common stock of the same class and of the par value of $100.00 per share.
5. The capital stock shall be divided into 500 shares of common stock of the par value of $100.00 per share.
6. The period of existence is fifty years.
7. The Corporation is created for the following purposes: To purchase, hold, own, deal in, lend on, and borrow money on assets of banks, and particularly the Corporation shall have the right to purchase real estate, bonds, stocks, notes or bills receivable, secured by mortgages and deeds of trusts or unsecured, and other evidences of debt, from banks, and it shall have the right to hold, own, deal in, lend on, and borrow money on all such assets, and to do all other things authorized by law and as specifically authorized by Section 34 of Chapter 146 of the Laws of 1934.
The rights and powers that may be exercised by this Corporation in addition to the foregoing are those conferred by Chapter 100, Code of Mississippi of 1930, and by Chapter 146 of the Laws of 1934 and all subsequent applicable laws and amendments.
8. The Corporation may begin business after 250 shares of common stock, of the par value of $100.00 per share, shall have been subscribed and paid for.

E. P. Peacock,
Conwell Sykes,
E. P. Peacock, Jr.,
Incorporators.

State of Mississippi,
County of Coahoma.

This day personally appeared before me, the undersigned authority, E. P. Peacock, Conwell Sykes, and E. P. Peacock, Jr., incorporators of the Corporation known as the Bank Securities Corporation of Clarksdale, who acknowledged that they signed and executed the above and foregoing Articles of Incorporation as their act and deed on this the 28th day of January, 1936.

(SEAL)

Spivey Fletcher Douglass, Notary Public.
My commission expires December 14, 1938.

Consent and approval of the Comptroller
State of Mississippi.

I, M. D. Brett, State Comptroller, do hereby certify that I have read the Charter of Incorporation of Bank Securities Corporation of Clarksdale, Clarksdale, Mississippi, and I do hereby give my consent and approval to the organization thereof, as contemplated by Section 34 of Chapter 146 of the Laws of Mississippi of 1934.

Given under my hand and seal, this the 1st day of February, 1936.

(SEAL)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State this the 1st day of February A. D. 1936, together with the sum of $110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi, February 1st, 1936

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing ~~Amendment to the~~ Charter of Incorporation of Bank Securities Corporation of Clarksdale is hereby approved.

In testimony whereof, I have hereunto set my hand, and caused the Great Seal of the State of Mississippi to be affixed, this 3rd day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 4th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment of Correction to Articles of Association
of
PEOPLES BANK OF JONESTOWN
Jonestown, Coahoma County, Mississippi

Whereas, heretofore on the first day of February, 1935, the stockolders of Peoples Bank of Jonestown, Jonestown, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock and on the second day of July, 1935 adopted amendments to the Charter reducing the Common Capital stock of said Bank in the sum of $2,500.00 and the number of shares of the common capital stock from 100 shares to 75 shares; and

Whereas, said amendments are incomplete and incorrect and it is necessary and for the best interests of this Bank, that said amendments be corrected and completed; it is therefore

Resolved, that regardless of any omissions, errors or defects in said amendments or in the corporate proceedings connected therewith, all action taken by the stockholders, officers and agents of this Bank in authorizing the issuance of preferred stock and in causing said amendments adopted February 1, 1935 and July 2, 1935 to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved amendments in the office of the Chancery Clerk of this county, the use thereof in the operation of the Bank and the issuance and sale of the preferred stock authorized and the reduction of the common capital stock, be and the same are hereby and in all things ratified and confirmed. And

It is further resolved that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders on the first day of February, 1935, and the second day of July, 1935, the Articles of Incorporation as amended, be amended as follows:

1. By striking out all of "Resolved Second" of said amendment adopted February 1, 1935 and inserting in lieu thereof the following:

Resolved Second, That the Articles of Incorporation be amended by inserting therein as Article 5 thereof the following:

"Article 5. The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

2. By striking out the figure "8" whenever the same appears in the amendment adopted February 1, 1935, and the amendment adopted July 2, 1935, and inserting inlieu thereof the figure "4", so that the Article of the Charter, as amended by the aforesaid amendment, beginning with "(1) Amount, classes, and shares of capital stock" and ending with "section 14" inclusive shall be numbered and designated "Article 4" and referred to throughout such Article as "Article 4".

3. By striking from the Articles of Incorporation "Article 5" reading: "5. The par value of shares is One Hundred Dollars."

4. By re-inserting in the Articles of Incorporation "Article 8" stricken by the amendment adopted February 1, 1935, to read as follows: "Article 8. The rights and powers that may be exercised by this corporation and those conferred by the provisions of Chpater 24 of the Mississippi Code of 1906, and by the acts amendatory thereto.

5. By numbering and designating as "Article 9" the Article inserted in the Charter by the amendment adopted February 1, 1935, on the last page thereof, beginning "(a) Officers" and numbering and designating as "Article 10" the Article inserted in the Charter by said Amendment, on the last page thereof, beginning "Special meetings of shareholders."

At a special meeting of the shareholders of Peoples Bank of Jonestown, Jonestown, Mississippi, held on Jan. 28, 1936, 10 days notice of the proposed business having been given by mail, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of Preferred Stock outstanding and at least two-thirds of the total number of shares of Common stock outstanding:

Total number of shares of Preferred stock outstanding 125; total number of shares of Preferred stock represented at the meeting 125; total number of shares of Preferred stock voted in favor of the resolution 125; total number of shares of preferred stock voted against the resolutions NONE.

Total number of shares of common stock outstanding 75; total number of shares of common stock represented at the meeting 70.75; total number of shares of common stock voted in favor of the resolutions 70.75; Total number of shares of common stock voted against the resolutions NONE.

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

C. G. Smith, Vice-President.

(SEAL OF BANK)

Subscribed and sworn to before me this 28th day of Jan. A. D. 1936.

B. K. Smith, Notary Public.

(SEAL OF NOTARY)

Department of Bank Supervision,
State of Mississippi,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Peoples Bank, Jonestown, Mississippi, wherein certain corrections are made in a former amendment of the Charter of Incorporation of said Bank under which the issuance of preferred stock was authorized, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision this the 4th day of February, 1936.

M. D. Brett, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 4th day of February, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Feb. 5th, 1936.

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

Greek L. Rice, Attorney General.
By J. A. Lauderdale, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Peoples Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 5th day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: February 5th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Proposed Amendments to Articles of Incorporation
of
DEPOSIT GUARANTY BANK & TRUST COMPANY
JACKSON, MISSISSIPPI

Resolved, That the Articles of Incorporation of this Corporation be amended by striking out Sections 3, 6 and 13 of Article Four and inserting in the place thereof the following:

"(3) Dividends on preferred stock.---The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive when and as declared by the Board of directors out of net profits of the Corporation (determined as provided in section 5 of this article Four) accruing after December 26, 1934 (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semiannually on each February 1 and August 1, and shall accrue as to any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative so that if dividends at the full rates required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day."

"(6) Application of net profits.---As long as any shares of preferred stock are outstanding, the Corporation, on each February 1 and August 1 (except that as provided in paragraph (b) hereof, no payments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936), shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be,

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this article Four) on August 1, 1936, of a sum equal to three-quarters of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter of a sum equal to one-half of one per cent of the aggregate ~~xxxxxxxx~~ par value of the preferred stock at the time outstanding. In the event that the net profits of the Corporation shall on any such February 1 or August 1 be insufficient to permit the payment in such preferred stock retirement fund of the full amount hereinabove provided for, the deficiency shall be fully paid before any net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter specified in this section 6.

(c) To the payment into the preferred stock retirement fund (referred to in section 8 of this article Four) of a sum equal to forty per cent of the remainder, if any, of such net profits: Provided, however, That the aggregate amount paid into the preferred stock retirement fund in any one year in accordance with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever; Provided further, however, That unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund required by this paragraph (c) except from such net profits as may have accrued from and after December 31, 1935.

Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this article Four."

"(13) Other voting rights.---If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding:

(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whteher or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article Four) in accordance with the requirements of paragraph (c) of section 6 of this article Four on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar year which shall have elapsed since January 1, 1936; or

(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Recosntruction Finance Corporation shall so elect), or as determined by the Superintendent of Banks, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or

(d) The Corporation shall violate or fail to observe any of the terms, provisions or conditions of its Articles of Incorporation---

than after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue:

(1) All directors, officers and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding

(2) In case Reconstruction Finance Corporation, with the approval of the Superintendent of Banks, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, ~~officer~~, or employee satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding, shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro-rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, That this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time

TUCKER PRINTING HOUSE JACKSON MISS

outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation under such conditions as may be provided by law."

At a meeting of the shareholders of Deposit Guaranty Bank & Trust Company, Jackson, Mississippi, held on January 21st, 1936, 10 days' notice of the proposed business having been given by mail, the foregoing resolutions and amendments were adopted by the following vote, representing all of the shares of preferred stock outstanding and at least two-thirds of the total number of shares of common stock outstanding:

Total number of shares of preferred stock outstanding.....5,000.
Total number of shares of preferred stock represented at the meeting.....5,000
Total number of shares of preferred stock voted in favor of the resolutions and amendments.....5,000
Total number of shares of preferred stock voted against the resolution and amendments.....NONE
Total number of shares of common stock outstanding.....1,650
Total number of shares of common stock represented at the meeting.....1,204
Total number of shares of common stock voted in favor of the resolution and amendments.....1,204
Total number of shares of common stock voted against the resolution and amendments.....NONE

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

M. B. Emmich, Vice-President.

(SEAL OF BANK)

Subscribed and sworn to before me this 3rd day of February, A. D. 1936.

(SEAL) of Notary)

Lissie Ball, Notary Public.
My commission Expires June 26, 1937.

Department of Bank Supervision,
State of Mississippi,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Deposit Guaranty Bank & Trust Company, Jackson, Mississippi, wherein certain corrections are made in a former amendment of the Charter of Incorporation of said Bank under which the issuance of preferred stock was authorized, and I do hereby approve the proposed amendments.

Given under my hand and the seal of the Department of Bank Supervision this the 4th day of February, 1936.

M. D. Brett, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 4th day of February, A. D. 1936, together with the sum of $10.00 deposited ti cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Feb. 5th, 1936.

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

Greek L. Rice, Attorney General.
By J.A.Lauderdale, Assistant Attorney General.

State of Mississippi,
Eexcutive Offiee,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Deposit Guaranty Bank and Trust Company is hereby approved.

In testimony whereof, I have whereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 5th day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 5th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BLUE ROSE OIL COMPANY

1. The corporate title of said company is "BLUE ROSE OIL COMPANY."
2. The names and addresses of the Incorporators are:

Names:	Addresses:
R.A.Billups,	Greenwood, Mississippi.
G. C. Billups,	Greenwood, Mississippi.
W. L. Billups,	Greenwood, Mississippi.

3. The domicile of the Corporation is Greenwood, Mississippi, but the corporation may establish and maintain such other offices or places of business elsewhere as it may deem proper or expedient.

4. The amount of the authorized capital stock is Five Thousand Dollars, ($5,000) divided into One Hundred Shares (100) of the par value of Fifty Dollars ($50.00) each, all common stock.

5. The period of existence is fifty years.

6. The purpose for which it is created is to buy, sell and deal generally at wholesale and retail in lubricating oils, grease, gasoline, petroleum and its by-products, automobile tires, tubes and accessories and supplies, and to conduct the business of automobile filling and service stations, and to do and perform any and all other things or acts that may be found necessary, desirable or profitable, incidental thereto, not contrary or inconsistent with the laws of Mississippi.

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

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

R. A. Billups,
W. L. Billups,
G. C. Billups,
Incorporators.

Acknowledgment

State of Mississippi,
County of Leflore.

This day personally appeared before me the undersigned authority in and for said County and State, R. A. Billups, G. C. Billups and W. L. Billups, the Incorporators of the Incorporation known as Blue Rose Oil Company, who acknowledged that they signed and executed the foregoing Charter of Incorporation, this the 31st day of January, 1936.

Rose Wooten, Notary Public.

(SEAL)

Received at the office of the Secretary of State, this the 5th day of February, A. D. 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., February 5, 1936.

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

Greek L. Rice, Attorney General.

By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Blue Rose 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 6th day of February, 1936.

Hugh White, Goverhor.

By the Goverhor,
Walker Wood,
Secretary of State.

Recorded: February 7th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BILLUPS BROTHERS BROKERAGE COMPANY

1. The corporate title of said company is "Billups Brothers Brokerage Company."
2. The names and addresses of the incorporators are:

Names:	Addresses:
R. A. Billups,	Greenwood, Mississippi
G. C. Billups,	Greenwood, Mississippi.
W. L. Billups,	Greenwood, Mississippi.

3. The domicile of the corporation is Greenwood, Mississippi, but the corporation may establish and maintain such other offices or places of business elsewhere as it may deem expedient or proper.

4. The amount of authorized capital stock is Ten Thousand Dollars ($10,000.00) divided into One Hundred (100) shares of the par value of One Hundred Dollars ($100.00) each, all common stock.

5. The period of existence is fifty years.

6. The purpose for which it is created is to buy, sell and deal generally at wholesale and retail or as brokers, in lubricating oils, grease, gasoline, petroleum and its by-products, automobile tires, tubes, accessories, supplies and other kinds of merchandise and to conduct the business or businesses of automobile filling and service stations either for its own account or to conduct and manage filling stations and service stations for others upon a commission basis or for a salary or such other basis as may be found desirable, expedient or profitable, and to do and perform any and all other things that may be found necessary, desirable or profitable, incidental to the above named purpose or purposes, not contrary or inconsistent with the laws of the State of Mississippi.

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

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

R. A. Billups,
W. L. Billups,
G. C. Billups,
Incorporators.

Ackhowledgment

State of Mississippi,
County of Leflore.

This day personally appeared before me the undersigned authority in and for said County and State, R. A. Billups, G. C. Billups and W. L. Billups, the Incorporators of the Corporation known as Billups Brothers Brokerage Company, who acknowledged that they each signed and executed the foregoing Charter of Incorporation, this the 30th day of January, 1936.

(SEAL) Rose Wooten, Notary Public.

Received at the office of the Secretary of State, this the 5th day of February A. D. 1936, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., February 5th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Billups Brothers Brokerage 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 6th day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 7th, 1936.

For Amendment See Book 42-43 Page 234-235

For Amendment See Book ___ Page ___

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

HOSKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation
of

GOLDEN ROSE OIL COMPANY

1. The corporate title of said company is "GOLDEN ROSE OIL COMPANY."
2. The names and addresses of the incorporators are:

Names:	Addresses:
R. A. Billups,	Greenwood, Mississippi.
G. C. Billups,	Greenwood, Mississippi.
W. L. Billups,	Greenwood, Mississippi.

3. The domicile of the corporation is Greenwood, Mississippi, but the corporation may establish and maintain such other officers or places of business elsewhere, as it may deem expedient or desirable.
4. The amount of the authorized capital stock is Five Thousand Dollars, ($5,000.00) divided into One Hundred (100) shares of the par value of Fifty Dollars ($50.00) each, all common stock.
5. The period of existence is fifty years.
6. The purpose for which it is created is to buy, sell and deal generally at wholesale and retail in lubricating oils, grease, gasoline, petroleum and its by-products, automobile tires, tubes and accessories and supplies, and to conduct the business of automobile filling and service stations, and to do and perform any and all things or acts that may be found necessary, desirable or profitable, incidental thereto, not inconsistent with or contrary to the laws of Mississippi. The rights powers and privileges generally that may be exercised by this corporation in addition to the foregoing, are those conferred by Chapter 100 of the Mississippi Code of 1930.
7. The number of shares to be subscribed and paid for before the said corporation may begin business is forty (40) shares, and any or all of the said capital stock may be paid for in money or property.

R. A. Billups,
W. L. Billups,
G. C. Billups,
Incorporators.

Acknowledgment.

State of Mississippi,
County of Leflore.

This day personally appeared before me the undersigned authority in and for said County and State, R. A. Billups, G. C. Billups and W. L. Billups, the Incorporators of the Incorporation known as Golden Rose Oil Company, who acknowledged that they signed and executed the foregoing Charter of Incorporation, this the 31st day of January, 1936.

Rose Wooten, Notary Public.

(SEAL)

Received at the office of the Secretary of State, this the 5th day of February, A. D. 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., February 5, 1936.

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

Greek L. Rice, Attorney General
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Golden Rose 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 6th day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 7, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

A resolution proposing an amendment to Article IV and VII Section G of the Articles of Incorporation of the charter of the Mississippi Rural Rehabilitation Corporation providing that a majority of the members of the Board of Directors shall be members of the Resettlement Administration, and providing that one of the purposes of the corporation will be to carry out the Resettlement program in the State of Mississippi.

Whereas, This Corporation was organized and has been operating for the purpose of carrying on a rural rehabilitation program in the State of Mississippi from funds granted by the United States through the Federal Emergency Relief Administration; and

Whereas, This Corporation has been advised that no further Federal grants will be made for carrying on the activities of this Corporation, but that funds for carrying out rural rehabilitation in said State will be available for expenditure by the Resettlement Administration of the United States established by Executive Order 7027 of April 30, 1935; and

Whereas, This Corporation is unable to secure funds from any other sources to carry on the Resettlement Rehabilitation program in said State, and will, therefore, be obliged to abandon said program with resulting impairment of the value of assets it now holds in hardship and distress to the families and communities which are being cared for by said program unless the resolution hereinafter set forth is adopted:

Now, Therefore, Be It Resolved, That Article IV of such charter be amendded to read as follows:

The Corporation shall issue only Seven (7) shares of capital stock, which shall be all common stock without nominal or par value. The Corporation shall serve as an instrumentality for carrying on financial and business transactions of the Rural Rehabilitation and the Resettlement Administration activities of this State.

The majority of the Board of Directors of this Corporation shall always be members of the Resettlement Administration, a Federal agency established by executive order number 7027, dated April 30, 1935, so long as it shall be continued and in operation in the State of Mississippi; and thereafter the membership of said Board shall be constituted as the by-laws then provide. Only officials of the Resettlement Administration shall ever be and remain holders of said stock or any part thereof, except with the consent and approval of at least twp-thirds of the members of the Board of Directors.

Each stock-holder shall properly endorse the certificate of stock issued to him so as to appoint the secretary of the Corporation as attorney in fact to make a transfer for him on the books of the said Corporation to his successor in office in the event such stock-holder should become disqualified for any reason to further remain the holder thereof.

Each holder or purchaser of said stock by acceptance thereof covenants that he will not sell or transfer his share or shares of the stock or any part thereof to another except by the approval of two-thirds of the Board of Directors; and, each stockholder covenants and agrees that if and when he ceases for any reason to be a member of said Board of Directors, or ceases to be an official of the Resettlement Administration, then, he shall then and there surrender to the Corporation all of his right, title and interest in all of his stock for the same consideration as he gave for it; so that said share or shares of stock shall always remain available for proper transfer to a new member or members of the Board, and the stock of any such disqualified holder shall thereupon be reissued as herein provided to his successor in office on the same terms and conditions.

It was further resolved that Article VII, Section G, of said charter be amended to read as follows:

To engage in and assist in any kind of charitable, philanthropic, educational, relief and health activity, and to receive gifts of any and all kinds of any kind of property and grants of money from the Emergency Administration of the State of Mississippi out of grants extended to it by the Federal Relief Administration and funds received by it from other sources, and to receive loans, gifts, grants and financial assistance from the Federal Surplus Relief Corporation, the Resettlement Administration, and from other sources and governmental agencies created and existing under the laws of the United States, or the State of Mississippi, and to use all such gifts and grants of any and all kinds of property to carry out the purposes for which the corporation is created; provided that no property shall be held, used, dealt in or disposed of contrary to the laws of the State of Mississippi, that this Corporation may own and operate any business, not prohibited by law, and shall have and exercise any and all necessary powers and privileges to do and assist in doing any and every act and thing necessary and proper to promote, foster, facilitate and effect carry out the Resettlement Administration program and to accomplish its full purposes in the State of Mississippi; that the purpose and powers, in general, for which said corporation is created and with which it is endowed in addition to those enumerated, are those purposes and powers conferred by the provisions of Chapter 100 of the Mississippi Code of 1930, and all amendments thereto.

The foregoinf resolutions were reduced to writing and considered at a special meeting of the stock-holders and Board of Directors of said Corporation at its office in the City of Jackson, Hinds County, Mississippi, and upon motion by R. E. Kennington and seconded by W. E. McIntyre that said resolution be adopted, a vote was taken which resulted as follows:

R. E. Kennington Aye; W. E. McIntyre Aye; Malcolm J. Miller Aye; J. R. Ricks AYE; Dan T. Gray Aye; Chas. B. Braun Aye; L. O. Crosby Aye.

Whereupon the presiding officer declared the same adopted.

Chasles B. Braun, President.

E. C. McInnis, Secretary.

I, E. C. McInnis, secretary of said Corporation hereby certify that the above and foregoing is a true copy of the preamble and resolutions adopted by the stockholders and directors at a special meeting held in its office in the Tower Building, City of Jackson, on Dec. 19th, 1935.

Witness my hand, seal of the corporation, this the 19th day of December, 1935.

(SEAL)

E. C. McInnis,

State of Mississippi,
County of Hinds.

Personally appeared before me the undersigned officer in and for said county and state, E.C. McInnis, secretary of the Mississippi Rural Rehabilitation Corporation who acknowledged that he signed, sealed and delivered the foregoing amendments on the day and year therein mentioned.

Witness my hand and official seal this the 5th day of February, 1936.

F. B. Allred, Notary Public.

My commission expires on the 31 day of May, A.D. 1936.

Received at the office of the Secretary of State this the 7th day of Feb. 1936, together with the sum of $10.00 Ten and Np/100 dollars deposited to cover the recording fee and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

2/7/36

I have examined the proposed amendments to the charter of the Mississippi Rural Rehabilitation Corporation and am of the opinion that they are not in conflict with the constitution and laws of this state and the United States.

Greek L. Rice, Attorney General.

By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Mississippi Rural Rehabilitation Corporation, 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 Seventh day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 7th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Amendment of Correction to Articles of Incorporation
of

BANK OF WEST
West, Holmes County, Mississippi

Whereas, heretofore on the 17th day of October, 1934, the stockholders of Bank of West, West, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

Whereas, said Amendments are incomplete and incorrect and it is necessary and for the best interests of this Bank, that said Amendments be corrected and completed; it is therefore

Resolved, that regardless of any omissions, errors or defects in said Amendments or in the corporate proceedings connected therewith, all action taken by the stockholders, officers and agents of this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted October 17th, 1934, to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, the use thereof in the operation of the Bank and the issuance and sale of the Preferred Stock authorized thereunder, be and the same are hereby and in all things ratified and confirmed. And

It is further resolved that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders on the 17th day of October, 1934, the Articles of Incorporation as amended, be amended as follows:

1. By striking from the Articles of Incorporation, as amended, Article (Paragraph) 5 reading as follows: "The par value of shares is $100.00 (One Hundred Dollars) and 20% additional shall be paid for surplus."

2. By numbering as "Article 4" the article inserted in the Articles of Incorporation by the Amendment adopted October 17, 1934 designated "(1) Amount, classes and shares of Capital Stock" and inserting in the blank spaces following the word "Article" throughout said Article 4, the figure "4" to designate the article to which reference is made.

3. By striking from the article inserted in the Articles of Incorporation by the amendment adopted October 17, 1934 designated "(a) Officer" the figure "3" and inserting therein in lieu thereof the figure "4".

4. By changing the number of Articles 6, 7 and 8 of the Articles of Incorporation to 5, 6 and 7, respectively, and to number as "Article 8" the article inserted in the Charter by the amendment of October 17, 1934 designated "(a) Officers" and as "Article 9" the article inserted by said amendment designated "Special meetings of shareholders."

At a special meeting of the shareholders of Bank of West, West, Mississippi, held on January 29th, 1936, 10 days' notice of the proposed business having been given by mail, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of preferred stock outstanding and at least two-thirds of the total number of shares of Common Stock outstanding:

Total number of shares of Preferred stock outstanding.....200
Total number of shares of Preferred stock representing at the meeting.....200
Total number of shares of Preferred stock voted in favor of the resolutions.....200
Total number of shares of Preferred stock voted against the resolutions.....NONE
Total number of shares of Common Stock outstanding.....100
Total number of shares of Common Stock represented at the meeting.....100
Total number of shares of Common stock voted in favor of the resolutions.....100
Total number of shares of Common stock voted against the resolutions.....NONE

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

A. J. Stevens, President.

Subscribed and sworn to before me this 29th day of January, A. D. 1936.

Mack L. Boykin, Notary Public.

(SEAL OF NOTARY)

My commission expires October 1, 1938.

Department of Bank Supervision,
State of Mississippi,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Bank of West, West, Mississippi, wherein certain corrections are made in a former amendment of the Charter of Incorporation of said Bank under which the issuance of preferred stock was authorized, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 5th day of February, 1936.

M. D. Brett, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 6th day of February, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., February 6th, 1936.

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

Greek L. Rice, Attorney General.

By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Bank of West is hereby 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 February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 7th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation

LOWREY-GRAY REALTY COMPANY

The corporate title of said company shall be: Lowrey-Gray Realty Company.

The name and postoffice addresses of the incorporators are: C. L. Gray, P.O.address, Meridian, Miss.; Albert Weems, P.O.address, Meridian, Miss.; Mrs. Mollie J. Williams, P.O.address, Meridian, Miss.

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

The amount of authorized capital stock is: Five Thousand ($5,000) Dollars, each share of the stock having a par value of One Hundred ($100) Dollars.

The period of existence of this corporation shall be: Fifty (50) years.

The purposes for which this corporation is created are: To acquire, purchase and own real property in the State of Mississippi, and in other state whose laws do not prohibit the ownership or control of real estate within their borders. To sell, rent, lease and control such real estate; to subdivide it, improve it, develope it, and to manage it, and the proceeds arising from it for the use and benefit of its stockholders in any manner not prohibited by law. To act as a real estate broker or agent, indeveloping, renting, leasing and controlling real property.

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

Three Thousand ($3,000) Dollars, at the par value of One Hundred ($100.00) Dollars per share.

In addition to the above, this corporation shall be vested with all the powers granted by Chapter 100, Mississippi Code 1930, and amendments thereto.

C. L. Gray,
Albert Weems,
Mrs. M. J. Williams,
(Mrs. Mollie J. Williams)

State of Mississippi,
Lauderdale County.

Personally appeared before me, the undersigned authority, in and for said county and state, C. L. Gray, Albert Weems, and Mrs. Mollie J. Williams, who each acknowledged signing and delivering the foregoing instrument for the purposes therein stated.

Given under my signature and seal, this Feby. 6th, 1936.

(SEAL)

Madge Hearn, Notary Public.
My commission Expires March 8, 1939.

Received at the office of the Secretary of State this 7th day of Feby. 1936, together with the sum of $20.00, deposited to recover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secty. of State.

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

Greek L. Rice, Attorney-General.
By W.W.Pierce, Assistant Attorney General.
2/7/36

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Lowry-Gray Realty Company, Meridian, Mississippi, is hereby approved.

In testimony whereof, I have hereunot set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Tenth day of February, 1936.

Hugh White.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 10, 1936.

Recorded by State Tax Commission
as Authorized by Section 15, Chapter
121, Laws of Mississippi 1934

FEB 7 - 1945

suspension set aside on
3-27-57 by Miss.
Franchise Tax Com.+
Filed 3-28-57 in this off.
Helen Gardner
Secretary of State

Suspended by order of Commissioner
of Franchise Taxes on March 11, 1958
Returned in office of Secretary of State
this the 12 day of March 1958
Helen Gardner
Secretary of State

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation of FARMERS PRODUCE ASSOCIATION (A.A.L.)

Section 1. We, Noel Johnson of Yalobusha County, Mississippi, P. O. Water Valley, Mississippi, Rt. 2; W. E. McCormick, of Yalobusha County, Mississippi, P.O. Water Valley, Mississippi, Rt. 2; W. A. Cotner of Yalobusha County, Mississippi, P.O.Water Valley, Mississippi Rt.2; F. M. Edwards, of Yalobusha County, Mississippi, P.O.Water Valley, Mississippi Rt; R. W. McDonald of Yalobusha County, Mississippi, P.O. Water Valley, Mississippi Rt.; H. F. Hudson of Yalobusha County, Mississippi, P.O. Oakland, Mississippi Rt.; D. W. Ford of Yalobusha County, Mississippi, P.O. Water Valley, Mississippi Rt.; G. H. Fair of Yalobusha County, Mississippi, P.O. Water Valley, Mississippi Rt.; H. C. Good of Yalobusha County Mississippi, P.O. Water Valley, Mississippi Rt.; A. G. Low of Yalobusha County, P. O. Water Valley, Mississippi Rt.; desiring that we our associates and successors shall come under chapter 99 of the Laws of Mississippi of 1930, and Chapter 289 of the Laws Mississippi of 1934, known as The Agricultural Association Law, and enjoy its benefits, hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all those named herein, to be filed with the Secretary of State of the State of Mississippi and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statue, with all the powers, rights, privileges and immunities given or allowed, setting forth the following:

Section II. The name of the organization shall be Farmers Produce Association (A.A.L.)

Section III. The period of existence shall be fifty years.

Section IV. The domicile shall be at Water Valley in the County of Yalobusha, in the State of Mississippi.

Section V. Said incorporated association is to be organized and operated under said Chapters 99 of the Laws of Mississippi of 1930, and Chapter 289 of the Laws of Mississippi of 1934.

Section VI. The purposes of said incorporated Association are to promote the interest of agriculture, and to exercise and enjoy all the rights, powers, privileges, and immunities given, allowed, or contemplated by said Chapter 99 of the Laws of Mississippi of 1930, and Chapter 289 of the Laws of Mississippi of 1934, or by other Laws of the State of Mississippi or of the United States.

In testimony whereof we have hereunto set our hands in duplicate, this 18th day of January, 1936.

R. W. McDonald,
H. F. Hudson,
W. A. Cotner,
F. M. Edwards,
G. H. Fair,
A. G. Low,
Noel Johnson,
W. E. McCormick,
J. W. Ford,
H. C. Good.

We, the undersigned organizing members of Farmer's Produce Association (A.A.L.) hereby agree that the organization meeting of said corporation may be held at Water Valley Mississippi, at a time fixed by Noel Johnson of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said Corporation who signed the Articles of Association and Incorporation, or at any other time and place when all of such signers are present and assenting to the meeting, at which meeting permanent organization may be made, by-laws adopted, and members of the Board of Directors elected.

Noel Johnson,
W. E. McCormick,
W. A. Cortner,
R. W. McDonald,
J. W. Ford,
H. C. Good,
A. G. Low,
F. M. Edwards,
H. F. Hudson,
G. H. Fair.

State of Mississippi,
County of Yalobusha.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named R. W. McDonald, J. W. Ford, H. F. Hudson, G. H. Fair, Noel Johnson, H. C. Good, W. A. Cotner, A. G. Low, W. E. McCormick, F. M. Edwards, who, then and there acknowledged that they signed and delivered the foregoing instrument of writing onx the day and year therein mentioned.

Given under my hand and seal this 8th day of February, 1936.

J. Roy Bennett, Chancery Clerk.

(SEAL)

State or Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the articles of incorporation of the Farmers Produce Association, (A.A.L.) of Water Valley, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 10th day of February, 1936, and one copy thereof recorded in this office in Record of Incorporations, Book No. 35-36, at page 611, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi Hereunto affixed this 10th day of February, 1936.

Walker Wood
Walker Wood, Secretary of State.

Recorded: February 10th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Surrendered by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1938 2/19/43

The Charter of Incorporation of

BROWN ICE CREAM COMPANY

1. The corporate title of said company shall be Brown Ice Cream Company.
2. The names and post office addresses of the incorporators are: A. N. Brown, postoffice address, Meridian, Mississippi; Mrs. A. N. Brown, postoffice address, Meridian, Mississippi; V. V. Brown, postoffice address, Meridian, Mississippi.
3. The domicile of the corporation is Meridian, Mississippi.
4. The amount of authorized capital stock is $5,000.00, all to be common stock without par value.
5. The number of shares of stock shall be fifty (50).
6. The sale price per share shall be $100.00.
7. The period of existence of the corporation is 50 years.
8. The purposes for which the corporation is created is to own, buy, sell and manufacture Ice Cream of all kinds, character and description, both wholesale and retail; to own, buy and sell, both wholesale and retail general merchandise, candy, soft drinks and beer, groceries, provisions, cigars, cigarettes and tobaccos of all kinds; to buy and sell and manufacture all kinds and character of milk and milk products; and to do any and all things incidental and necessary to the proper carrying on of such business; to buy, hold, own and sell and operate creameries; to buy, hold, own and sell stock in any creamery or dairy company; to own, hold and sell real and personal property. The rights and powers that may be exercised by the corporation, in addition to the foregoing, are those conferred by chapter 100, Code of Mississippi of 1930.
9. The corporation may begin business when 50 shares of the capital stock shall be subscribed and paid for.

A. N. Brown,
Mrs. A. N. Brown,
V. V. Brown.

State of Mississippi,
County of Lauderdale.

This day personally appeared before me, the undersigned authority in and for said County and State, A. N. Brown, Mrs. A. N. Brown and V. V. Brown, Incorporators of the corporation known as "Brown Ice Cream Company", who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 13 day of February, 1936. (SEAL)

Inez Daniels, Notary Public.

Received at the office of the Secretary of State this the 14 day of February, 1936, together with the sum of $20.00, recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi, February 14th, 1936

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippu,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Brown Ice Cream Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fifteenth day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 15th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

HUGHES PRINTING HOUSE JACKSON MISS

Suggested Form of Amendments to Articles of Incorporation for continuing Mississippi State Banks and Trust Companies Issuing One Class of Preferred Stock.

Proposed Amendemnts to Articles of Incorporation
of
SECURITY BANK OF AMORY
(Name of Bank)
Amory, (City) Monroe (County) Mississippi (State)

RESOLVED FIRST, That the capital of this Corporation be increased in the sum of $15,000.00, by the issuance of $15,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $45,000.00, of which $15,000.00 is preferred and $30,000.00 is common stock.

RESOLVED SECOND, That the Articles of Incorporation be amended by inserting a new article to be designated as Article 9, reading as follows:

Article 9. "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

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

Article No. 4. (1) Amount, classes, and shares of capital stock.---The amount of capital stock of the Corporation shall be $45,000.00 divided into classes and shares as follows:

(a) $15,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 150 shares of the par value of $100.00 (1) each; and

(b) $30,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of section 4 of this Article 4) divided into 300 shares of the par value of $100.00 each.

(2) Assessability of stock.---The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.---The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this Article 4) accruing after _____, 193____ (2) (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half pre cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dividends at the full rates required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.---Dividends or other distributions whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this article 4) accruing after the Recapitalization Date.

If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such special reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of any such stock dividend shall be issuable without any further vote on the part of the holders of stock of any class or any further approval on the part of the State Comptroller.

(5) Determination of net profits.---For the purpose of this article 4 the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period:

(a) All expenses for such period;

(b) All interest accrued during such period;

(c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, writedowns and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undertermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves;

(d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation, paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to receover the same; and

(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending June 30, 1936 (3) need be made by reason of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made on account of loss incurred prior to or depreciation in assets existing at the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits.---As long as any shares of preferred stock are outstanding, the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, no

(1) The pershare par value of the preferred stock will be fixed by Reconstruction Finance Corporation. (2) Insert date on which Articles of Incorporation amended by shareholders.

TUCKER PRINTING HOUSE JACKSON MISS

payments shall be required purusuant to the provisions of such paragraph prior to August 1, 1936), shall apply the net profits of the Corporation for the six months period ending on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be;

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this article 4) on August 1, 1936, of a sum equal to three-quarters of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each Februaryl and August 1 thereafter of a sum equal to one-half of one per cent of the aggregate par value of the preferred stock at the time outstanding. In the event that the net profits of the Corporation shall on any such February 1 or August 1 be insufficient to permit the payment into such preferred stock retirement fund of the full amount hereinabove provided for, the deficiency shall be fully paid before any net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter specified in this section 6.

(c) To the payment into the preferred stock retirement fund (referred to in section 8 of this article 4) of a sum equal to forty per cent of the remainder, if any, of such net profits: Provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year in accordance with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever: Provided, further, however, that unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund required by this paragraph (c) except from such net profits as may have accrued from and after December 31, 1935.

Subject to compliance with the provisions of section 7 (b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the board of directors, subject, however, to the provisions of section 7 of this article 4.

(7) Limitations on retirement of stock.---Except with the approval of the State Comptroller no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein, (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $67,000.00 (4) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase.---Subject to the provisions of section 7 of this article 4, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000.00 (5) the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this article 4, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sumnecessary to effect such retirement, but the minumum capital shall in no event be reduced below the minimum amount of capital required by law. Subject to the provisions of section 7 of this article 4, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call.---Subject to the provisions of section 7 of this article 4, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time inpart, pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, (and provided always that the capital shall in no event be reduced below the minimum amount of capital required by law) by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement.

At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certifcate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be cancelled forthwith and shall not be re-issued.

(10) Increase or decrease of capital stock:Amendments of Articles of Incorporation, etc.---By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstahding, and not otherwise, and subject to such approval by the State Comptroller and such other conditions as at the time may be required by law---

(3) Insert June 30 or December 31 next succeeding the Recapitalization Date) (4) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by the Reconstruction Finance Corporation prior to the purchase of the preferred stock. (5) This figure will be fixed by Recosntruction Finance Corporation.

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation ofone or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issuance of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 4 in connection with the retirement of shares of preferred stock.

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(b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock;
(c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;
(d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding;
(e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all or substantially all of the assets and business of any banking corporation or trust company;
(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;
(g) The Corporation may go into voluntary liquidation; and
(h) Any plan of reorganization of the Corporation may be carried into effect --- Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 ~~and~~ 13 of this Article 4 and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11) Preemptive rights. -- In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes as the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights. -- (a) Except as otherwise provided in sections 10 and 13 of this article 4 and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him.
(b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one cnadidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit.
(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.
(d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in subparagraph (2) of section 13 of this article 4, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights. -- If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding --
(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or
(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article 4) in accordance with the requirements of paragraph (c) of section 6 of this article 4 on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or
(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or
(d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation --- then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue:
(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.
(2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded

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by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-sections 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation. -- In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

Article 10. (a) Officers. -- The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and subject to the provisions od sub-paragraphs (1) and (2) of section 13 of article 4 hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand;

(b) Powers of Board of Directors. -- The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

Article 11. Special Meetings of Shareholders. -- Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED FOURTH, That each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED FIFTH, That the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a meeting of the shareholders of Security Bank of Amory, Amory, Mississippi, held on Jan. 31st, 1936, five days' notice of the proposed business having been given by registered mail, all of the foregoing resolutions were adopted by the following vote, -- the affirmative vote representing 100% of the total number of shares of capital stock outstanding.

(Name of Bank) (City) (State)

Total number of shares of capital stock	300
Total number of shares represented at the meeting	300
Total number of shares voted in favor of the resolution	300
Total number of shares voted against the resolution	None

I hereby certify that this is a true and correct report (a) of the number of days' notice, given by registered mail, of the meeting of shareholders of this bank held on the date above mentioned; (b) of the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the shareholders voting therefor and the number of shares voted by each is on file in the bank; (e) that no shares of stock of this bank owned by this bank were voted at said meeting; (f) that no shares of stock held by this bank as sole trustee were voted at said meeting; and (g) that no shares of stock of this bank held by this bank as co-trustee were voted at said meeting by this bank; and (h) that no director other officer or employee acted as proxy at said meeting.

(Seal of Bank) T. J. Cole, President.

Subscribed and sworn to before me this 7th day of Feby., A. D., 1936.

(Seal of Notary) L. B. Roberts, Notary Public.

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Department of Bank Supervision
State of Mississippi, Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Security Bank of Amory, Amory, Mississippi, wherein, it is proposed to increase the capital stock of said bank in the sum of $15,000.00 by the issuance of $15,000.00 of Preferred Stock under the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, making the total capital $45,000.00, $15,000.00 of which is preferred stock and $30,000.00 is common stock, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 10th day of February, 1936.

(Seal)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 11th day of February, A. D., 1936, together with the sum of $40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., February 11th, 1936.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

State of Mississippi
Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Security Bank of Amory, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twelfth day of February, 1936.

Hugh White, Governor.

By the Governor,

Walker Wood, Secretary of State.

Recorded: February 12th, 1936.

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The Charter of Incorporation of

UNIVERSAL REALTY COMPANY

1. The corporate title of said company is Universal Realty Company.
2. The names of the incorporators are: Luther Manship, Postoffice, Jackson, Mississippi; H. G. Hall, postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Hinds County, Mississippi.
4. The amount of capital stock and particulars as to class or classes thereof: $10,000.00 common stock.
5. The number of shares and par value thereof is: One Hundred shares of common stock with par value of $100.00 per share.
6. The period of existence is fifty years.
7. The purposes for which it is created is to own, hold, buy, sell, convey and otherwise trade in real estate, to lease real estate either as lessor or lessee.
8. To improve the real estate of its own, of of any other person or corporation, by building houses or other structures thereon and by building sewer lines, water lines, electric light, gas lines and or sidewalks, curb, gutters, street paving on or adjacent thereto and by otherwise developing and improving said real estate. To own, hold, buy, sell, to discount and ~~or~~ otherwise trade in bills, promissory notes, bonds, debentures, contracts and or other negotiable or non-negotiable instruments of other obligors whether they be persons or corporations, not prohibited by the laws of this state.

To do a general real estate brokerage business. To own, hold, buy, sell and otherwise trade in shares of stock of other corporations not prohibited by the laws of this state.

To borrow money, evidence its indebtedness or other obligation by its promissory notes, bonds, debentures and or other negotiable or non negotiable instruments.

To secure the payment of its indebtedness and or other obligations by deeds of trust, mortgage, debenture and or other lien on its or on some or a part of its real or personal property.

To buy and sell oil, gas and mineral leases, rights and royalties and to develop same.

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

8. Number of shares to be subscribed and paid for before the corporation may begin business is twenty shares.

Luther Manship,
H. G. Hall,
Incorporators.

State of Mississippi,
Hinds County.

Personally appeared before me, the undersigned authority in and for said County and State, Luther Manship and H. G. Hall, incorporators of the Corporation known as the Universal Realty Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on the 25th day of February, 1936.

(SEAL)

B. B. McClendon,
Notary Public.

Received at the office of the Secretary of State this the 25th day of Febry, 1936, together with the sum of $30.00 deposited to cover the recording fee and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.
2/25/36

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Universal 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 26th day of Febrmary, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 27, 1936.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 4/18/41

This suspension set aside by order of State Tax Commission, dated May 6, 1941, as authorized by section 16, chapter 121, laws of Mississippi of 1934 - this may 6, 1941.
Walker Wood, Secretary of State.

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The Charter of Incorporation of

ASSOCIATED CANE GROWERS

1. The corporate title of said company is Associated Cane Growers.
2. The names of the incorporators are: H.W. Fortenberry, Magee, Mississippi; L. P. Hall, P. T. Kennedy, A. A. Hester, H. Kennedy, Alex Kennedy, J. E. Williams, Rice Sullivan, J. L. Butts, M.V. Brua, J.V.Brown, W.W.Jones, Roy C. Wiggins, W.W.Jones, J.C.Lyons, A.F.Lyons, Curtis Smith, L. Ainsworth, Dan Russell, W. G. Anderson, C. C. Mangum, Postoffice of all incorporators, Magee, Mississippi.
3. The domicile is at Magee, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Five thousand dollars divided into shares of $5.00 each, being five hundred shares of common stock and five hundred shares of preferred stock of the par value of five dollars each. The five hundred shares of the preferred shares shall enjoy and have a preference as to dividends to the extent of 8% per annum, which shall be paid preferred stockholders annually and this right of preferrence shall be cumulative.
The number of Directors shall be seven, and to serve for one year from date of election and until successors are elected.
5. Number of shares for each class and par value thereof: Five hundred shares of common stock and five hundred shares of preferred stock of the par value of $5.00 each; total one thousand shares of par value of five dollars each.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: to process and make uniform agricultural products, to store and market the same and to exercise all the rights and privileges and powers conferred and granted under and by article 2 of Chapter 99 of the Code of Mississippi of 1930, and amendments thereto, and the general corporation laws of the State of Mississippi conferred by Chapter 100 of the Code of Mississippi of 1930, and amendments thereto in so far as consistant with the purposes of this Corporation as set out herein and with the rights and powers conferred by said Chapter 99 of the Code of Mississippi of 1930, Article 2 and amendments thereto. The first meeting of persons in interest may be called upon three days notice by mail postage prepaid addressed to each of the incorporators and stockholders and signed by one of the persons named in the articles of incorporation. The number of directors shall be five or more as provided in the by-laws.
The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.
8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business: Tenshares of common stock and ten shares of preferred stock as authorized herein.

H. W. Fortenberry, W. W. Jones
L. P. Hall, J. C. Lyons,
P. T. Kennedy, A. F. Lyon,
H. Kennedy, Curtis Smith,
Alex Kennedy, L. Ainsworth,
J. E. Williams, Dan Russell,
A. A. Hester, W. G. Anderson,
Rice Sullivan, C. C. Mangum,
Roy C. Wiggins, J. L. Butts,
M. V. Brua, J. V. Brown,
Incorporators.

Acknowledgment.

State of Mississippi,
County of Simpson.
This day personally appeared before me, the undersigned authority A notary public, in and for said county and state, H. W. Fortenberry, one of the incorporators of the corporation known as the Associated Cane Growers, who acknowledged that he and they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 23rd day of January, 1936, and that the other incorporators signed the same as indicated herein and as provided by Sec. 4105 of the Code of Mississippi, of 1930, sub-section "g".

C. J. Kees, Jr.,
Notary Public.

State of Mississippi,
County of Simpson.
This day personally appeared before me, the undersigned authority H. W. Fortenberry, L. P. Hall, P. T. Kennedy, H. Kennedy, Alex Kennedy, J. E. Williams, A. A. Hester, Rice Sullivan, Roy C. Wiggins, J. L. Butts, M. V. Brua, J. V. Brown, W. W. Jones, J. C. Lyons, A. F. Lyons, Curtis Smith, L. Ainsworth, Dan Russell, W. G. Anderson, C. C. Mangum, incorporators of the corporation known as the Associated Cane Growers, 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 January, 1936.

C. J. Kees, Jr.

State of Mississippi,
Office of Secretary of State,
Jackson.
I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the articles of incorporation of Associated Cane Growers, of Magee, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 13th day of February, 1936, at 10 o'clock A. M, and each of said copies so marked, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 619, and the other copy thereof returned to said association.
Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 13 day of February, 1936.

Walker Wood,
Walker Wood, Secretary of State.

GREAT SEAL)

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On the motion of J. S. Hopkins and the second of Charles Treas, the following resolution offered by J. S. Hopkins was adopted, all present voting and all voting "aye", to-wit:

Be It Resolved that the domicile of the Monroe Banking & Trust Company of Aberdeen, Mississippi, be and the same is hereby fixed in the City of Aberdeen, County of Monroe, State of Mississippi.

****

I hereby certify that the foregoing constitutes a true, correct, full and complete copy of the original of the foregoing resolution as the same appears of record in the minutes of the meeting of the stockholders of the Monroe Banking & Trust Company of Aberdeen, Mississippi, adopted at thex regular annual meeting held on January 8, 1936, at which a majority in amount of all stock outstanding was present, and which said resolution was submitted and adopted for the purpose of amending the charter of incorporation of the Monroe Banking & Trust Company of Aberdeen, Mississippi, so as to fix the domicile of the same, that the article of the charter of incorporation of the said Monroe Banking & Trust Company fixing the domicile of the same, when it was originally organized, having been stricken from the charter through oversight and error in making and affecting other amendments thereto.

Witness my hand and the seal of said bank, this January 10, 1936.

(SEAL)

W. H. Carlisle,
President of the Monroe Banking &
Trust Company of Aberdeen, Mississippi.

Department of Bank Supervision,
State of Mississippi,
Jackson.

February 11, 1936.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of Monroe Banking & Trust Company of Aberdeen, Mississippi, wherein it is proposed to fix the domicile of said bank under the provisions of Section 9 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 11th day of February, 1936.

(SEAL)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 12th day of February, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., February 12th, 1936.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Monroe Banking & Trust Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fourteenth day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 14th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SEMINOLE MANUFACTURING COMPANY

1. The corporate title of said Company is: Seminole Manufacturing Company.
2. The names and postoffice addresses of the incorporators are: Irvine I. Weitzenhoffer, Columbus, Mississippi; E. E. Silvey, Columbus, Mississippi; C. C. Forrester, Columbus, Mississippi;
3. The domicile of the corporation in this state is: Columbus, Mississippi.
4. The amount of capital stock is Six Hundred Thousand ($600,000.00) Dollars, all common stock of the par value of One Hundred ($100.00) Dollars.
5. The sale price per share is One Hundred ($100.00) Dollars. The number of shares is 6000.
6. The period of existence is Fifty (50) years.
7. The purposes for which the corporation is created are: To buy and sell cloth; to manufacture cloth into garments; to invest money in stocks and bonds, and other securities, and to do any and all things incident to a general manufacturing of cloth into products, and in addition thereto, all those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930.
8. The corporation shall begin business when $500,000.00 of authorized capital stock shall be subscribed and paid for.

Witness the hands of the incorporators this the 13th day of February, 1936.

Irvine I. Weitzenhoffer,
E. E. Silvay,
C. C. Forrester,
Incorporators.

State of Mississippi,
Lowndes County.

Personally appeared before me, the undersigned authority, a Notary Public in and for Lowndes County, Mississippi, the within named Irvine I. ~~Xxx~~ Weitzenhoffer, E. E. Silvey, and C. C. Forrester, incorporators of the corporation known as Seminole Manufacturing Company, who acknowledged that they, as such incorporators, signed, eexecuted and delivered the foregoing articles of incorporation in said Seminole Manufacturing Company, as their act and deed on the date above written.

Witness myx signature this the 13th day of February, 1936.

(SEAL)

Kathleen Higgins,
Notary Public.

Received at the office of the Secretary of State this the 14th day of February, 1936, together with thex sum of $500.00 deposited to cover the recording fee, and referred to the attorney general for his opinion.

Walker Wood, Secretary of State.

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

This February 14th, 1936.

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney-General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Seminole Manufacturing Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississppi to be affixed, this Fifteenth day of February, 1936.

Hugh White, Governor,

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 15th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 124, Laws of Mississippi 1934

OCT 28 1936

Charter of Incorporation of

BROWN OUTDOOR ADVERTISING, INC.

I.

The corporate title of said company shall be and is: Brown Outdoor Advertising, Inc.

II.

The names and post office addresses of the incorporators are: Charles J. Brown, Jackson, Mississippi; Mrs. D. E. Dean, Jackson, Mississippi.

III.

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

IV.

The corporation shall be privileged to issue one hundred twelve shares of common stock without nominal or par value.

V.

The sale price per share of said common stock without nominal or par value is: Said stock shall be sold for a price not in excess of $400.00 per share to be fixed and changed from time to time by order of the Board of Directors of this corporation which is hereby vested with such authority.

VI.

The period of existence of this corporation shall be and is fifty years.

VII.

The purposes for which the corporation is created are: To acquire, own, hypothecate, sell, dispose of and/or operate a general advertising business of any and all kinds; to buy, sell, otherwise acquire, deal in, dispose of, trade, encumber, finance and improve real estate, not prohibited by law; to purchase or otherwise acquire any or all estates of decedents or bankrupts and trade, exchange, own, deal in, encumber and otherwise acquire, operate and dispose of any and all kinds of such properties and businesses; to engage in a general wholesale and retail mercantile business; manufacture, erect and store awnings and other properties; and buy, sell, deal in, enucumber, finance and otherwise deal with any and all kinds of real, personal and mixed properties, not prohibited by law; that the rights and powers that may be exercised by this corporation in addition thereto are those conferred by the provisions of Chapter 100, Mississippi Code of 1930, and all amendments thereto.

VIII.

The corporation shall commence business when not less than one-half of its said authorized issue of shares of stock shall be paid for in cash, services or property, the value of which said services or property shall be first fixed by the Board of Directors.

IX.

That this corporation is not a street railway, telegraph or telephone corporation.

Witness the signatures of said incorporators, at Jackson, Mississippi, this February 19, A. D. 1936.

Charles J. Brown,
Mrs. D. E. Dean.

State of Mississippi,
County of Hinds.

Before me, the undersigned authority in and for the jurisdiction aforesaid, personally came and appeared Charles J. Brown and Mrs. D. E. Dean, incorporators of the corporation known as "Brown Outdoor Advertising, Inc.," who each acknowledged that they signed and delivered the above and foregoing charter, or articles of incorporation, as their voluntary act and deed, on the day and date therein written.

Given under my hand and official seal of office, this February 19, A. D. 1936.

(SEAL)

A. R. Covington, Notary Public.

Received at the office of the Secretary of State, this 19th February, A. D. 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, 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.

Jackson, Mississippi, February 19th, A. D. 1936.

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Brown Outdoor Advertisinf, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twentieth day of February, 1936.

High White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 21, 1936.

This Corporation dissolved and its charter surrendered to the State of Mississippi, by decree of Chancery Court of Hinds County, Mississippi, dated April 22, 1939. Certified Copy of said decree filed in this office, this April 26, 1939. Walker Wood, Secretary of State

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation
Tupelo Bank Securities Corporation, Tupelo, Mississippi

1. The corporate title of said company is Tupelo Bank Securities Corporation.
2. The names of the incorporators are: J. R. Anderson, Postoffice Tupelo, Miss.; J. R. Baker, Postoffice, Tupelo, Miss.; Charles Betts, postoffice Tupelo, Mississippi; W. A. Gregory, Postoffice Tupelo, Miss.; F. N. Johnson, Postoffice, Tupelo, Misssippi, Miss.; J. R. Pegues, Postoffice, Tupelo, Miss.; J. P. Nanney, Postoffice, Tupelo, Miss.; R. M. Reese, Postoffice, Tupelo, Miss.; Geo. W. Ruff, Postoffice, Tupelo, Miss.; J. R. Strain, Postoffice, Tupelo, Miss.
3. The domicile is at Tupelo, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The corporation shall be capitalized at $50,000.00, all of which shall be common stock of the same class, of the par value of $50.00 per share.
5. Number of shares of each class and par value thereof: 1000 shares of common stock, of the par value of $50.00 per share.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To purchase, hold, own, deal in, lend on and borrow money on assets of banks, either open or in liquidation, and particularly the corporation shall have the right to purchase real estate, bonds, stocks, notes or bills receivable, secured by mortgages and deeds of trust or unsecured, and other evidences of debt, from banks, either open or closed, and it shall have the right to hold, own, deal in, lend on, and borrow money on all such assets, and to do all other things authorized by law and as specifically authorized by Section 34, of Chapter 146 of the Laws of 1934.
The rights and powers that may be exercised by this corporation in addition to the foregoing are those conferred by Chapter 100, Code of Mississippi of 1930, and by Chapter 146 of the Laws of 1934 and all subsequent applicable laws and amendments.
8. Number of shares of each class to be subscribed and paid for before the corporation may begin business. 500 shares of common stock of par value of $50.00 per share, shall be subscribed and paid for before the corporation may begin business.

John R. Anderson, J. R. Baker,
Charles Betts, J. R. Pegues,
F. N. Johnson, R. M. Reese,
J. P. Nanney, W. A. Gregory,
Geo. W. Ruff, J. R. Strain,
Incorporators.

Acknowledgment.

State of Mississippi,
County of Lee.
This day personally appeared before me, the undersigned authority, J. R. Anderson, J. R. Baker, Charles Betts, W. A. Gregory, F. N. Johnson, J. R. Pegues, J. P. Nanney, R. M. Reese, Geo. W. Ruff, and J. R. Strain, incorporators of the corporation known as the Tupelo Bank Securities Corporation, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 27 day of Jan. 1936.
(SEAL)
J. R. Horton. Notary Public.

Consent and approval of the Comptroller,
State of Mississippi.
I, M. D. Brett, State Comptroller, do hereby certify that I have read the Charter of Incorporation of the Tupelo Bank Securities Corporation, Tupelo, Mississippi, and that I do hereby give my consent and approval to the organization thereof, as contemplated by Section 34, of Chapter 146 of the Laws of Mississippi of 1934.
Given under my hand and seal, this the 1st day of February, 1936.
(SEAL)
M. D. Brett, State Comptroller.

Received at the office of the Secretary of State this the 10th day of February A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.
Walker Wood, Secretary of State.

Jackson, Mississippi,
February 11th, 1936.
I have examined this Charter of Incorporation and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.
Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson,
The within and foregoing Charter of Incorporation of Tupelo Bank Securities 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 Fourteenth day of February, 1936.
Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 14, 1936.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the chancery court of Lee County, Mississippi, dated February 16, 1943. Certified copy of said decree filed in this office, this the 17th day of February 1943. Walker Wood, Secretary of State.

Suspended by State Tax Commission
as Authorized by Section 15, Chapter
121, Laws of 1934, as amended. this the 11th day of January, 1951.
Walter Ladner
Secretary of State
State of Mississippi

TUCKER PRINTING HOUSE JACKSON MISS

Minutes of Special Meeting of the Stockholders of the Bank of Bruce, held in its Banking Offices in Bruce, Mississippi, on the 6th day of February, 1936.

Be it remembered that on this, the 6th day of February, 1936, a special meeting of the stockholders of the Bank of Bruce, Mississippi, was held in the office of said Bank at 1 o'clock p.m., pursuant to the notice sent by registered mail more than five days prior to the time of stockholders meeting to each of stockholders, dated the 29th day of January, 1936, which said notice was in words and figures as follows:

Notice of special meeting of stockholders:

To the stockholders of the Bank of Bruce, Bruce, Mississippi, 29th day of January, 1936.

You are hereby notified that a sppcial meeting of the stockholders of the Bank of Bruce has been called by the Board of Directors thereof, to be held at its Banking Office in Bruce, Mississippi, on the 6th day of February, 1936, at 1 o'clock P.M., to consider and vote on the following proposals:

1. To authorize the issuance of $5000.00 par value common stock of the said Bank of Bruce and thereby to increase the capital of said Bank from $5000.00 common stock to $10,000.00 common stock, when approved by the Comptroller of Banks and the Governor in accordance with Section 9, Chapter 146, Laws of 1934.

2. To authorize payment and retirement by the said Bank of its debentures in the sum of $5000.00, now held by Reconstruction Finance Corporation.

3. To provide for sale, if and when authorized and issued, of the $5000.00 additional common stock.

4. To transact such other business incidental to the foregoing proposals as may properly come before the meeting or any adjourned meeting.

If the stockholders of the bank at the special meeting shall authorize the issuance of additional common stock in the sum of $5000.00, each present stockholder will be entitled to subscribe for his proportionate part of such additional common stock. The stockholders at such meeting will be asked to adopt a Resolution providing for a period of five days from and after the said meeting within which the additional common stock may be subscribed. All of the additional common stock, if and when issued, not subscribed for within the five days from and after the date of the said stockholders' meeting will be sold by the Board of Directors in accordance with the terms of such resolution therefor as may be adopted by the stockholders at said meeting.

Done by order of the Board of Directors. W. J. Davis, Cashier.

On motion and duly seconded S. L. Spradling was elected as Cahirman of the meeting and W.J. Davis was elected Secretary.

The following stockholders, representing 331 shares of the total 400 shares of the capital stock of the Bank of Bruce were present, either in person or by proxy:

M. L. Collins	1.	J. L. Johnson	2.	S.L. Spradling	8.
C. J. Turner	5.	W.C.Speir	11.	J.H.Johnson	4
G. G. Taylor	9.	M. E. Davis	7.	W. J. Davis	10.
T. E. Holder	10.	L. R. Beckett	2.	T. R. Davis	238.
John M. Walker	1.	Mrs. Fannie Lester	1.	J. L. Collins	1.
C. B. Bardwell	1.	J. F. Shepherd	8.	S. H. Smith	6.
A. B. Ruth	1.	MAUDIE Crocker	5.		

It being made manifest that more than a majority of the capital stock of the Bank was present and represented, either in person or by proxy, and there came on for consideration of the stockholders the matters of increasing the common stock of the Bank of Bruce from $5000.00 to $10,000.00 and the issuance of $5000.00 additional common stock and amending charter of the Bank accordingly. Whereupon the following Resolution was adopted and read in full:

PROPOSED AMENDMENT TO ARTICLES OF INCORPORATION OF BANK OF BRUCE, BRUCE, MISSISSIPPI.

Resolved First, that the common capital of the corporation be increased in the sum of $5000.00 by the issuance of $5000.00 additional common stock under the provisions of Section 9, Chapter 146, Laws of 1934, making a total common stock of the corporation of $10,000.00.

Resolve Second, that each present stockholder of record may subscribe within five days from and after the date of this meeting to such issue of additional common stock in proportion to the number of shares of common stock of the corporation now standing on the books of the corporation in his name; and,

Resolve Third, that the Board of Directors through its proper officers at the expiration of the said five days within which present stockholders may subscribe for said additional common stock, shall sell the unsubscribed proportion of such additional common stock at such price (not less than the par value thereof) to such person or persons as the Board of Directors may deem suitable and available.

Resolve Fourth, that if and when the issuance of the additional $5000.00 of common stock has been approved by the Comptroller of Banks, The Attorney General, and the Goverhor and the said common capital stock shall have been sold that the directors of the Bank of Bruce are authorized and empowered to pay off, cancel and retire the debentures in the sum of $5000.00 heretofore issued by the Bank of Bruce and now held by Reconstruction Finance Corporation.

Resolve Fifth, that three copies of the Resolution duly certified to by the President or Vice-president of the Bank of Bruce be forwarded to the Department of Bank Supervision of the State of Mississippi for the consideration and approval thereof by the Comptroller of Banks, the Attorney General and the Governor, as by statute provided.

After the reading of the foregoing Resolution W. C. Speir, a stockholder, moved its adoption and the motion was seconded by J. H. Johnson, a stockholder, and thereupon by unanimous vote of all the stockholders present and represented either in person or by proxy, 331 shares of stock voted for the said Resolution and the same was by the Chairman declared adopted.

On motion and second the special meeting of the stockholders adjourned.

S. L. Spradling, Chairman.
W. J. Davis, Secretary.

State of Mississippi, County of Calhoun.

I, Geo.M.Rogers, Vice-President of the Bank of Bruce, Bruce, Mississippi, do hereby certify that the above and foregoing instrument constitutes a true and correct copy of the proceedings of a special meeting of the Stockholders of the Bank of Bruce, Bruce, Mississippi, held on the 6th day of February., 1936, as shown by the minutes of said meeting and now on file at said bank in Bruce, Mississippi.

Witness my signature and Corporate Seal of said Bank of Bruce, this the 11 day of February, 1936. (SEAL)

Geo. M. Rogers, Vice-President.

Department of Bank Supervision,
State of Mississippi, Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendments to the Charter of Incorporation of Bank of Bruce, Bruce, Mississippi, wherein it is proposed to increase the capital stock of said Bank in the sum of $5,000.00 by the issuance of $5,000.00 common stoc under the provisions of Section 9 of Chapter 146 of the laws of the State of Mississippi for the year 1934, making the total capital of the Bank of Bruce $15,000.00, $10,000.00 of which is common stock and $5,000.00 is preferred stock, and I do hereby approve the proposed amendments. Given under my hand and the seal of the Department of Bank Supervision this the 17th day of February, 1936. (SEAL)

M. D. Brett, State Comptroller.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Received at the office of the Secretary of State, this the 17th day of February, A. D. 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., February 19th, 1936.

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

Greek L Rice, Attorney General.

By W.W.Piercem Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson,

The within and foregoing Amendment to the Charter of Incorporation of Bank of Bruce is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twentieth day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 21st, 1936.

 FOR AMENDMENT SEE BOOK 37-38 PAGE 556

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation of

MILTON-RYAN COMPANY

1. The corporate title of said Company is Milton-Ryan Company.
2. The names of the incorporators are: N. L. Milton, Post Office address, Meridian, Mississippi, and Thad J. Ryan, Post Office address, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. The amount of capital stock is $12,000.00; all common stock.
5. The par value of shares is $100.00.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purposes for which it is created are: To buy, sell, and deal in, at wholesale and retail, automobile accessories, parts and equipment; electric batteries and all electrical equipment and supplies of every kind; to recharge such electric batteries; to buy, sell, and deal in radios, radio parts, equipment and accessories; to buy and sell merchandise; to buy and sell machinery; to buy and sell real estate; to acquire and hold such real estate as may be necessary and proper for its purposes and not in conflict with the laws of the State of Mississippi; to acquire, by rental or lease, real estate for purposes of conducting its business; to buy and sell electrical or gas refrigerating commodities, and parts, equipment and accessories therefor; to do and perform any and all other things necessary, proper or incident to the conduct of the business for which it is created.

The first meeting of the incorporators may be had on one days written notice by one incorporator to the others of the time and place of such meeting.

Business may be begun when as much as twenty-five per cent (25%) of the authorized capital stock has been paid in as provided by law.

8. The rights and powers that may be exercised by this corporation are those conferred by Chapter 100 of the Mississippi Code of 1930.

Newell L. Milton,
Thad J. Ryan,

State of Mississippi,
County of Lauderdale.

This day personally appeared before me, the undersigned authority, the within named N. L. Milton, one of the incorporators of the Corporation known as the Milton-Ryan Company, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed, on this the 29th day of February, A. D. 1936.

(SEAL OF NOTARY) Victor O'leary, Notary Public.

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority, the within named Thad J. Ryan, one of the incorporators of the Corporation known as the Milton-Ryan Company, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed, on this the 3rd day of February, A. D. 1936.

(SEAL OF NOTARY) J. E. Heidelberg, Notary Public.
My commission expires Feb. 2, 1937.

Received at the office of the Secretary of State this 5th day of February, 1936, together with the sum of Thirty-Four ($34.00) Dollars, recording fee, and referred to the Attorney General for his opinion.

Walker Wood, 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 of Mississippi not of the United States of America.

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.
3/5/36

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Milton-Ryan 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 5th day of March, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 6th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation of the

TRUSTEE OF THE PROVIDENT FUND, INC.

The corporate title of said company shall be: "Trustee of the Provident Fund, Inc."
The names and post office addresses of the incorporators are:- Otho Smith, P.O.address, Meridian, Miss. Avis Graves, P. O. address, Meridian, Miss. Houston Minniece, P.O.address, Meridian, Miss. → The domicile of the Corporation is: Meridian, Lauderdale County, Mississippi.
The amount of authorized capital stock:- No capital stock of any kind shall be issued.
The period of existence shall be: Fifty (50) years.
The purposes for which the corporation is created are: To act as a charitable or benevolent association, looking after the welfare of its members, under Chapter 100 of the Mississippi Code of 1930. To take and administer as trustee the fund named and designated as the Provident Fund of the F. W. Williams State Agent, Inc., which fund is set up for the benefit of the employees of the F. W. Williams State Agent, Inc. (but not for its stockholders): to act as trustee for this fund, or of any other fund intrusted to it and accepted by it: to pay to the designated beneficiaries of said fund, his or her interest therein, as promptly as it becomes due and payable. To have all powers that a naked trustee may have under the laws of Mississippi, in caring for the interests of its members. And it shall be vested with the rights and powers granted by chapter 100 of the Mississippi Code, 1930.
The number of shares of stock to be issued or subscribed for before the corporation shall commence business, shall be: None. This is a non-share, non-profit making corporation; but it may collect from any trust fund, with the agreement of the founder, whatever actual expense it may have been subjected to in the receiving, handling or administering any particular Trust Fund. In addition to the incorporators named above, each employee of F. W. Williams State Agent, Inc. (but not a stock holder of the said named corporation) who has been such employee for twelve months before this date, shall be and become members of this corporation; and each of the described employees, who shall have been an employee of the said F. W. Williams State Agent, Inc., for a continuous period of twelve months, shall at that date become a member of this corporation, sharing proportionately in all benefits provided by this fund. Each member of this corporation shall have one vote in determining all actions to be taken by it, and his or her death, or his or her severance for any reason, of the relationship of employee of F. W. Williams State Agent, Inc., shall thereupon sever his or her membership in this corporation, and that severance, or his or her death, shall terminate his or her interest in any assets this corporation may then possess.

Otho Smith,
Avis Graves,
Houston Minniece,

State of Mississippi,
Lauderdale County.
Personally appeared before me, the undersigned authority, in and for the above county and state, Otho Smith, Avis Graves and Houston Minniece, who each acknowledged signing and executing the foregoing instrument for the purposes therein set forth.
Given under my hand and official seal, this February 22nd, 1936.

L. S. Russell, Notary Public.
My commission expires November 12, 1939.

(SEAL)

Received at the office of the Secretary pf state this the 24th day of February, A. D. 1936, together with the sum of $10.00 recording fee, and referred to the Attorney-General for his opinion.

Walker Wood, Secretary of State.

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of this state, or of the United States.
2/24/36.

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

Be it Resolved,---That Otho Smith, Houston Minniece and Avis Graves, three employees of F. W. Williams State Agent, Inc., each of whom has been such employee for more than twelve months from this date, are hereby named and designated by us as the persons to act for us in applying for a charter under the laws of Mississippi, for the Trustee of the Provident, Fund, Inc."

State of Mississippi,
Lauderdale County.
Personally appeared before me the undersigned authority in and for said County and State, Avis Graves, who being duly under oath says that on January 27, 1936, all of the qualified employees of F. W. Williams State Agent, Inc., met pursuant to notice:
That at said meeting Otho Smith was chosen as chairman, and the undersigned was chosen as Secretary.
That among other actions taken by the group at said meeting, the foregoing resolution was unanimously adopted.
Sworn to and subscribed before me this February 22nd, 1936.

Avis Graves, Secretary.
L. S. Russell, Notary Public.
My commission expires November 12, 1939.

Otho Smith, Chairman.

State of Mississippi,
Executive Office,
Jackson.
The within and foregoing Charter of Incorporation of Trustees of the Provident Fund, 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 25th day of February, 1936.

Hugh White, Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: February 25th, 1936.

Certified copy of deed filed in this office, this 29th day of May, 1951, by Frances Ivy, Deputy Clerk, by a duly authorized Deputy. Lauderdale County, Mississippi, dated May 23, 1951

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

ROBERT C. NAIL POST 687, INC., VETERANS OF FOREIGN WARS OF THE UNITED STATES

1. The corporate title of said company is: Robert C. Nail Post 687, Inc., Veterans of Foreign Wars of the United States.
2. The names of the incorporators are: Sam H. Bowers, postoffice, Jackson, Miss., Joe Bell, postoffice, Jackson, Miss.; G. C. Harris, postoffice, Jackson, Miss.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: No capital stock, membership being the sole evidence of right to participate in the business undertakings, management and control of this corporation. Said corporation shall issue no stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.
5. Number of shares for each class and par value thereof: No shares.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: The object of this corporation are fraternal, historical, patriotic and educational; to preserve and strengthen comradeship among its members composed of officers and enlisted men and honorably discharged officers and enlisted men of the Army, Navy and Marine Corps of the United States of America who have served in Foreign Wars of the United States of America; to perpetuate the memory and history of our dead, to assist worthy comrades and to assist the widows and orphans of dead comrades; to maintain true allegiance to the Government of the United States and fidelity to its constitution and laws; to foster patriotism; to maintain and extend the institutions of American Freedom and to preserve and defend the United States from all her enemies, whomsoever, and this incorporated subordinate unit of the Veterans of Foreign Wars shall, at all times, remain under the jurisdiction of and be governed according to the Constitution and By-Laws of the Veterans of Foreign Wars of the United States. In the event that any of the provisions of these by laws or of this Certificate of Incorporation conflicts with the national constitution and by-laws of the Veterans of Foreign Wars of the United States, such conflicting provisions shall be deemed null and void, and the National Constitution and By-Laws shall at all times govern.

May buy, own, sell, convey and mortgage real estate and personal property, may borrow money and secure the same by mortgage or otherwise, may issue bonds and secure them in the same way.

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

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business. None.

Sam H. Bowers,
Joe Bell,
G. C. Harris,
Incorporators.

Acknowledgment.

State of Mississippi, County of Hinds.

This day personally appeared before me, the undersigned authority Sam H. Bowers, Joe Bell and G. C. Harris, incorporators of the corporation known as the Robert C. Nail Post 687, Inc., Veterans of Foreign Wars of the United States, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 17th day of January, 1936. (SEAL)

Luther Manship, Notary Public.

Resolution.

Whereas Robert C. Nail Post 687 of the Veterans of Foreign Wars of the United States has been in existence for a number of years, whereas it is the desire of the members of said Post and the sense of this meeting that said Post should become incorporated as a non-profit sharing corporation under the laws of the State of Mississippi, whereas a prospective charter has been read over at this meeting and meets the approval of the members hereof;

Now, therefore be it resolved that the said Robert C. Nail Post 687 of the Veterans of Foreign Wars of the United States be incorporated under the laws of the State of Mississippi under the name of Robert C. Nail Post 687, Inc., Veterans of Foreign Wars of the United States and that Sam H. Bowers and Joe Bell and G. C. Harris, members of this Post in good standing are hereby authorized and empowered to apply for a charter from the State of Mississippi, for said Post and that the Post's finance officer is hereby authorized and directed to pay all expenses to the incorporation of said Post.

This resolution duly passed in regular meeting this 16th day of January, 1936, at which a quorum of said members in good standing were present and participating and said resolution, identical with the above is spread upon the minutes of said meeting.

Post Commander.
G. I. Womack,
Post Adjutant.

Approved: By order of Commander-in-chief.
A. R. Handy, Jr., Adjutant General.
Date Feb. 6, 1936.

Received at the office of the Secretary of State this the 21st day of February, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Feby 21st, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Robert C. Nail Post No. 687 Inc. Veterans of Foreign Wars of the United States is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 25th day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 25th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

✓629

The Charter of Incorporation of

DIXIE CULVERT & MATERIAL COMPANY, INC.

Proof of Publication, Showing publication made on Feb. 28th 1936
Filed in this office Mar 17th 1936
Walter Wood, Secretary of State

(1) The corporate title of said Company is DIXIE CULVERT & MATERIAL COMPANY, INC.

(2) The names and post office addresses of the incorporators are:- M. H. Caldwell, Jr., Jackson, Mississippi; K. B. Vail, Jackson, Mississippi; W. Buckley, Jackson, Hinds County, Mississippi.

(3) The domicile of the Corporation in this State is Jackson, Hinds County, Mississippi.

(4) The amount of authorized capital stock is Twenty-five Thousand Dollars ($25,000.00), all of which is hereby classified as, and is, common stock. The number of shares thereof shall be two hundred and fifty (250), and each share shall have a par value of One Hundred Dollars ($100.00). The privileges and restrictions thereof are those fixed by law without the necessity of corporate action, together with such further privileges and restrictions as may be from time to time fixed by corporate act or acts not in violation of law.

(5) 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 (not to exceed fifty years) is fifty (50) years.

(7) The purposes for which the Corporation is created are:-

(a) To manufacture or produce, and to complete, finish or perfect the manufacture or production of, buy, sell, trade, exchange, install, own, rent, lease, and otherwise deal in and with, materials, supplies and products of every kind and character, used or useful in the construction, establishment, equipment, improvement, maintenance and repair of buildings, houses, structures, bridges, roadways, highways, and any and all other ways, or any part thereof, and used or useful in the construction, establishment, equipment, improvement, maintenance and repair of water systems, drainage systems, sewerage systems, and any and all other systems, or any part thereof, and for any and all other purposes for which such materials, supplies and products, or any part thereof, may be used or useful, and in and as a part of the manufacture or production of such materials, supplies and products, or any part thereof, to manufacture or produce, and to complete, finish or perfect the manufacture or production of, culverts, culvert pipe, drainage pipe, sewer pipe, and any and all other kinds of pipe of every class and description, including metal, concrete, clay, and tile pipe, or any part thereof, and any and all accessories, parts and supplies used or useful in connection therewith.

(b) To engage in business generally as a commission merchant, manufacturers agent, selling agent, jobber, broker, and factor, and also as principal or otherwise, and to engage in business in any one or more of said capacities.

(c) 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.

(d) 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.

(e) 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.

(f) To acquire, own, purchase, exchange, rent and lease real estate of every kind and character, improved and unimproved, and any right or interest therein, and to mortgage, sell, exchange, rent, lease, or otherwise dispose of, real estate of every kind and character, improved and unimproved, and any right or interest therein; and to acquire, own, purchase, sell, exchange, rent, lease, work, drill, explore, develop and operate, oil and gas lands owned by the Corporation, and any and all mineral rights owned by it.

(g) To do business on credit as well as for cash; to lend money; to borrow money; to acquire, own, and purchase accounts, notes, deeds of 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 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, 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, the same, and in general to mortgage, pledge, sell, transfer, assign, and otherwise dispose of, its personal property.

(h) 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.

(i) 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.

(j) 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.

(k) 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 government sub-division or sub-divisions, district or districts, or any part or parts thereof, or any governmental agency or agencies, body or bodies, or any government or governments.

(l) 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 hereby 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.

(m) To do and perform any and all acts or things necessary, desirable, convenient or incidental to the exercise and attainment of the objects and purposes hereinabove setx out, or any part thereof, not contrary to law.

(n) 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 statexx laws of the State of Mississippi, or of the United States.

(O) The rights and powers that may be exercised by the Corporation, in addition to the

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foregoing, are those conferred by the provisions of Chapter 100, Mississippi Code of 1930, and by all other laws of the State of Mississippi.

The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific objects and powers of the Corporation shall not be held to limit or restrict the powers of the Corporation in any manner or to any extent, and the objects and powers specified in the foregoing several clauses are and shall be independent objects and powers, respectively, except as otherwise provided herein.

(8) The number of shares of stock necessary to be subscribed and paid for before the Corporation shall commence business is twenty-five (25) shares, and the Corporation may commence business when as much as Twenty-five Hundred Dollars ($2500.00) in cash shall have been paid in for shares of stock subscribed for and sold.

M. H. Caldwell, Jr.,
K. B. Vail,
W. Buckley,
Incorporators.

State of Mississippi,
Hinds County.

This day, personally came and appeared before me, the undersigned authority, M. H. Caldwell, Jr., K. B. Vail and W. Buckley, Incorporators of the Corporation known as the DIXIE CULVERT & MATERIAL COMPANY, INC., who severallly acknowledged that they signed, executed and delivered the above and foregoing Articles of Incorporation as their act and deed on this the 25th day of February, 1936.

Van W. Lowry, Notary Public.
My commission expires January 14th, 1940.
(SEAL)

Received at the office of the Secretary of State, this the 26 day of February, 1936, and together with the sum of $60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi,
February 26th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Dixie Culvert & Material 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 26th day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 26th, 1936.

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#6981 W

THE CHARTER OF INCORPORATION OF COOK & COMPANY.

Proof of Publication, Showing publication made on Mar. 3rd 1936
Filed in this office Mar. 17th 1936
Walker Wood, Secretary of State

(1) The corporate title of said Company is COOK & COMPANY.

(2) The names and postoffice addresses of the incorporators are:- W. G. Cook, Forest, Mississippi; Mrs. Nellie Moore Cook, Forest, Mississippi; J. J. White, Jackson, Mississippi.

(3) The domicile of the Corporation in this State is Jackson, Hinds County, Mississippi.

(4) The amount of authorized capital stock is Fifteen Thousand Dollars ($15,000.00), all of which is hereby classified as, and is, common stock, The number of shares thereof shall be one hundred and fifty (150), and each share shall have a par value of One Hundred Dollars ($100.00). The privileges and restrictions thereof are those fixed by law without the necessity of corporate action, together with such further privileges and restrictions as may be from time to time fixed by corporate act or acts not in violation of law.

(5) 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 (not to exceed fifty years) is fifty (50) years.

(7) The purposes for which the Corporation is created are:

(a) 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.

(b) 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.

(c) To engage in the business of general contractors; to construct, establish, equip, install, improve, maintain, repair, and to work upon, and 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.

(d) 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.

(e) 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,

(f) 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, the same, and in general to mortgage, pledge, sell, transfer, assign, and otherwise dispose of, its personal property.

(g) To assume the whole or any part of the constracts, agreements, obligations or liabilities of any person, firm, association, or corporation, unless prohibited by the Laws of the State of Mississippi.

(h) 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.

(i) 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, copy-rights, trade-marks and trade-names, relating to or useful in connection with any business of the Corporation.

(j) 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 or parts thereof, or any governmental agency or agencies, body or bodies, or any government or governments.

(k) To own, acquire, purchase, rent, lease, construct, establish, operate, and maintain any and all offices, buildings, improve-ments, 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 violtion of the Laws of the State of Mississippi, though not hereinabove specifically provided for.

(l) To do and perform any and all acts or things necessary, desirable, convenient or incidental to the exercise and attainment of the objects and purposes thereinabove set out, or any part thereof, not contrary to law.

(m) 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.

(n) The rights and powers that may be exercised by the Corporayion, in addition to the foregoing, are those conferred by the provisions of Chapter 100, Mississippi Code of 1930, 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 speicified in the foregoing several clauses are and shall be independent objects and powers, respectively, except as otherwise provided herein.

(8) The number of shares of stock necessary to be subscribed and paid for before the Corporation shall commence business is fifteen (15) shares, and the Corporation may commence business when as much as Fifteen Hundred Dollars ($1500.00) in cash shall have been paid in for shares of stock subscribed for and sold.

J. J. White
W. G. Cook
Mrs. Nellie Moore Cook, Incorporators.

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STATE OF MISSISSIPPI,)
HINDS COUNTY.)

This day, personally came and appeared before me, the undersigned authority , J. J. WHITE, one of the Incorporators of the Corporation known as COOK & COMPANY, who acknowledged that he signed, executed and delivered the above and foregoing Articles of Incorporation as his act and deed on this the 27th day of February, 1936.

Louise Melton
Notary Public.

(SEAL)

My Commissions expires Aug. 2, 1939.

STATE OF MISSISSIPPI)
SCOTT COUNTY.)

This day, personally came and appeared before me, the undersigned authority, W. G. COOK and MRS. NELLIE MOORE COOK, two of the Incorporators of the Corporation known as COOK & COMPANY, who severally acknowledged that they signed, executed and delivered the above and foregoing Articles of Incorporation as their act and deed on this the 26th day of February, 1936.

R. L. Goodwin,
Notary Public.

(SEAL)

My Commission expires Feb. 11, 1938.

Received at the office of the Secretary of State, this, the 27th day of February, 1936, together with the sum of $40.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi,
February 27th, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUITVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of COOK & 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 27th day of February, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: February 28th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#6980 W

THE CHARTER OF INCORPORATION OF MERIDIAN MANUFACTURING COMPANY, INC.

1. The corporate title of said company is: MERIDIAN MANUFACTURING COMPANY, INC.
2. The names of the incorporators are: J. O. Eastland, Postoffice, Meridian, Mississippi; W. E. Shepard, Postoffice, Meridian, Mississippi; R. S. Tew, Postoffice, Meridian, Mississippi.
3. The domicile is at Meridian, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Five Thousand Dollars ($5,000.00) Capitl Stock, without nominal or par value, with equal rights and privileges, all such stock being common capital stock.
5. The number of shares and par value thereof: Fifty Shares (50) without par value.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created is: to manufacture, buy and sell and generally deal in at wholesale and retail men's and boy's shirts, collars, pajamas, and underwear of all kinds, character and description.

To buy, sell and generally deal in fabrics and cloth for shirts, collars, pajamas and underwear and all other material used in the manufacture of men's and boy's shirts, collars, pajamas, and underwear; and to buy, sell and generally deal in braids, trimmings, buttons and any and all other accessories used in connection with the manufacture of such wearing apparel and shirts, collars, pajamas and underwear.

To buy, sell and generally deal in any and all kinds of machinery, machines and accessories and equipment used in connection with the manufacture of such shirts, collars, pajamas and underwear for men and boys.

To maintain, operate and conduct places of business for the purposes of buying, selling, manufacturing and otherwise dealing in the aforesaid business in all parts of the United States, its territories and dependencies and in foreign countries, and to maintain offices in all parts of the United States, its territories and dependencies and in foreign countries for the purposes and uses of the business aforesaid.

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 be lawfully purchased, sold, produced or dealt in by corporations under the statutes of the State of Mississippi.

To do all and every thing necessary and suitable and proper for the accomplishment of any of the purposes or attainments of any of the powers hereinbefore set forth either alone or associated with other corporations, firms or individuals and to do any other acts or act incidental or pertaining 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 law under which this corporation is organized.

To make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures and other obligations form time to time for the purchase of property or for any purposes in or about the business of the company and to secure the payment of such obligations by mortgage, pledge, deed of trust or otherwise.

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

8. Number of Shares to be subscribed and paid for before the corporation may begin business is Twenty-five shares ($2,500.00).

J. O. Eastland
W, E. Shepard
R. S. Tew
Incorporators.

STATE OF MISSISSIPPI,
COUNTY OF LAUDERDALE.

This day personally appeared before me, the undersigned authority of law in and for the County and State aforesaid, the within named J. O. EASTLAND, W. E. SHEPARD, and R. S. TEW, incorporators of the corporation known as the MERIDIAN MANUFACTURING COMPANY, INC., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 25th day of February, 1936.

(SEAL)

W. L. Carter, Notary Public.

Received at the office of the Secretary of State this the 27th day of February, A. D., 1936, together with the sum of $20.00 deposited to cover recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi,
February 27th, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI,
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of MERIDIAN MANUFACTURING COMPANY, INC., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 28th day of February, 1936.

Hugh White
GOVERNOR

By the Governor

Walker Wood
Secretary of State.

Recorded: February 28th, 1936.

This Corporation dissolved and its charter surrendered to the State of Mississippi by decree of Chancery Court of Lauderdale County, Mississippi, dated January 31, 1940. Certified Copy of said decree filed in this office, this February 8, 1940 - Walker Wood, Sec'y of State.

TUCKER PRINTING HOUSE JACKSON MISS

Resolution

C. R. Hughes offered the following resolution:

Whereas, it is the desire of the John Gambrell Post No. 23 American Legion of Drew, Mississippi, to build a hut, own the ground that same is located on, operate a playground for the benefit of smaller children, and borrow money for the completion of same;

Therefore be it reolved that the following members all in good standing be and they are hereby appointed to apply for a charter from the Secretary of State; the incorporators:

R. P. Berry, T. C. Owen, Charles Ivy, Abe Orleansky, F. C. Barnes, T. B. Thrower, A. G. Carpenter, J. M. Rice and S. A. Norwood.

The resolution was unanimously adopted, all voting YEA.

This is to certify that the above is a true and correct copy of a resolution duly passed by the John Gambrell Post No. 23 of the American Legion of Drew, Mississippi, om January 20th, 1936, at a regular monthly meeting held on that date.

This the 21st day of February, 1936.

R. P. Berry, Commander,
John Gambrell Post No. 23,
Drew, Mississippi.

T. C. Owen, Adjutant,
John Gambrell Post No. 23,
Drew, Mississippi.

The Charter of Incorporation of

THE JOHN GAMBRELL POST #23 OF THE AMERICAN LEGION, DEPT. OF MISS., AT DREW, MISS.

1. The corporate title of said company is The John Gambrell Post #23 of the American Legion Dept. of Miss.

2. The names of the incorporators are: R. P. Berry, postoffice, Drew, Miss.; T. C. Owen, postoffice, Drew, Miss.; Charles Ivy, postoffice Drew, Miss.; Abe Orlansky, postofficem Drew, Miss.; F. C. Barnes, postoffice, Drew, Miss.; T? B. Thrower, postoffice, Drew, Miss.; A. G. Carpenter, postoffice, Drew, Miss.; J. M. Rice, postoffice, Drew, Miss.; S. A. Norwood, Drew, Miss.

3. The domicile is at Drew, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: None.

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion its only remedy for non payment of dues, shall vest in each member the right to one vote in the election of all officers, shalll make the loss of membership, by death or otherwise, the termination of all interest of such members 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 claim of creditors.

5. Number of shares for each class and par value thereof: None.

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

7. The purpose for which it is created: For God and Country, we associate ourselves together for the following purposes:

To uphold and defend the Constitution of the United States of America; to maintain law and order; to foster and perpetuate a one hundred percent Americanism; to preserve the memories and incidents of our associations in the Great War; to inculcate a sense of individual obligation to the community, state and nation; to combat the autocracy of both the class s and the masses; to make right the master of might; to promote peace and good will on earth; to safeguard and transmit to posterity, the principals of justice, freedom and democracy; to consecrate and sanctify our comradeship by our devotion to mutual helpfulness. And,

To acquire, sell, dispose of, convey, mortgage and receive mortgages on real estate and personal property for public gathering places, and general welfare of the community but not for profit.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: None. This being a non-capital stock, non-benefit corporation incorporated for the purpose of becoming a legal entity and not for profit.

R. P. Berry, T. C. Owen,
Charles Ivy, Abe Orlansky,
F. C. Barnes, T. B. Thrower,
A. G. Carpenter, J. M. Rice,
S. A. Norwood,
Incorporaters.

Acknowledgement.

State of Mississippi,
County of Sunflower.

This day personally appeared before me, the undersigned authority, R. P. Berry, T. C. Owen, Charles Ivy, Abe Orlansky, F. C. Barnes, T. B. Thrower, A. G. Carpenter, and J. M. Rice and S. A. Norwood incorporators of the corporation known as the John Gambrell Post #23 of the American Legion, Department of Mississippi, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 18th day of February, 1936.

(SEAL)

Cordelice Keith, Notary Public.
My commission expires Oct. 14, 1939.

Received at the office of the Secretary of State this the 24th day of February A.D.1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.
Jackson, Miss., February 28th, 1936.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Charter of Incorporation of John Gambrell Post No. 23 American Legion Dept. of Miss., at Drew, Mississippi is here 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 February, 1936.

By the Governor:
Walker Wood, Secretary of State.

Hugh White, Governor.

Recorded: March 10th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

ROWER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of

THE NORTH EAST MISSISSIPPI TRUCKER'S ASSOCIATION (A.A.L.)

Sec. 1. We, R. L. Long, of Prentiss County, Mississippi (P.O.address Booneville); W. N. Blythe, of Prentiss County, Mississippi (P.O.address Booneville); W.W.Strange, of Prentiss County, Mississippi (P.O.address,Booneville); W. B. Fields, of Lee County, Mississippi (P.O.Address Tupelo); E. D. Foster of Lee County, Mississippi (P.O.address Tupelo); R. W. Reed of Lee County, Mississippi (P.O. address Tupelo); Jim Cole of Lee County, Mississippi (P.O.address Tupelo); R. F. Reed of Lee County, Mississippi (P.O.address Tupelo);A. M. Sims of Lee County, Mississippi (P.O.address Tupelo);James M. Johnson of Lee County, Mississippi, (P.O.address Tupelo), of Mississippi, desiring that we, our associates and successors, shall come under Chapter 295 of the Laws of Mississippi of 1928, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and incorporation thereunder, in duplicate and signed and acknowledged by all these named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges and immunities by said statute given or allowed, setting forth the following:

Sec. 2. The names of the organization shall be North East Mississippi Trucker's Association (A.A.L.).

Section 3. The period of existence shall be fifty years.

Section 4. The domicile shall be at Tupelo in the county of Lee in the State of Mississippi.

Section 5. Said incorporated association is to be organized and operated under said chapter 295 of the Laws of Mississippi of 1928.

Section 6. The purpose of said incorporated association is to promote the interests of agriculture and immunities, given, allowed or contemplated by said Chapter 295 of the Laws of Mississippi of 1928, or by other laws of the State of Mississippi or the United States.

In testimony whereof we have hereunto set our hands in duplicate, this 26 day of Febry, 1936.

R. L. Long,
W.W.Strange,
E. D. Foster,
Jim Cole,
A. M. Sims,
W.H. Blythe,
W.B.Fields,
R. W. Reed,
R. F. Reed,
Jas. M. Johnson.

State of Mississippi,
County of Prentiss.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named R. L. Long, W. H. Blythe, W.W.Strange,, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 26th day of February, 1936.
(SEAL)

J. M. Gresham,
Notary Public.

State of Mississippi,
County of Lee.

Before me, the undersigned authority, competent to take acknowledgments personally came and appeared the above named R. L. Long, Jim Cole, W. H. Blythe, R. F. Reed, W. W. Strange, A. M. Sims, W. B. Fields, Jas. M. Johnson, E. D. Foster, R. W. Reed, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 27 day of Feb. 1936.
(SEAL)

Roy N. Boggan,
Notary Public.
My commission expires Mar. 28, 1936.

We, the undersigned organizing members of The North Mississippi Truckers Association (A.A.L.) hereby agree that the organization meeting of said corporation may be held at Tupelo, Mississippi, at a time fixed by W.B.Fields, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or any other time and place when all of such signers are present and assenting to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

R. L. Long,
W. H. Blythe,
W. W. Strange,
W. B. Fields,
R. W. Reed,
R. F. Reed,
A. M. Sims,
Jas. M. Johnson,
E. D. Foster,
Jim Cole.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the articles of Incorporation of The Northeast Mississippi Trucker's Association, (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 29th day of February, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 635, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi, hereunto affixed this 29th day of February, 1936.
(SEAL)

Walker Wood
Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Pass Christian, Mississippi, February 24th, 1936.

Be it known that at a meeting of the Mississippi Democratic Club, at Pass Christian , State of Mississippi, on February 24th, 1936, the following resolution was unanimously adopted:

"The Mississippi Democratic Club" hereby makes it known that it desires to be incorporated under the laws of the State of Mississippi, and, to carry out this purpose hereby authorizes and empowers three of its members, to-wit: N. N. Ferguson, W. E. Spencer and Lee M. Russell, to apply for a Charter, and that a copy of this Resolution be spread upon its Minutes."

We, the undersigned officers of the Mississippi Democratic Club, hereby certify that the above Resolution was duly passed as will be shown by the Minutes of the Society.

N. N. Ferguson, President.
W. E. Spencer, Secretary.

The Charter of Incorporation of

MISSISSIPPI DEMOCRATIC CLUB.

1. The corporate title of said company is Mississippi Democratic Club.

2. The names of the incorporators are:W. E. Spencer, postoffice, Pass Christian, Mississippi; N.N.Ferguson, postoffice, Pass Christian, Mississippi; Lee M. Russell, Postoffice, Jackson, Mississippi.

3. The domicile is at Pass Christian, Mississippi.

4. The amount of capital stock and particulars as to class or classes thereof: There shall be no capital stock.

5. Number of shares for each class and par value thereof: This shall be a non-share corporation.

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

7. The purpose for which it is created: To stimulate and encourage a more active interest, by the public generally, State and National, in the principles and teachings of Democracy; to disseminate information relative thereto, through the press, the radio and other ways and means to the end that the largest possible number of citizens may become, and remain, active in the study of all governmental subjects, and, in furtherance of this idea may solicit and accept memberships and to require of each member to pay fees and dues for defraying the expenses of the Club together with its business and properties, and for furthering the purposes of the organization. It is authorized and empowered to construct, buy, lease and own and operate a club house or club houses, together with all grounds necessary and incidentally connected therewith, may lay out, construct and beautify all grounds belonging to or connected with all of said properties; and, may buy, lease, own, and equip play grounds, parks, amusement parks, athletic fields, and the like, for all sorts and kinds of recreational purposes; and, may buy, lease and own all necessary transportation facilities, by land, air or water, for the use, enjoyment and entertainment of its members and guests. This being a civic improvment organization, it shall issue no shares of stock, shall divide no dividends or profits among its members; shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, and shall make the loss of membership by death or otherwise, a termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for the corporate debts, but the entire property of the Club shall be liable for the claims of creditors.

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

8. Number of shares of each class to be subscribed and paid for before the Corporation may begin business. None.

W. E. Spencer,
N. N. Ferguson,
Lee M. Russell,
Incorporators.

Acknowledgment.

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority W. E. Spencer, N. N. Ferguson and Lee M. Russell, incorporators of the corporation known as the Miss. Democratic Club, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 29th day of Feb. 1936.

(SEAL)

Tom Q. Ellis,
Clerk Supreme Court of Miss.

Received at the office of the Secretary of State this the 29 day of Feby, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., February 29th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Mississippi Democratic Club is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this second day of March, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Proof of Publication, Showing publication made on March 14 1936
Filed in this office March 16 1936
Walker Wood, Secretary of State

Recorded: March 2, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Amendment of Correction to Articles
of Incorporation of

THE PEOPLES BANK OF UNION
Union, Newton County, Mississippi

Whereas, heretofore on the 9th day of January, 1935, the stockholders of The Peoples Bank of Union, Union, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

Whereas, said Amendments, except that part or paragraph thereof designated therein as "Resolved First," are incomplete and incorrect and do not set forth the facts and substance intended by the stockholders to be shown therein and do not meet the agreed requirements of the purchasers of said Preferred Stock; and

Whereas, Resolved Second of said amendments purported to strike an unnumbered article or paragraph of the Charter of Incorporation and insert in place thereof a new article relating to the Board of Directors when the Charter did not contain any article pertaining to Directors and it was the purpose and intention to insert the new article in the Charter as "Article 7"; and

Whereas, Resolved Third of said amendments purported to strike Article 4 of the Charter of Incorporators relative to the capital of the Bank but failed to number or designate the article stricken and to number as "Article 4" the article inserted in the place thereof and to insert throughout such article, where reference is made thereto, the figure "4", and

Whereas the new articles inserted in the Charter of Incorporation by said amendments entitled "(a) Officers" and "Special meetings of shareholders" were not numbered "Article 8" and "Article 9", respectively, and the figure "4" was not insetted in the blank space in Article 8; and

Whereas, it is necessary and for the best interests of this Bank that said Amendments be corrected and completed, and the action of the stockholders, Officers, and Agents of the Bank in issuing Preferred Stock be ratified and confirmed; it is therefore

Resolved, that regardless of any omissions, errors or defects in said Amendments or in the corporate proceedings connected therewith, all action taken by the Stockholders, Officers and Agents of this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted January 9, 1935, to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, the use thereof in the operation of the Bank and the issuance and sale of the Preferred Stock authorized thereunder, be and the same are hereby and in all things ratified and confirmed. And

Be It Further Resolved that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders on the 9th day of January, 1935, all of said Amendments, except that part or paragraph thereof and designated therein as "Resolved First," (which part or paragraph is hereby specifically retained) be, and the same are hereby stricken out, and in lieu thereof there is hereby inserted the following:

Resolved Second, that the Articles of Incorporation be amended by inserting therein as Article 7 thereof the following:

"Article 7. The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

Resolved Third, that the Articles of Incorporation be further amended by striking out Article 4 and inserting in the place thereof the following:

"Article 4. (1) Amount, classes, and shares of capital stock.---The amount of capital stock of the Corporation shall be $115,000.00 divided into classes and shares as follows:

(a) $90,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 2,880 shares of the par value of $31.25 each; and

(b) $25,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second and third paragraphs of section 4 of this Article 4) divided into 1000 shares of the par value of $25.00 each.

(2) Assessability of stock.---The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.---The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this Article 4) accruing after January 9, 1935 (2) (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including March 31, 1939, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter at the rate of five per cent per annum of the par value thereof and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share; provided, however, that, in the case of any share of such stock issued after February 1, 1935 (3), such dividends shall accrue on such share from the February 1 or August 1, as the case may be, next preceding the date of issuance thereof. Such dividends shall be cumulative so that if dividends at the full rate required by this section xxxxx 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.---Dividends or other distributions, whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this Article 4) accruing after the Recapitalization date.

If any call or purchase for retirement of preferred stock pursuant to the provisions of sections 8 or 9 of this Article 4 would reduce the outstanding capital of the Corporation below the minimum amount at the time required by law, the Board of Directors, prior to or simultaneously with such retirement, shall declare on the common stock out of net profits of the Corporation accruing after the Recapitalization Date, a dividend in an amount equal to the sum required to maintain the capital of the Corporation at such minimum amount after giving effect to such retirement, such dividend to be payable in shares of common stock which shall be issued (without any action on the part of the holders of stock of any class

(2) Insert date on which Articles of Incorporation amended by shareholders)

(3) Insert the February 1 or August 1 next succeeding the proposed date of purchase of preferred stock.

or on the part of the Superintendent of Banks) pro rata to the holders of common stock.

(5) Determination of net profits.---For the purpose of this Article 4, the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the Superintendents of Banks) of the Corporation shall be determined for each six months' period ending November 31 or June 30 by deducting from the gross earnings from all sources for such period:

(a) All expenses for such period;

(b) All interest accrued during such period;

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(c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the Superintendent of Banks for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves;

(d) Provision for all taxes for such period, including taxes measured by income abd taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same;

(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the Beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending June 30, 1935, (4) shall be required by reason of any charge-offs or write-downs of assets or transfers to reserves made during said period on account of losses sustained on or prior to the Recapitalization Date.

All recoveries over net book values on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits.----As long as any shares of preferred stock are outstanding the Corporation, on each February 1 and August 1, shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 and June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be;

(4) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this Article 4) of a sum equal to forty per cent of the remainder, if any, of such net profits; provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever; provided, further, however, that unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment as into the preferred stock retirement fund except from such net profits as may have accrued from and after December 31, 1935;

Subject to compliance with the provisions of Section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, However, to the provisions of section 7 of this article 4.

(7) Limitations on retirement of stock.----Except with the approval of the Superintendent of Banks no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $115,000.00 (5) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase.---Subject to the provisions of section 7 of this Article 4, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,800.00 (6), the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such funds and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this Article 4, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law.

(5) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Recosntruction Finance Corporation prior to the purchase of the preferred stock.

(6) This figure will be fixed by Reconstruction Finance Corporation.

Subject to the provisions of section 7 of this Article 4, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be canceled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call.---Subject to the provisions of section 7 of this Article 4, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the putstanding preferred stock as a whole, or from time to time pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, and provided always that the capital shall in no event be reduced below the minimum amount required by law, by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement. At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of

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such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock; Amendments of Articles of Incorporation, etc.---By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the Superintendent of Banks and such other conditions as at the time may be required by law---

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 4 in connection with the retirement of shares of preferred stock;

(b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock;

(c) The name of the Corporation and/or the place where it operations of discount and deposit are to be conducted on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;

(d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding;

(e) The Corporation may be consolidated or merged into or with any other bank;

(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan or reorganization of the Corporation may be carried into effect---

Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article 4 and the fair value of the assets of the Corporation as determined by the Superintendent of Banks shall be less than an amount equal to all its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusivem, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the Superintendent of Banks.

(11) Preemptive rights.---In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights.---(a) Except as otherwise provided in sections 10 and 13 of this Article 4 and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semiannual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to the pro rata share of the votes to which his class is entitled.

(d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in sub-paragraph (2) of section 13 of this Article 4, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13)--Other voting rights.---If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding---

(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this Article 4) on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the minimum par value of the preferred stock at any time outstanding (whether or not any of such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or

(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation shall so elect), Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall be less than an amount equal to all of its as determined by the Superintendent of Banks,

TUCKER PRINTING HOUSE JACKSON MISS

liabilities, including all capital stock outstanding; or

(d) The corporation shall violate or fail to observe any of the terms, provisions or conditions of its Articles of Incorporation---Then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the Superintendent of Banks, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee, satisfactory to it) Within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incurr indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation, under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation.----In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

Article 8. (a) Officers.---The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The Directors shall have power to elect one or more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect ar appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and, subject to the provisions of sub-paragraphs (1) and (2) of section 13 of Article 4 hereof; to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand.

(b) Powers of Board of Directors.---The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporations for the general regulation of the business of the Corporation and the management of its affiarsm and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

Article 9. Special meetings of shareholders.----Except as otherwise specificially provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

Resolved Fourth, that each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

Resolved Fifth, that the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a special meeting of the shareholders of The Peoples Bank of Union, Union, Mississippi, held on February 20, 1936, 10 days notice of the proposed business having been given by mail, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of Preferred Stock outstanding and at least two-thirds of the total number of shares of Common Stock outstanding:

Total number of shares of Preferred Stock outstanding	2,880
Total number of shares of Preferred Stock represented at the meeting	2,880
Total number of shares of Preferred Stock voted in favor of the resolutions	2,880
Total number of shares of Preferred Stock voted against the resolutions	NONE
Total number of shares of Common Stock outstanding	1,000
Total number of shares of Common Stock represented at the meeting	770
Total number of shares of Common Stock voted in favor of the resolutions	770
Total number of shares of Common Stock voted against the resolutions	NONE

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

J. L. Lewis, Vice President.

Subscribed and sworn to before me this 20th day of February, A. D. 1936.

R. G. Reeves, Notary Public.

My commission expires Feb. 5, 1939.

(SEAL)
Department of Bank Supervision,
State of Mississippi,
Jackson.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendments to the Charter of Incorporation of The Peoples Bank or Union, Union, Mississippi, wherein certain corrections are made in a former amendment of the Charter of Incorporation of said Bank and the capital stock of said Bank is fixed at $115,000.00, $90,000.00 of which is preferred stock of the par value of $31.25 per share, and $25,000.00 is common stock of the par value of $25.00 per share, and I do hereby approve the proposed amendments.

Given under my hand and the seal of the Department of Bank Supervision, this the 25th day of February, 1936.

M. D. Brett, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 25th day of February, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., February 27th, 1936.

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

Greek L. Rice,
Attorney General.
By W. W. Pierce,
Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Peoples Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-eighth day of February, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 2nd, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

ENOCHS LANDS, INC.

1. The corporate title of said company is Enochs Lands, Incorporated.
2. The names of the incorporators are: I. C. Enochs, postoffice, Jackson, Mississippi; E. G. Flowers, postoffice, Jackson, Mississippi; E. A. Knight, postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Twenty-five hundred shares without preference or priority without nominal value, except there shall be no sale thereof at a price in exeess of One ($1.00) Dollars per share.
5. Number of shares for each class and par value thereof: Twenty-five hundred (2500)
6. The period existence (not to exceed fifty years) is Fifty (50) Years.
7. The purpose for which it is created: To own develop pasture and deal in lands within and without Mississippi so far as and to the extent permitted by law and to prospect for gas, oil and other minerals thereon and elsewhere and to carry on generally the business of oil, and further and thereon and elsewhere do a cattle and live stock business generally to do each and everything reasonably interested and to successfully consumate objects of the corporation.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Business may be begun when the least number of shares allowed by law have been subscribed and paid for.

I. C. Enochs,
E. G. Flowers,
E. A. Knight,
Incorporators.

Acknowledgment

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority, I. C. Enochs, E. G. Flowers and E. A. Knight, incorporators of the corporation known as the Enochs Lands, Incorporated, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 9th day of March, 1936.

(SEAL)

Reynolds Cheney, Notary Public.

Received at the office of the Secretary of State, this the 10th day of March, A. D. 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 10th, 1936

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Enochs Lands, 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 12th day of March, 1936.

Hugh White.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 12, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment of Correction to Articles of Incorporation
of

HOLMES COUNTY BANK & TRUST COMPANY

Lexington, Holmes County, Mississippi

Whereas, heretofore on the 26th day of November, 1934, the stockholders of Holmes County Bank & Trust Company, Lexington, Mississippi, adopted amendments to the Charter of said bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

Whereas, said Amendments are incomplete and incorrect and it is necessary and for the best interests of this Bank, that said Amendments be corrected and completed; it is therefore

Resolved, that regardless of any omissions, errors or defects in said Amendments or in the corporate proceedings connected therewith, all action taken by the stockholders, officers and Agents of this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted November 26, 1934, to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, the use thereof in the operation of the Bank and the issuance and sale of the Preferred Stock authorized thereunder, be and the same are hereby and in all things ratified and confirmed. And

It is further resolved that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders on the 26th day of November, 1934, the articles of Incorporation as amended, be amended as follows:

1. By reinserting in the original Charter article 3 thereof, stricken therefrom by Resolved Second of said amendment, so that the same shall read:

"Article 3. The nature of the business to be conducted by said Bank is that of a commercial and savings bank and trust company."

2. By strking out of said amendment Resolved Second, and inserting in place thereof the following:

"Resolved Second, That the articles of Incorporation be amended by inserting a new article therein to be designated as 'Article 7' and reading as follows:

'Article 7. The Board of Directors shall consist of such number of shareholders not less than five nor more than twenty-five, as from time to time shall be determined by a majority of votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business.'"

3. By designating and numbering as "Article 4" the article entitled "(1) Amount, classes and shares of Capital stock" inserted in the Charter by said Amendment and inserting throughout said Amendment the figure "4" wherever reference is made therein to Article 4.

4. By designating and numbering as "Article 8" and "Article 9" respectively, the articles inserted in the Charter by said amendment entitled "(a) Officers" and "Special meetings of shareholders."

At a meeting of the shareholders of Holmes County Bank & Trust Company, Lexington, Mississippi, held on February 21st, 1936, being an adjournment of the Special meeting held on February 17, 1936, 10 days notice of said Special meeting and the proposed business having been given by mail, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of Preferred Stock outstanding and at least two-thirds of the total number of shares of Common Stock outstanding.

Total number of shares of preferred stock outstanding.....800
Total number of shares of preferred stock represented at the meeting.....800
Total number of shares of preferred stock voted in favor of the resolutions...800
Total number of shares of preferred stock voted against the resolutions.....NONE
Total number of shares of common stock outstanding.....1000
Total number of shares of common stock represented at the meeting..... 672
Total number of shares of common stock voted in favor of the resolutions..... 672
Total number of shares of common stock voted against the resolutions.....NONE

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

W. R. Ellis, President.

(SEAL OF BANK)

Subscribed and sworn to before me this 21st day of February, A. D. 1936.

Kathryn Meek, Notary Public.

(SEAL OF NOTARY)

Department of Bank Supervision,
State of Mississippi,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Holmes County Bank & Trust Company, Lexington, Mississippi, wherein certian corrections are made in a former amendment of the Charter of Incorporation of said Bank under which the issuance if preferred stock was authorized, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision this the 28th day of February, 1936. (SEAL)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 29th day of February, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 2, 1936.

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

Greek L. Rice, Attorney, General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and forggoing Amendment to the Charter of Incorporation of Holmes County Bank & Trust Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this second day of March, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 2, 1936.

This corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the Chancery Court of Hinds County, Mississippi, dated 10/29/1951. Certified copy of said decree filed in this office this October 31, 1951. Heber Ladner, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to the Charter of Incorporation of the

GENERAL FINANCE COMPANY

Be it remembered that on March the 5th, 1936, at a meeting of the stock-holders regularly called and organized, of the General Finance Company, and in all things constituted as required by law and the by-laws of said corporation, at which meeting all the stock-holders, of said corporation, being the stock-holders owning and holding a majority of the stock in said corporation issued and outstanding, were present and all unanimously consenting thereto the following resolution was unanimously adopted by all the stock-holders of said corporation, to-wit:

Be it resolved by the stockholders of the General Finance Company that the following sections of the Charter of incorporation of the General Finance Company recorded in the records of charters in the office of the Secretary of the State of Mississippi in book 30 pages 371-372 and amended Book 35-36 pages 425-426 be and the same are hereby amended to read as follows:

Section (I) The corporate title of said corporation is and shall hereafter be "General Finance Insurance Securities Corporation."

Section (4) Two thousand shares of preferred stock of the par value of fifty dollars each per share, such stock being denominated preferred stock and twenty thousand shares of stock of no par value per share, such stock being denominated common stock. The Preferred stock shall be preferred as to dividends up to 6% per annum payable semi-annually on Jan. 1st and July 1st of each year. After the payment of 6% per annum on the preferred stock the preferred stock and the common stock shall participate equally in all dividends until the preferred stock is paid 8% per annum. Thereafter the earnings shall be paid to the common stock-holders, as the directors may direct, and as the earnings in their judgment may warrant and justify. The preferred stock shall be preferred as to distribution of assets in case of liquidation of the Company at any time. The preferred stock may be called and redeemed at any semi-annual dividend date at a price of fifty five dollars per share plus any accrued interest.

Section (5) The number of shares of each class of stock and value thereof shall be two thousand shares of preferred stock of the par value of fifty dollars per share and twenty thousand shares of common stock of no par value per share but said common stock may not be sold at a price greater than ten cents per share unless the said selling price be changed by the directors of the Company and such authority is hereby granted the Board of Directors to change the said selling price of said common stock or any part thereof, at any time, in their discretion.

Be it further resolved that J. B. Stirling, President of said corporation be and he is hereby authorized, empowered and directed to take all steps necessary and required by law to perfect said amendment to said charter of incorporation.

J. B. Stirling.

I, J. B. Stirling, President of the General Finance Company of Jackson, Mississippi, incorporated under the laws of the State of Mississippi, hereby certify that the above and foregoing resolution was unanimously adopted at a meeting in Jackson, Mississippi, of the stock-holders of the said General Finance Company on the 5th day of March, 1936, at which was present all the stock-holders of the said corporation, and the said resolution was adopted was duly and regularly entered on the minutes of said corporation on said day and now appears therein, and the above and foregoing is a true copy thereof.

In testimony whereof the undersigned President of said corporation has this day hereunto signed and hereunto set and affixed the seal of said corporation on this the 5th day of March 1936.

J. B. Stirling.
President.

State of Mississippi,
Hinds County:

This day personally appeared before me the undersigned Notary Public in and for the said County and State, J. B. Stirling, President of the Corporation known as the General Finance Company of Jackson, Mississippi, who acknowledged that he is said officer of said corporation, and after having been by said corporation first duly authorized and directed so to do, he signed and executed the foregoing resolutions of amendment to the Charter of incorporation of said corporation, and the certificate thereto as above recited and set forth, on the 5th day of March 1936.

Witness my signature and official seal this the 7th day of March 1936.
(SEAL)

Mrs. D.L.O. Balling,
Notary Public.

Received at the office of the Secretary of State, this the 7th day of March, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., March 7, 1936.

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

Greek L. Rice, Attorney General.
By J. A. Lauderdale, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of General Finance Insurance Securities 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 Ninth day of March, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 10th, 1936.

Section 15, Chapter 154, Laws of 1937. Filed by State Tax Commission as Authorized by Section 27, Chapter 154, Laws of 1937, on January 12, 1938.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BAY OIL COMPANY

1. The corporate title of said company is BAY OIL COMPANY.
2. The names of the incorporators are: Louis P. Samsot, postoffice New Orleans, Louisiana; Robert D. Samsot, postofgice, New Orleans, Louisiana; P. A. Lavedan, postoffice, New Orleans, Louisiana; R. N. Blaize, postoffice, Bay St. Louis, Mississippi; Bidwell Adam, postoffice, Gulfport, Mississippi.
3. The domicile is at Bay St. Louis, Hancock County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $2,000.00 capital stock, all common stock.
5. Number of shares for each class and par value thereof: 200 shares common, at $10.00 per share.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To buy and sell, as wholesaler and retailers, gasoline, kerosene, lubricating oils, greases and other petroleum products such as are generally sold by oil companies; to maintain tanks or stations, depots, filling stations, and to operate the same, and to operate and maintain, buy and sell, delivery trucks and other equipment necessary for the distribution of said products; to lease, buy or sell lands, buildings and equipment used in connection with the handling and sale of said products.
The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.
8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: One Hundred (100).

Louis P. Samsot,
P. A. Lavedan,
R. N. Blaize,
Bidwell Adam,
Incorporators.

Acknowledgement.

State of Mississippi,
County of Harrison.
This day personally appeared before me, the undersigned authority Bidwell Adam, one incorporator of the Corporation known as the Bay Oil Company, who acknowledged that he signed and executed the above abd foregoing articles of incorporation as his act and deed on this the 19th day of February, 1936.
Gaston H. Hewes, Notary Public.
(SEAL)

State of Louisiana,
Parish of Orleans.
This day personally appeared before me, the undersigned authority, Louis P. Samsot, Robert D. Samsot, P. A. Lavedan, incorporators of the corporation known as the Bay Oil Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 20th day of February, 1936.
Max M. Schaumburger, Not. Pub.
(SEAL)

State of Mississippi,
County of Hancock.
This day personally appeared before me, the undersigned authority, R. N. Blaize, one of the incorporators of the corporation known as the Bay Oil Company, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 20th day of February, 1936.
A. A. Scafide, Notary Public.
(SEAL)

Received at the office of the Secretary of State this the 28th day of February, A. D. 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.
Walker Wood, Secretary of State.

Jackson, Miss., February 28th, 1936

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.
Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.
The within and foregoing Charter of Incorporation of Bay 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 second day of March, 1936.
Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 2, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission
as Authorized by Section 15, Chapter
121, Laws of Mississippi 1934 DEC 12 1937

The Charter of Incorporation of

CLAIBORNE OIL AND GAS DRILLING COMPANY

1. The corporate title of said company is Claiborne Oil and Gas Drilling Company.
2. The names of the incorporators are: M. L. Brewer, postoffice Jackson, Mississippi; C. C. Wright, Postoffice, Jackson, Mississippi; W. H. Goward, postoffice, Jackson, Mississippi; R. A. Lipscomb, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock $55,000.00 common stock.
5. The par value of shares is $1.00.
6. The period of existence (not to exceed fifty years) is fifty (50) years.
7. The purpose for which it is created: To acquire, own, convey and sell real estate and oil, gas and mineral leases, rights and royalties on lands not inconsistent with law; to drill wells in search of oil and/or gas; to own, operate and maintain oil and/or gas wells and to produce, sell, convey and transport oil and/or gas. The rights and powers that may be exercised by said corporation is addition to the foregoing are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930, and the Laws of Mississippi amendatory thereof.
8. This corporation may begin business when $2,000.00 capital stock has been paid in.

M. L. Brewer,
C. C. Wright,
W. H. Howard,
R. A. Lipscomb,
Incorporators.

Acknowledgement.

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authorized in and for said county and State, M. L. Brewer, C. C. Wright, W. H. Howard and R. A. Lipscomb, incorporators of the corporation known as the Claiborne Oil and Gas Drilling Company who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 9th day of December, 1935.

Minnie Carr,
Notary Public.

(SEAL)

Received at the office of the Secretary of State this the 7th day of March, A. D. 1936, together with the sum of $120.00 recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., March 7th, 1936

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

Greek L. Rice,
Attorney General.
By W. W. Pierce,
Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Claiborne Oil and Gas Drilling Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Ninth day of March, 1936.

Hugh White,
Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 10, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation of

FILLETTE GREEN & DENT, INC.

First: The corporate title of this corporation is Fillette. Green & Dent, Inc.
Second: The names and post-office addresses of the incorporators are:

Name	Address
T. O. Fillette	Mobile, Alabama.
H. Hilton-Green	Pensacola, Florida.
J. R. Dent,	Gulfport, Mississippi.

THird: The domicile of the corporation is Gulfport, Harrison County, Mississippi.
Fourth: The amount of authorized capital stock is Five Thousand Dollars ($5,000.00). The stock shall be common stock of the par value of Fifty Dollars ($50.00) per share.
Fifth: The period of existence shall be fifty (50) years.
Sixth: The purposes for which the corporation is created are not contrary to the laws of the State of Mississippi, and in addition to the rights and powers conferred by Chapter 100 of the Laws of 1930, includes the following:

The nature of the business and the objects and purposes to be transacted, promoted and carried on are to do any or all of the things therein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

To acquire by purchase, lease, concession or otherwise and to hold, own, operate, conduct and otherwise deal in and deal with lands, farm lands and plantations and buildings, mills, factories, power houses, canning factories, preserving plants, refrigerating plants, warehouses, distributing stations, wholesale and retail establishments and stores, together with the equipment, machinery and other facilities necessary, useful or desirable in connection therewith.

To acquire by purchase or otherwise, build, own, manage, operate, sell, exchange, lease, repair, alter, improve, or otherwise deal in and with ships, boats, vessels and every kind of water craft; to own, hold, sell, or otherwise deal in and with shares or interest therein; to acquire by purchase, lease or otherwise, operate, maintain, use or otherwise deal in and with wharves, docks, piers warehouses and any and all shipping, docking, loading and terminal facilities; to carry on the shipping business, ocean, coast-wise, or inland, and to do any and all things incident or related thereto or deemed necessary, advisable oradvantageous in connection therewith.

To carry on the business of importers and exporters, traders, and merchants and to act as agents, brokers and factors for any person, firm, association, corporation, municipality, state or government; to carry on the business of freighting, elevating, lighterage, storage, wharfage, warehousing, forwarding, docking, receiving, unloading, loading, transferring and handling in any manner, all kinds of goods, wares, merchandise and other commodities; to engage in, conduct and carry on the business of stevedores.

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, exchange, transfer or in any manner dispose of, and to invest, deal in 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 evidnces of indebtedness created by other corporation 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, trade-marks, 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, without limit as to amount, with any person, firm, association or corporation, town, city, county, state, territory or government.

To draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, debentures and other negotiable or transferable instruments.

To issue bonds, debentures, or obligations and to secure the same by mortgage, pledge, deed of trust or otherwise.

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 specified herein shall, except where otherwise expressed, be in no way limited nor restricted by reference to or inference from the terms of any other clause or paragraph of this certificate of incorporation.

The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi.

Seventh: The number of shares of capital stock necessary to be subscribed and paid for before the corporation shall begin business is ten (10) shares.

T. O. Fillette,
J. R. Dent,
H. Hilton Green.

State of Mississippi,
County of Harrison.
Personally appeared before me, the undersigned authority in and for said County and State, J. R. Dent, who acknowledged that he signed, executed and delivered the foregoing instrument on the 24th day of February, 1936.

Irene Hatten, Notary Public.
My commission expires Feb. 14, 1940.

(SEAL)

State of Alabama,
County of Mobile.
Personally appeared before me, the undersigned authority in and for said county and state, H. Hilton-Green, who acknowledged that he signed, executed and delivered the foregoing instrument on

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the 26th day of February, 1936.
(SEAL)

Charles J. Oerting, Notary Public.
My commission expires Aug. 21, 1938.

State of Alabama,
County of Mobile.

Personally appeared before me, the undersigned authority in and for said County and State, T. O. Fillete, who acknowledged that he signed, executed and delivered the foregoing instrument on the 26th day of February, 1936.

Charles J. Oerting, Notary Public.
My commision expires Aug. 21, 1936
(SEAL)

Received at the office of the Secretary of State, this the 2nd day of March, A. D. 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 3rd, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Fillette, Breen & Dent, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Third day of March, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March Third, 1936.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of chancery clerk of Harrison County, Mississippi, dated July 2, 1941. Certified Copy of said decree filed in this office, this July 17, 1941. Walker Wood, Sec'y of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation
of

THE VICKSBURG LITTLE THEATRE GUILD

1. The corporate title of said Company is: THE VICKSBURG LITTLE THEATRE GUILD.
2. The names and post-office addresses of the three members of Company authorized by the organization on its minutes to apply for the charter are:
George Clemens, postoffice, Vicksburg, Miss.; Elizabeth Anderson, Postoffice, Vicksburg, Miss.; Leonard E. Nelson, Postoffice, Vicksburg, Miss.
3. The domicile of the corporation is VICKSBURG, MISSISSIPPI.
4. The amount of authorized capital stock: NONE.
5. The period of existence: FIFTY YEARS.
6. The purposes for which said corporation is created: To stimulate an interest in local, orgginal and other dramatic, literary and musical productions; to give the people of Vicksburg, Mississippi, the opportunity of self-expression in the various phases of dramatic activity; to present amateur productions and to foster professional productions that possess dramatic and artistic merit; to furnish training in acting, stagecraft and playwriting; to provide facilities for the expression of art in the community; and generally, to stimulate an interest in the drama.

The corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all 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 corporation shall have the right to buy, lease or otherwise acquire, hold or dispose of such personal property and real estate as may be necessary or convenient to effectuate the purposes of its organization. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Mississippi Code of 1930.

George R. Clemens,
Elizabeth Anderson,
Leonard E. Nelson.

State of Mississippi,
County of Warren.

Personally came and appeared before me, the undersigned authority in and for the State and County aforesaid, the within named George Clemens, Elizabeth Anderson and Leonard E. Nelson, three Members of the unincorporated Company, The Vicksburg Little Theatre Guild, authorized by said Company or organization on its minutes, to apply for this charter, each of whom acknowledged that he or she signed, executed and delivered the foregoing instrument of writing on this the 14th day of February, 1936.

Given under my hand and official seal this the 14th day of February, 1936.
(SEAL)
Bertha Anderson, Notary Public.

Minutes of Special Meeting of Vicksburg Little Theatre Guild held on Thursday, February 13, 1936.

Be It Remembered, that, on the 13th day of February, 1936, the members of the Vicksburg Little Theatre Guild met, held and concluded a special meeting at the playhouse or Little Theatre Building in Vicksburg, Mississippi, at 8 o'clock, P.M., after due and actual notice of the call, time, place and purpose of said meeting was given to each and all of the members more than seven days prior to said meeting; that said meeting was called for the specific purpose of considering the advisablility of taking action to incorporate said organization into a non-profit corporation; when and where, there were present more than a sufficient number of members in good standing to constitute a quorum as provided by the Constitution and By-Laws of said unicorporated non-profit organization, the Vicksburg Little Theatre Guild,.

Said meeting was duly called to order by the President, Mr. George Clemens. The purpose of the meeting was discussed and considered at length, after which upon the motion of Mr. Joe Compton, duly seconded, a vote was taken upon the question of authorizing and directing George Clemens, Elizabeth Anderson and Leonard Nelson, three members of the organization to make application on behalf of the company to the Secretary of state of the state of Mississippi, for a charter of incorporation as a non-profit corporation, which motion or question was unanimously adopted and passed.

On motion, the meeting adjourned.

In witness whereof, I have made, signed and sworn to the foregoing copy of the minutes and proceedings of said meeting on this the 14th day of February, 1936.
Elizabeth Anderson, Secretary.

Approved: George R. Clemens, President.

State of Mississippi,
Warren County.

Personally came and appeared before me, the undersigned authority in and for the County and State aforesaid, Elizabeth Anderson, who states on oath that she is the Secretary of the Vicksburg Little Theatre Guild, and that she does hereby certify that the above and foregoing instrument of writing is a true copy of the minutes of the special meeting of said organization held on February 13, 1936.
Elizabeth Anderson.

Sworn to and subscribed before me this 14th day of February, 1936.
(SEAL)
Bertha Anderson, Notary Public.

Received at the office of the Secretary of State, this the 3rd day of March, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.
Walker Wood, Secretary of State.

Jackson, Miss., March 3rd, 1936.

I have examined this charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.
Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of The Vicksburg Little Theatre Guild is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Third day of March, 1936.
Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: March

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Charter of Incorporation of

THE TRIANGLE

1. The corporate title of said company shall be "The Triangle."
2. The names and post-office addresses of the incorporators are:
   1. Glenn G. Phipps, Postoffice address, Meridian, Mississippi.
   2. Mrs. Lillian Phipps, Postoffice address, Meridian, Mississippi.
3. The domicile of the corporation in this state is Meridian, Mississippi.
4. The amount of authorized capital stock is $2,000.00.
5. The number of shares of which such capital stock shall consist is as follows: Two hundred (200) shares Common Stock, having a par value of $10.00 per share, with no restrictions, and with all privileges usual to such stock.
6. The period of existence of the said corporation (not to exceed fifty years) is: Fifty years.
7. The purposes for which the corporation is created are to engage generally in the business of restaurant operation, to engage in the raising of foodstuffs for sale in restaurants, to engage in the raising of poultry for sale in restaurants, to dispose of the surplus produce and poultry so raised in such manner as it sees fit, to buy and sell food, beverages, and to engage in all transactions usual to the business of restaurant operation, and the business of operating a produce and poultry business for furnishing the restaurant business with foodstuffs for public consumption. The said corporation has in addition thereto all the rights and powers conferred by Chapter 100, Mississippi Code of 1930.
8. The corporation may commence business when the full Two Hundred (200) shares of stock shall have been sunscribed and paid for.
9. The management of the corporation shall be vested in the board of directors.
10. The first meeting of the incorporators shall be held on two days notice in writing of the time and place given by one of the said incorporators to the other.

Glen G. Phipps,
Mrs. Lillian Phipps,
Incorporators.

State of Mississippi,
Lauderdale County.

Personally appeared before me, the undersigned authority in and for said County and State Glenn G. Phipps, and Mrs. Lillian Phipps, who, each, acknowledhed that he executed the foregoing charter of incorporation on the 6 day of March, 1936.

Given under my hand and seal this 6 day of March, 1936.

(SEAL)

Mary Hart,
Notary Public, Lauderdale County,
Mississippi.

Received at the office of the Secretary of State, this the 7th day of March, A. D. 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 11th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of The Triangle is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 12th day of March, 1936.

Hugh White.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 12th, 1936.

This corporation dissolved and its Charter surrendered to the State of Mississippi by decree of Chancery Court of Lauderdale County, Mississippi, dated May 22, 1940. Certified copy of said decree filed in this office, this May 24, 1940. Walker Wood, Secretary of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to Charter of Incorporation
of
HANCOCK COUNTY BANK, BAY ST. LOUIS, MISSISSIPPI

The Charter of Incorporation of Hancock County Bank, Bay St. Louis, Mississippi, is hereby amended in the following particulars:

The Capital Stock of the Corporation is increased in the sum of $250,000.00 by the issuance of $250,000.00 Preferred Stock under the provisions of Section 52 of Chapter 146 of the Laws of 1934, and the authorized Common Capital of the Corporation is contemporaneously reduced from $240,000.00 to $60,000.00, under the provisions of Section 9 of Chapter 146 of the Laws of 1934, making the total capital of the Corporation $310,000.00, $250,000.00 of which is Preferred Stock, divided into 3125 shares of the par value of $80.00 per share, and $60,000.00 of which is Common Stock, divided into 1500 shares of the par value of $40.00 per share, as authorized by resolution of the stockholders of Hancock County Bank passed on January 9th, 1935, a certified copy of which is hereto attached, such stock, Common and Preferred, to be subject to the rights and privileges as provided in the attached resolution of the shareholders.

Witness our signature and seal, this February 15th, 1936.

HANCOCK COUNTY BANK, BAY ST. LOUIS, MISSISSIPPI.
By Leo W. Seal,
R. C. Engman,
E. J. Gex,
Carl Marshall,
R. J. Ladner,
Directors.

(SEAL OF BANK)

State of Mississippi,
County of Hancock.

Before me, the undersigned Notary Public in and for the County and State aforesaid, personally appeared Leo W. Seal, R. C. Engman, R. J. Ladner, Carl Marshall, and E. J. Gex, Directors of Hancock County Bank, Bay St. Louis, Mississippi, who acknowledged that they signed, sealed and delivered the foregoing Charter Amendment for, and on behalf of said bank, on the day and year therein shown.

Given under my hand and official seal, this the 24th day of February, 1936.

A. A. Scafide, Notary Public.

Suggested Form of Amendments to Articles of Incorporation for continuing Mississippi State Banks and Trust Companies issuing one class of Preferred Stock.

Proposed Amendments to Articles of Incorporation of

HANCOCK COUNTY BANK
(Name of Bank)

Bay St. Louis, (City) Hancock (County) Mississippi (State)

Resolved, First, that the capital of this Corporation be increased in the sum of $250,000.00 by the issuance of $250,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital of the Corporation $310,000.00, of which $250,000.00 is preferred and $60,000.00 is common stock.

Resolved, Second, that the articles of Incorporation be amended by striking out all of Article V, also that part of Article IV which reads: "which said directors shall elect from their number a President and Vice Presidents, and also elect a Casher" and by inserting in place thereof the following:

Article IV. "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

Resolved, Third, that the articles of Incorporation be further amended by striking out Articles III and inserting in the place thereof the following:

Article III. (1) Amount, classes and shares of capital stock.---The amount of capital stock of the Corporation shall be $310,000.00 divided into classes and shares as follows:

(a) $250,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 3,125 shares of the par value of $80.00 (1) each; and

(1) The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation.

(b) $60,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second and third paragraphs of section 4 of this Article III) divided into 1,500 Shares of the par value of $40.00 each.

(2) Assessability of stock.---The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.---The holders of preferred stock, inpreference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this Article III) accruing after Jan. 9th, 1935 (2), (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including March 31, 1939, at the rate of four percent per annum of the par value thereof, and thereafter at the rate of five per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such shares; provided, however, that, in case of any share of such stock issued after February 1, 1935 , such dividends shall accrue on such share from the February 1 or August 1, as the case may be, next preceding the date of issuance thereof. Such dividend shall be cumulative so that if dividends at the full rate required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.---Dividends or other distributions, whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this Article III) accruing after the Recapitalization Date.

If any call or purchase for retirement of preferred stock pursuant to the provisions of sections 8 or 9 of this Article III would reduce the outstanding capital of the Corporation below the minimum amount at the time required by law, the Board of Directors, prior to or simultaneously with such retirement, shall declare on the common stock out of net profits of the Corporation accruing after the Recapitalization Date, a dividend in an amount equal to the sum required to maintain the capital of the Corporation at such minimum amount after giving effect to such retirement, such dividend to be payable in shares of common stock which shall be issued (without any action on

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the part of the holders of stock of any class

(2) Insert date on which Articles of Incorporation amended by shareholders.
(3) Insert the February 1 or August 1 next succeeding the proposed date of purchase of preferred stock.

or on the part of the Superintendent of Banks) pro rata to the holders of common stock.

(5) Determination of net profits.---For the purpose of this Article III, the net profits or net loss (as distinguished from usage of tersm "net profits" and "net loss" in reports required by the Superintendent of Banks) of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period:

(a) All expenses for such period;

(b) All interest accrued during such period;

(c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the Superintendent of Banks for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves;

(d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same;

(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending June 30, 1935, shall be required by reason of any charge-offs or write-downs of assets or transfers to reserves made during said period on account of losses sustained on or prior to the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits.---As long as any shares of preferred stock are outstanding the Corppration, on each February 1 and August 1, shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be;

(4) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this Article III) of a sum equal to forty per cent of the remainedr, if any, of such net profits; provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time putstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever; provided, further, however, that unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund except from such net profits as may have accrued from and after December 31, 1935;

Subject to compliance with the provisions of Section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this Article III.

(7) Limitations on retirement of stock.---Except with the approval of the Superintendent of Banks no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $320,000.00 (5) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase.----Subject to the provisions of section 7 of this Article III, whenever the balance in the preferred stock retirement fund shall amount to as much as $5,000.00 (6), the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in suvh fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this Article III, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law.

(5) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.

(6) This figure will be fixed by Reconstruction Finance Corporation.

Subject to the provisions of section 7 of this Article III, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

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(9) Retirement of preferred stock by call---Subject to the provisions of section 7 of this Article III, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time, pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, and provided always that the capital shall in no event be reduced below the minimum amount required by law, by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement. At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be cancelled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation, etc.---By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the Superintendent of Banks and such other conditions as at the time may be required by law---

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article III in connection with the retirement of shares of preferred stock;

(b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock;

(c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;

(d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outsyanding;

(e) The Corporation may be consolidated or merged into or with any other bank;

(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan or reorganization of the Corporation may be carried into effect---Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article III and the fair value of the assets of the Corporation as determined by the Superintendent of Banks shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the Superintendent of Banks.

(11) Preemptive rights.---In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights.---(a) Except as otherwise provided in sections 10 and 13 of this Article III and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in subparagraph (2) of section 13 of this Article III, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights.---If at any time the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding---

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(a) The Corporation shall be in arrears in the payment of as many as two-semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this Article III) on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or

(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the Superintendent of Banks, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or

(d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation---

then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the Superintendent of Banks, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Recosnstruction Finance Corporation, replaced with a director, officer, or employee, satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation, under such conditions as may be provided by law.

(14). Rights of preferred stock on liquidation.---In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an emount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or delcared, accrued to the date pf payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

Article V. (a) Officers.---The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and, subject to the provisions of sub-paragraphs (1) and (2) of section 13 of Article III hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand.

(b) Powers of Board of Directors.---The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

Article IX. Special meetings of shareholders.---Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

Resolved, Fourth, that each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

Resolved, Fifth, that the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisbale.

At a meeting of the shareholders of Hancock County Bank, Bay St. Louis, Mississippi, held on
(Name of Bank) (City) (STate)
January 9th, 1935, 9 days notice of the proposed business having been given by registered mail, all of the foregoing resolutions were adopted by the following vote, the affirmative vote representing 57% of the total number of shares of capital stock outstanding.

Total number of shares of capital stock	1,500
Total number of shares represented at the meeting	855
Total number of shares voted in favor of the resolution	855
Total number of shares voted against the resolution	0

I hereby certify that this is a true and correct report (a) of the number of days notice, given by registered mail, of the meeting of shareholders of this bank held on the date above mentioned;

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(b) of the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the shareholders voting therefor and the number of shares voted by each is on file in the bank; (e) that voting permits were procured from the Federal Reserve Board by such holding company affiliates of this bank as voted at said meeting the stock of this bank owned by such holding company affilaites; (f) that no shares of stock of this bank owned by this bank were voted at said meeting; (g) that no shares of stock held by this bank as sole trustee were voted at said meeting; and (h) that no shares of stock of this bank held by this bank as co-trustee were voted at said meeting by this bank; and (i) that no director, other officer or employee acted as proxy at said meeting.

S. L. Engman,
Vice-President & Cashier.

(SEAL OF BANK)

Subscribed and sworn to before me this 12th day of January, A. D. 1935,
A. A. Scafide, Notary Public.

(SEAL OF NOTARY)

Department of Bank Suoervision,
State of Mississippi,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have exemined the proposed amendment to the Charter of Incorporation of Hancock County Bank, Bay St. Louis, Mississippi, wherein it is proposed to increase the capital stock of said bank in the sum of $250,000.00 by the issuance of $250,000.00 preferred stock under the provisions of Section 52 of Chapter 146 of the Laws of Mississoppi for the year 1934, and to reduce the common capital thereof contemporaeously from $240,000.00 to $60,000.00 under the provisions of Section 9 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, making the total capital of Hancock County Bank $310,000.00, $250,000.00 of which is preferred stock divided into 3125 shares of the par value of $80.00 per share, and $60,000.00 of which is common stock divided into 1500 shares of the par value of $40.00 per share, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 28th day of February, 1936.

M. D. Brett, State Comptroller.

(SEAL OF DEPARTMENT)

Received at the office of the Secretary of State , this the 2nd day of March, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 3rd, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Department,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Hancock County Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Third day of March, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 3rd, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Proposed Amendment to the Articles of Incorporation of

COLUMBINE KNITTING MILLS, INC.

Resolved First, that the capital stock of this Corporation be decreased to the sum of $15,000.00 by the cancellation and surrender of all the outstanding common stock of the par value of $100.00 per sharem and the issuance in the place thereof, (a) of $10,000.00 cumulative preferred stock; and (b) 250 shares of common stock of no par value, subject to increase at any time by the issuance of additional stock not exceeding 250 shares.

Resolved Second, that the Articles of Incorporation be amended by striking out Article 4 and inserting in the place thereof the following:

(1) Amount, classes and shares of capital stock.---The amount of the capital stock of the Corporation shall be $15,000.00 divided into classes and shares as follows: (a) $10,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 100 shares of the par value of $100.00 each; (b) 250 shares of common stock of no par value, actually sold to the shareholders for $10.00 per share, with the right to issue additional common stock of no par value to the amount of 250 shares to be offered to the stockholders on a pro rata basis and to be sold for a sum equivalent to $10.00 per share.

(2) Dividends on Preferred Stock.---The holders of preferred stock in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors out of the net profits of the Corporation accruing after February 19, 1936, cash dividends at the rate of 5% per annum of the par value thereof, and no more, payable on the 1st day of July and the 1st day of January of each and every year that such preferred stock shall remain outstanding. Such dividends shall be cumulative, so that if dividends at the full rate required by this section to be paid on the preferred stock, shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock or otherwise shall be declared, ordered, set apart, paid or made in respect of the common stock.

(3) Retirement of Preferred Stock by Call.--The Board of Directors may at any time that the preferred stock shall be outstanding retire the same as a whole, or from time to time, in part, pro rate, to the holders thereof, by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued but unpaid dividends thereon, whether or not earned or declared, accrued to the date of such retirement.

(4) Guaranty of Preferred Stock.---Each share of preferred stock issued hereunder shall be guaranteed personally by H. L. White of Columbia, Mississippi, that is to say, the said guarantor shall and does guarantee the retirement of said stock in full within five (5) years from the date of the issuance thereof through the payment to the holders thereof by the Columbine Knitting Mill of the par value of such stock together with all accrued but unpaid dividends.

(5) Voting Rights.----In all election of directors, each holder of stock of any class shall have the right to participate in the election of directors for the corporation. The holders of common stock of no par value shall have the right to cast one vote foe each number of shares owned by such holder. Each holder of preferred stock shall have the right to cast four votes for each share of such stock owned by such holder.

Resolved Third, that the Articles of Incorporation be further amended by striking out Article 5 and inserying in the place thereof the following:

Number of Shares for each class and par value thereof.---(a) 100 shares of cumulative 5% preferred stock of the par value of $100.00 per share. (b) 250 shares of no par value common stock sold to the shareholders at $10.00 per share, with the right to issue additional common stock of no par value to the amount of 250 shares to be offered to the stockholders on a pro rata basis and to be sold for a sum equivalent to $10.00 per share.

At a meeting of the shareholders of Columbine Knitting Mills, Inc. of Columbia, Mississippi, held on February 19, 1936, at which all shareholders had been duly notified and all of which were represented either in person or by proxy, the foregoing Resolutions were adopted by a unanimous vote.

I hereby certify that the above and foregoing is a true and correct copy of Resolutions unanimously passed at a meeting of the shareholders of Columbine Knitting Mills, Inc. held on the 19th day of February, 1936.

In Witness Whereof I have hereunto set my hand and the Seal of the Corporation on this the 20th day of February, A. D. 1936.

Attest: R. D. Ford, President.
W. R. Carbrey, Secretary.
(SEAL)

Subscribed and sworn to before me this the 20th day of February, A. D. 1936.
(SEAL) Hattie F. Robertson (nee Ford)
Notary Public.

Received at the office of the Secretary of State, this the 12th day of March, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.
Walker Wood, Secretary of State.

Jackson, Miss., March 13th, 1936.

I have examined this Amendment of charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.
Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Columbine Knitting 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 Thirteenth day of March, 1936.
Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 14th, 1936.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934

4/18/41

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Amendment of Correction to Articles of Incorporation
of

THE NEWHEBRON STATE BANK
Newhebron, Lawrence County, Mississippi.

Whereas, heretofore on the 4th day of March, 1935, the stockholders of The Newhebron State Bank, Newhebron, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

Whereas, said Amendments are incomplete and incorrect and it is necessary and for the best interests of this Bank, that said Amendments be corrected and completed; it is therefore

RESOLVED, that regardless of any omissions, errors or defects in said Amendments or in the corporate proceedings connected therewith, all action taken by the stockholders, Officers and Agents of this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted March 4, 1935, to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, for use thereof in the operation of the Bank and the issuance and sale of the Preferred Stock authorized thereunder, be and the same are hereby and in all things ratified and confirmed. And

It is Further Resolved that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders on the 4th day of March, 1935, the Articles of Incorporation as amended, be amended as follows:

1. By striking out of said amendments all of Resolved Second and inserting in place thereof the following:

Resolved Second, That the Articles of Incorporation be amended by inserting therein an article to be designated and numbered as Article 7 reading as follows:

"Article 7. The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

2. By inserting in the first line of Resolved Third of said amendments the figure "4" to indicate the article, or paragraph, stricken from the charter, and by designating as "Article 4" the article inserted in the charter by Resolved Third and by inserting throughout said amendments the figure "4" wherever reference is made therein to Article 4.

3. By designating and numbering as "Article 8" and "Article 9" respectively, the articles inserted in the charter by said amendments, entitled "(a) Officers" and "Special meetings of shareholders."

At a meeting of the shareholders of The Newhebron State Bank, Newhebron, Mississippi, held on February 24th, 1936, being an adjournment of the Special meeting held on February 17, 1936, 10 days notice of said Special meeting and the proposed business having been given by mail, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of Preferred stock outstanding and at least two-thirds of the total number of shares of Common Stock outstanding.

Total number of shares of Preferred Stock outstanding.....200
Total number of shares of Preferred Stock represented at the meeting..200
Total number of shares of Preferred Stock voted in favor of the Resolutions.....200
Total number of shares of Preferred Stock voted against the resolutions.....NONE
Total number of shares of Common Stock outstanding.....200
Total number of shares of Common Stock represented at the meeting.....195
Total number of shares of Common Stock voted in favor of the resolutions.....195
Total number of shares of common stock voted against the resolutions.....NONE

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

Jefferson D. Riley, President.

(SEAL OF BANK)

Subscribed and sworn to before me this 27 day of February, A. D. 1936.

Mamie Hutchins, Notary Public.

(SEAL OF NOTARY)

My commission expires 3/26/36

Department of Bank Supervision,
State of Mississippi,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Newhebron State Bank, Newhebron, Mississippi, amending a former amendment of the Charter of Incorporation of said Bank under which the issuance of preferred stock was authorized, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision on this the 2nd day of March, 1936.

M. D. Brett, State Comptroller.

(SEAL OF DEPARTMENT)

Received at the office of the Secretary of State, this the 2nd day of March, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 3rd, 1936.

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

Greek L. Rice, Attorney General.
By W.W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Newhebron State Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Third Day of March, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 3, 1936.

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Amendment of Correction to
Articles of Incorporation of

THE CLEVELAND STATE BANK
Cleveland, Bolivar County, Mississippi

Whereas, heretofore on the 5th day of January, 1935, the stockholders of The Cleveland State Bank, Cleveland, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

Whereas, said Amendments are incomplete and incorrect and it is necessary and for the best interests of this Bank, that said Amendments be corrected and completed; it is therefor

Resolved, that regardless of any omissions, errors or defects in said Amendments or in the corporate proceedings connected therewith, all action taken by the stockholders, officers and agents of this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted January 5, 1935, to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, the use thereof in the operation of the Bank and the issuance and sale of the Preferred Stock authorized thereunder, be and the same are hereby and in all things ratified and confirmed. And

It is Further Resolved that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders on the 5th day of January, 1935, the Articles of Incorporations as amended, be amended as follows:

By striking out of said amendments, all of Resolved Second and inserting in the place thereof the following:

"Resolved Second, That the Articles of Incorporation be amended by inserting therein an article to be designated and numbered as 'Article 5' reading as follows:

'Article 5. The Board of Directors shall consist of such number of shareholders not less than five nor more than twenty-five, as from time to time shall be determined by a majority of votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of Business."

2. By inserting in Resolved Third of said amendment in the blank space following the word "articles," the figures "4 and 5" to indicate the articles stricken from the original charter, and designating and numbering as "Article 4" the article inserted in the charter by said amendments entitled "(1) Amount, classes and shares of capital stock" and inserting throughout said amendment the figure "4" wherever reference is made therein to Article 4.

3. By designating and numbering as "Article 9" and "Article 10", respectively, the articles inserted in the Charter by said amendments entitled "(a) Officers" and "Special meetings of shareholders."

At a Special meeting of the shareholders of The Cleveland State Bank, Cleveland, Mississippi, held on February 27, 1936, 10 days' notice of the proposed business having been given by mail, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of Preferred Stock outstanding and at least two-thirds of the total number of shares of Common stock outstanding.

Total Number of shares of Preferred stock outstanding	500
Total number of shares of Preferred stock represented at the meeting	500
Total number of shares of Preferred stock voted in favor of the resolutions	500
Total number of shares of Preferred stock voted against the resolutions	NONE
Total number of shares of Common Stock outstanding	500
Total number of shares of Common Stock represented at the meeting	414
Total number of shares of Common Stock voted in favor of the resolutions	414
Total number of shares of Common Stock voted against the resolutions	NONE

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

Edgar Brown, President.

(SEAL OF BANK)

Subscribed and sworn to before me this 9 day of March, A. D. 1936.

C. J. Craggs, Notary Public.

(SEAL OF NOTARY)

Department of Bank Supervision,
State of Mississippi,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of The Cleveland State Bank, Cleveland, Mississippi, wherein certain corrections are made in a former amendment of the Charter of Incorporation of said Bank under which the issuance of preferred stock was authorized, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision this the 10th day of March, 1936.

M. D. Brett, State Comptroller.

(SEAL OF DEPARTMENT)

Received at the office of the Secretary of State, this the 10th day of March, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 11th, 1936.

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

Greek L. Rice,
Attorney General.

By W. W. Pierce,
Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of The Cleveland State Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 12th day of March, 1936.

Hugh White,
Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 12th, 1936.

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Amendment of Correction
to
Articles of Incorporation
of
MAGNOLIA BANK
Magnolia, Pike County, Mississippi

Whereas, heretofore on the 28th day of December, 1934, the stockholders of the Magnolia Bank, Magnolia, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

Whereas, said amendments, except that part or paragraph thereof and designatod therein as "Resolved First" are incomplete and incorrect and do not set forth the facts and substance intended by the stockholders to be shown therein and do not meet the agreed requirements of the purchasers of said Preferred Stock; and

WHEREAS, paragraph or article 4 of the original Charter which pertains to the Board of Directors, should have been stricken out of said original Charter and the new article pertaining to Directors inserted in the place thereof, but through oversight said original article was not stricken out; and

Whereas, paragraph or Article 3 of the original Charter relating to the capitalization of the Bank should have been stricken therefrom, but which article through oversight was not so stricken, and also the article reference numbers were not inserted in said Amendments, nor were the new articles relating to "Officers" and "Special meetings of shareholders" identified by giving them specific article numbers; and

Whereas, it is necessary and for the best interests of this Bank that said Amendments be corrected and completed, and the action of the stockholders, officers, and agents of the Bank in issuing Preferred Stock be ratified and confirmed; it is therefore

Resolved, that regardless of any omissions, errors or defects in said Amendments or in the corporate proceedings connected therewith, all action taken by the Stockholders, officers and agents of this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted December 28th, 1934 to be certified to and approved by the Superintendent of Banks, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, the use thereof in the operation of the Bank and the issuance and sale of the Preferred Stock authorized thereunder, be and the same are hereby and in all things ratified and confirmed. And

Be It Further Resolved that for the purpose of correcting and completing the said amendments heretofore adopted by the stockholders on the 28th day of December 1934, all of said amendments, except that part or paragraph thereof and designated therein as "Resolved First," (which part or paragraph is hereby ~~xxxx~~ specifically retained), be, and the same are hereby stricken out, and in lieu thereof there is hereby inserted the following:

Resolved Second, that under the provisions of Chapter 146 of Acts of 1934, the common capital stock of this Corporation be reduced in the sum of $25,000.00, leaving the total common capital, after said reduction $25,000.00.

Resolved Third, that no distribution of assets shall be made to the shareholders of the Corporation by reason of the reduction of the common capital stock of the Corporation, but a sum equal to the amount of said reduction shall be used to charge off or write down losses, substandard and/or non-acceptable assets and/or shall be transferred to surplus or undivided profits in accordance with the requirements of the Federal Reserve Board and/or the Superintendent of Banks.

Resolved Fourth, that the Articles of Incorporation be amended by striking out Paragraphs or Article 4 (Directors) and inserting in place thereof the following:

Article 4. "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes by which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

Resolved Fifth, that the Articles of Incorporation be further amended by striking out Paragraph or Article 3 (Capital) and inserting in the place thereof the following:

Article 3. (1) Amount, classes and shares of capital stock.---The amount of capital stock of the corporation shall be $60,000.00 divided into classes and shares as follows:

(a) $35,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 560 shares of the par value of $62.50 each; and

(b) $25,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second and third paragraphs of section 4 of this Article 3) divided into 500 shares of the par value of $50,00 each.

(2) Assessability of stock.---The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.---The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this Article 3) accruing after December 28th, 1934 (2), (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including March 31, 1939, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter at the rate of five per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share; provided, however, that, in the case of any share of such stock issued after February 1, 1935 (3) such dividends shall accrue on such share from the February 1 or Agust 1, as the case may be, next preceding the date of issuance thereof. Such dividends shall be cumulative so that if dividends at the full rate required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.---Dividends or other distributions, whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this Article 3) accruing after the Recapitalization Date.

(5) If any call or purchase for retirement of preferred stock pursuant to the provisions of sections 2 or 3 of this Article 3 would reduce the outstanding capital of the Corporation below the minimum amount at the time required by law, the Board of Directors, prior to or simultaneously with such retirement, shall declare on the common stock out of net profits of the Corporation accruing after the Recapitalization Date, a dividend in an amount equal to the sum required to maintain the capital of the Corporation at such minimum amount after giving effect to such retirement, such dividend to be payable in shares of common stock which shall be issued (without any action on the part of the holders of stock of any class

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date on which Articles of Incorporation amended by shareholders.

Insert the February 1 or August 1 next succeeding the proposed date of purchase of preferred stock.

on the part of the Superintendent of Banks) pro rata to the holders of common stock.

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(5) Determination of net profits.---For the purpose of this Article 3, the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the Superintendent of Banks) of the Corporation shall be determined ~~shall be determined~~ for each six months' period ending December 31 or June 30 by deducting from the gross earnings from all sources for such period:

(a) All expenses for such period;

(b) All interest accrued during such period;

(c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, unidivided profits or surplus) for such period (including all chargeoffs, write-downs and transfers to reserves requested by the superintendent of Banks for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves;

(d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same;

(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending December 31st, 1934 (4), shall be required by reason of any charge-offs or write-downs of assets or transfers to reserves made during said period on account of losses sustained on or prior to the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits.---As long as any shares of preferred stock are outstanding the Corporation, on each February 1 and August 1, shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 and June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be;

(4) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this Article 3) of a sum equal to forty per cent of the remainder, if any, of such net profits; provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever; provided, further, however, that unless otherwise selected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund except from such net profits as may have accrued from and after December 31, 1935;

Subject to compliance with the provisions of Section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this Article 3.

(7) Limitations on retirement of stock.---Except with the approval of the Superintendent of Banks no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $71,000.00 (5) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase.---Subject to the provisions of section 7 of this Article 3, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000.00 (6) the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this Article 3, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law.

(5) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock. (6) This figure will be fixed by Reconstruction Finance Corporation.

Subject to the provisions of section 7 of this Article 3, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call.---Subject to the provisions of section 7 of this Article 3, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the putstanding preferred stock as a whole, or from time to time in part, pro rata, or by lot in such equitable manner as to carry out the purpose of this section 9 as the Board of directors of the Corporation in its discretion shall from time to time determine, and provided always that the capital shall in no event be reduced below the minimum amount required by law, by paying for each share to be retired a retirement price equal to the par value thereof

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plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement. At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form, and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificates are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in the payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate.All shares so retired shall be canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock; Amendments of Articles of Incorporation, etc.---By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the superintendent of Banks and such other conditions as at the time may be required by law---(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shers of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 3 in connection with the retirement of shares of preferred stock; (b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law, provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock; (c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches; (d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding; (e) The Corporation may be consolidated or merged into or with any other bank; (f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; (g) The Corporation may go into voluntary liquidation; and (h) Any plan or reorganization of the Corporation may be carried into effect---Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article 3 and the fair value of the assets of the Corporation as determined by the Superintendent of Banks shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the Superintendent of Banks.

(11) Preemptive rights.---In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights.---(a) Except as otherwise provided in sections 10 and 13 of this Article 3 and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him. (b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to the shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit. (c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled. (d) At any time while the votes of the preferred stock are increased as provided in paragraph (12) of this section 12 or in sub-paragraph (2) of section 13 of this Article 3, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13). Other voting rights.---If at any time while the Reconstruction Finance Corporation shall hold less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding---(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or (b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this Article 3) on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number if calendar years which shall have elapsed since January 1, 1936; or (c) The fair value of the assets of the banking corporation as determined by examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each clanedar year if the Reconstruction Finance Corporation shall so elect), or as determined by the Superintendent of Banks, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or (d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation within thirty after written notice from Reconstruction Finance Corporation of the existence of any of said

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conditions and so long as any of said conditions in (a),(b),(c) and (d) above shall continue: (1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding. (2) In case Reconstruction Finance Corporation, with the approval of the Superintendent of Banks, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee, satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled. (3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934. (4) The Corporation shall not incurr indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation, under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation.---In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

Article 7. (a) Officers.---The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and, subject to the provisions of sub-paragraphs (1) and (2) of section 13 of Article 3 hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand. (b) Powers of Board of Directors.---The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

Article 8. Special meetings of sharholders.---Except as otherwise specificially provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors, or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

Resolved, Sixth, that each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

Resolved Seventh, that the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a special meeting of the shareholders of Magnolia Bank, Magnolia, Mississippi, held on February 7th, 1936, 10 days notice of the proposed business having been given by mail, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of Preferred Stock outstanding and at least two-thirds of the total number of shares of Common Stock outstanding: Total number of shares of Preferred Stock outstanding 560; Total number of shares of Preferred Stock represented at the meeting 560; Total number of shares of Preferred Stock voted in favor of the Resolutions 560; Total number of shares of Preferred Stock voted against the Resolutions None. Total number of shares of Common Stock outstanding 500; Total number of shares of Common Stock represented at the meeting 414; Total number of shares of common stock voted in favor of the resolutions 414; Total number of shares of common stock voted against the resolutions None.

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

(SEAL) C. L. Lampton, President.

Subscribed and sworn to before me this 7th day of February, A. D. 1936.

(SEAL OF NOTARY) Eunice T. Pounds, Notary Public.

Department of Bank Supervision, State of Mississippi, Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Magnolia Bank, Magnolia, Mississippi, wherein certain corrections are made in a former amendment of the Charter of Incorporation of said Bank under which the issuance of preferred stock was authorized, and I do hereby approve the proposed amendment. Given under my hand and the seal of the Department of Bank Supervision, this the 7th day of March, 1936.

(SEAL) M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 7th day of March, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 11th, 1936.

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

Greek L. Rice, Attorney General.

By W. W. Pierce, Assistant Attorney General.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Magnolia Bank is hereby approved.

In testimony whereof I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 12th day of March, 1936.

Hugh White, Governor.

By March 12, 1936

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TO THE SECRETARY OF STATE OF THE STATE OF MISSISSIPPI

The Gulf Transport Company proposes and presents hereby an amendment of its Charter of Incorporation granted to it under date of February 18, 1936, to increase its authorized capital stock from $,000.00 to $10,000.00, such amendment to be effected by changing paragraph 4 of its said Charter to read as follows:

"4. Amount of capital stock and particulars as to class or classes thereof: Ten Thousand ($10,000) Dollars, all common of the same class."

There is attached hereto and submitted herewith, as required by Section 4144 of the Mississippi Code of 1930, a certified copy of resolutions adopted at a special meeting of the stockholders of the said Company, at which meeting the holders of all the outstanding stock were present in person or by proxy.

This the 24th day of March, 1936.

Gulf Transport Company

Attest: Kenneth D. Horton, Secretary. By F. M. Hicks, President.

State of Mississippi
County of Hinds.

This day personally appeared before me the undersigned authority, in and for the said County and State, K. D. Horton, known by me to be the Secretary of Gulf Transport Company, a corporation chartered under the laws of the State of Mississippi and domiciled at Jackson, Mississippi, who acknowledged that as such Secretary he signed the above and foregoing instrument of writing on the day and year and for the purposes therein mentioned.

Witness my hand and official seal this 24th day of March, 1936. F. W. Bradshaw, Notary Public.

(S E A L)

RESOLVED, That paragraph 4 of the Charter of Incorporation of this Company be and it is hereby amended, subject to the action of the State of Mississippi thereon, so as to make the said paragraph read as follows:

"4. Amount of capital stock and particulars as to class or classes thereof:
Ten Thousand ($10,000) Dollars, all common of the same class."

FURTHER RESOLVED, That the Secretary of this Company be and he is hereby authorized and directed to prepare and present to the Secretary of State of the State of Mississippi this proposed amendment, together with certified copy of these resolutions, as required by Section 4144 of the Mississippi Code of 1930.

The undersigned, Secretary of the Gulf Transport Company, does hereby certify that the foregoing resolutions was duly adopted on the 24th day of March, 1936, at a meeting of the stockholders of said Company regularly called and duly constituted and at which all the stockholders of the said Company were present.

Witness my hand and the seal of said corporation this 24th day of March, 1936.

Kenneth D. Horton, Secretary. (SEAL)

Received at the office of the Secretary of State this 27th day of March, 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi, March 27, 1936.

I have examined this proposed amendment of the Charter of Gulf Transport Company, and am of the opinion that it is not violative of the Constitution and laws of this State, of of the United States.

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
Executive Office, Jackson.

The within and foregoinf Amendment to the Charter of Incorporation of Gulf Transport Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirtieth day of March, 1936. Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: April 1, 1936.

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The Charter of Incorporation of
CLAIBORNE COUNTY DEVELOPMENT CORPORATION

1: The corporate title of said Company is: Claiborne County Development Corporation.
2: The names of the incorporators are: B. B. ~~Williams~~ Martin, postoffice, Vicksburg, Mississippi; D. H. Williams, postoffice, Vicksburg, Mississippi; R. L. Dent, postoffice, Vicksburg, Mississippi.
3. The domicile is at Port Gibson, Mississippi.
4: Amount of capital stock and particulars as to class or classes thereof: Ten Thousand Dollars ($10,000.00) Common Stock, represented by ten thousand (10,000) shares of the par value of One Dollar ($1.00) each.
5: Number of shares for each class and par value thereof: Ten Thousand (10,000) shares of Common Stock of the par value of One Dollar ($1.00) each.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To acquire, own, work, lease, mortgage, sell and dispose of, gas and oil lands, royalties and leases, and any and all other interest therein, and to explore, drill and develop the same; to pump, drill, pipe, refine, amalgamate and prepare for market gas and oil for all kinds, including compounds, derivatives and by-products, and to buy, sell, manufacture and distribute the same; to buy, acquire, lease and operate pipe lines, reservoirs and pump stations, and to buy, acquire and operate franchises for the sale and distribution of gas and oil, their compounds, derivatives and by-products; to own and purchase the necessary real estate, leases and royalties for the above purposes and to do any and all acts and deeds relating to or in connection with oil and gas and other mineral products, businesses and operations; to acquire and own the necessary machinery, buildings, appliances and equipment for carrying out the above purposes.
The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.
8: Number of shares of each class to be subscribed and paid for before the corporation may begin business: This corporation may commence business when two thousand five hundred (2,500) shares of the Common stock have been paid in full.

B. B. Martin,
D. H. Williams,
R. L. Dent.

State of Mississippi,
Warren County.
Personally appeared before me, the undersigned, a Notary Public in and for Warren County, in the State of Mississippi, the within named B. B. Martin, D. H. Williams, and R. L. Dent, incorporators of the corporation known as Claiborne County Development Corporation, each of whom acknowledged that they signed and executed the foregoing Articles of Incorporation as their act and deed on this the 13th day of March, 1936.
Given under my hand and official seal this the 13th day of March, 1936.
(SEAL)
Bessie Davis, Notary Public.

Received at the office of the Secretary of State, this the 18th day of March, A. D. 1936, together with the sum of $30.00 deposited to cover the recording fee and referred to the Attorney General for his opinion.
Walker Wood, Secretary of State.

Jackson, Miss., March 19th, 1936.
I have examined this charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.
Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.
The within and foregoing Charter of Incorporation of Claiborne County 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 21st day of March, 1936.
Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 21st, 1936.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 4/16/41.

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AMENDMENT OF CORRECTION TO ARTICLES OF INCORPORATION OF THE BANK OF FALKNER, FALKNER, TIPPAH COUNTY, MISSISSIPPI.

Whereas, heretofore on the 31st day of January, 1935, the stockholders of the Bank of Falkner, Falkner, Mississippi, adopted Amendments to the Charter of said bank, readjusting its capitalization and authorizing the issuance of preferred stock; and

Whereas, said Amendments, except "Resolved First" thereof, are in many respects incomplete and do not fully set forth the facts and substance intended by the stockholders and do not meet the agreed requirements of the purchasers of said preferred stock; and

Whereas, it is necessary and for the best interests of this bank, that said Amendments be corrected and completed; it is therefore

Resolved that, regardless of any omission or defect in said Amendments or in the corporate proceedings connected therewith, all action taken by the officers and agents of this bank in causing said Amendments of January 31, 1935, to be certified to the Comptroller, Governor, Secretary and Attorney General of the State and procuring the several approvals thereof and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, the use thereof in the operation of the Bank and the issuance and sale of the preferred stock thereunder, be and the same are hereby and in all things ratified and confirmed. And

Be It Further Resolved that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders on the 31st day of January, 1935, all of said Amendments, except that part of said Amendments designated as Resolved First thereof, which part is hereby specifically retained, be, and the same are hereby stricken out and that there be inserted the following:

Resolved, Second, that, under the provisions of Chapter 146 of Acts of 1934, the common capital stock of this Corporation be reduced in the sum of $5,000.00, leaving the total common capital, after said reduction, $5,000.00.

Resolved, Third, that no distribution of assets shall be made to the shareholders of the Corporation by reason of the reduction of the common capital stock of the Corporation, but a sum equal to the amount of said reduction shall be used to charge off or write down losses, substandard and/or non-acceptable assets and/or shall be transferred to surplus or undivided profits in accordance with the requirements of the Federal Reserve Board and/or the Superintendent of Banks.

Resolved, Fourth, that the Articles of Incorporation be amended by inserting a new article to be designated as Article Seventh reading as follows:

Article Seventh: "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

Resolved, Fifth, that the Articles of Incorporation be further amended by striking out Articles Fourth and inserting in the place thereof the following:

Article Fourth: (1) Amount, classes, and shares of capital stock. The amount of capital stock of the Corporation shall be $11,000.00, divided into classes and shares as follows: (a) $6,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 100 shares of the par value of $60.00 (1) each; and (b) $5,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second and third paragraphs of section 4 of this Article 4) divided into 100 shares of the par value of $50.00 each.

(2) Assessability of stock. -- The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock. -- The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this Article 4) accruing after January 31, 1935 (2), (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including March 31, 1939, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter at the rate of five per cent per annum of the par value thereof, and no more, such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share; provided, however, that, in the case of any share of such stock issued after February 1, 1935 (3), such dividends shall accrue on such share from the February 1 or August 1, as the case may be, next preceding the date of issuance thereof. Such dividends shall be cumulative so that if dividends at the full rate required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock. -- Dividends or other distributions, whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation determined as provided in section 5 of this Article 4) accruing after the Recapitalization Date. If any call or purchase for retirement of preferred stock pursuant to the provisions of sections 8 or 9 of this Article 4 would reduce the outstanding capital of the Corporation below the minimum amount at the time required by law, the Board of Directors, prior to or simultaneously with such retirement, shall declare on the common stock out of net profits of the Corporation accruing after the Recapitalization Date, a dividend in an amount equal to the sum required to maintain the capital of the Corporation at such minimum amount after giving effect to such retirement, such dividend to be payable in shares of common stock which shall be issued (without any action on the part of the holders of stock of any class

(2) Insert date on which Articles of Incorporation amended by shareholders.
(3) Insert the February 1 or August 1 next succeeding the proposed date of purchase of preferred stock.

on the part of the Superintendent of Banks) pro rata to the holders of common stock.

(5) Determination of net profits. -- For the purpose of this Article 4, the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the Superintendent of Banks) of the Corporation shall be determined for each six minths' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period: (a) All expenses for such period; (b) All interest accrued during such period; (c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the Superintendent of Banks for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation,

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and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves; (d) Provision for all taxes for such period including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same; (e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock and (f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending June 30, 1935 (4), shall be required by reason of any charge-offs or write-downs of assets or transfers to reserves made during said period on account of losses sustained on or prior to the Recapitalization Date. All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other that transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits. -- As long as any shares of preferred stock are outstanding the Corporation, on each February 1 and August 1, shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 and June 30, as the case may be, to the following purposes and in the following order of priority: (a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be;

(4) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this Article 4) of a sum equal to forty per cent of the remainder, if any, of such net profits; provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever; provided, further, however, that unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund except from such net profits as may have accrued from and after December 31, 1935; Subject to compliance with the provisions of Section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this Article 4.

(7) Limitations on retirement of stock. -- Except with the approval of the Superintendent of Banks no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $13,000.00 (5) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase. -- Subject to the provisions of section 7 of this Article 4, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000. (6), the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of suchnotice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this Article 4, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred s tock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law.

(5) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.

(6) This figure will be fixed by Reconstruction Finance Corporation.

Subject to the provisions of section 7 of this Article 4, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call. -- Subject to the provisions of section 7 of this Article 4, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, and provided always that the capital shall in no event be reduced below the minimum amount required by law, by paying for such share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement. At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates for such shares in proper form and, if re-

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ired, properly stamped for transfer. In case less than all of the shares represented by any such rtificate are retired, a new certificate shall be issued representing the unretired shares. From d after the retirement date (unless the Corporation shall default in payment of the retirement price), l dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except right to receive the retirement price, shall terminate. All shares so retired shall be canceled wwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation, etc. -- By the firmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class stock at the time outstanding, and not otherwise, and subject to such approval by the Superintendent Banks and such other conditions as at the time may be required by law --- (a) The capital stock of Corporation may be increased at any time and from time to time through issuing additional shares preferred stock and/or common stock, and/or through the creation of one or more additional classes stock; provided, however, that no vote of the holders of preferred stock shall be required with pect to any issue of additional shares of common stock if the entire proceeds of such issue are to used for the retirement of shares of preferred stock; and provided further, that no vote of the ders of stock of any class shall be required with respect to any issue of additional shares of common ck as a stock dividend, pursuant to the second paragraph of section 4 of this Article 4 in connection h the retirement of shares of preferred stock; (b) The capital stock of the Corporation may be reased at any time and from time to time to any amount not below the amount at the time required by provided, however that no vote of the holders of stock of any class shall be required with res- t to the retirement of preferred stock; (c) The name of the Corporation and/or the place where its rations of discount and deposit are to be carried on may be changed, but this clause shall not be nstrued to abridge the powers of the Board of Directors under applicable law with reference to the tablishment or change of location or closing of branches; (d) These Articles of Incorporation may amended at any time and from time to time in any other respect, but not so as to change the respect- voting rights of the preferred stock and common stock so long as any of the preferred stock remains tstanding; (e) The Corporation may be consolidated or merged into or with any other bank; (f) All substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; The Corporation may go into voluntary liquidation; and (h) Any plan or reorganization of the poration may be carried into effect -- Provided, however, that if and as long as the voting rights the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this icle 4 and the fair value of the assets of the Corporation as determined by the Superintendent of nks shall be less than an amount equal to all of its liabilities, including all capital stock out- nding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation not be put into voluntary liquidation without the approval of the Superintendent of Banks.

(11) Preemptive rights. -- In case of any increase in the capital stock of the Corporation of any s other than by way of a stock dividend, the new shares shall be offered for subscription to the ders of record of all shares of stock of that class at the time outstanding, in proportion to the ber of shares of such stock of that class held by them respectively, by mailing, first-class postage paid, to such holders, at their respective addresses as shown on the books of the Corporation, trans- able subscription warrants exercisable at any time on or before thirty days from the date of such ling. If at the expiration of such subscription rights, any of the new shares have not been subscribed , such shares shall be offered for subscription to the holders of record of all other shares of stock all other classes at the time outstanding, in proportion to the number of such shares held by them pectively, and notice shall be given as above provided. If at the expiration of both of such sub- ption rights any of the new shares have not been subscribed for, such unsubscribed new shares may be ed and sold at such price, not less than the par value thereof, to such persons and on such terms the Board of Directors may determine.

(12) Voting rights. -- (a) Except as otherwise provided in sections 10 and 13 of this Article 4 and this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote each shares of stock of any class held by him. (b) In all elections of directors, each holder of k of any class shall have the right to vote the votes allocable to the number of shares owned by him as many persons as there are directors to be elected, or to cumulate such votes and give one candidate many votes as the number of directors multiplied by the number of votes allocable to his shares shall l, or to distribute such votes on the same principle among as many candidates as he shall think fit. in case as many as two semi-annual dividend payments (whether or not consecutive and whether or not ed or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may payable at any time within three (3) months from the date of issuance of the preferred stock), then, until all arrears of dividends upon the preferred stock shall have been paid and the full dividend the outstanding preferred stock for the then current semi-annual dividend period shall have been de- red and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding ll be entitled, as a class, to vote on all matters twice the number of the votes to which the holders common stock, as a class, are at the time entitled, and each holder of preferred stock shall be en- led to a pro rata share of the votes to which his class is entitled. (d) At any time while the votes the preferred stock are increased as provided in paragraph (c) of this section 12 or in sub-paragraph of section 13 of this Article 4, any one or more of the directors, officers, or employees of the poration may be removed at any annual or special meeting of shareholders, for or without cause, and r successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all sses of stock, voting as one class, are at the time entitled.

(13) Other voting rights. -- If at any time while the Reconstruction Finance Corporation shall hold less than twenty-five per cent of the total number of shares of preferred stock at the time outstand- -- (a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend pay- ts (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive any such dividend which may be payable at any time within three (3) months from the date of issuance the preferred stock); or (b) The amounts paid into the preferred stock retirement fund (referred to in ion 8 of this Article 4) on and after February 1, 1937, shall not have amounted in the aggregate to per cent of the maximum par value of the preferred stock at any time outstanding (whether or not such stock shall have been subsequently retired or the aggregate par value thereof reduced in any ner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or (c) The fair value of the assets of the Banking Corporation as determined by an examination the banking corporation by the Reconstruction Finance Corporation (which may be made by the Recon- ction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall elect), or as determined by the Superintendent of Banks, shall be less than an amount equal to all of liabilities, including all capital stock outstanding; or (d) The Corporation shall violate or fail

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to observe any of the terms, provisions, or conditions of its Articles of Incorporation --- then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue:(1)All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding. (2) In case Reconstruction Finance Corporation, with the approval of the Superintendent of Banks, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee, satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled. (3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of subdivisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934. (4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation, under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation. --- In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

ARTICLE EIGHTH. (a) Officers -- The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and, subject to the provisions of sub-paragraphs (1) and (2) of section 13 of Article 4 hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand. (b) Powers of Board of Directors. -- The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

ARTICLE NINTH. Special meetings of shareholders. -- Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED, SIXTH, that each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED SEVENTH, that the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a special meeting of the shareholders of the Bank of Falkner, Falkner, Mississippi, held on December 31st, 1935, 10 days' notice of the proposed business having been given by mail, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of preferred stock outstanding and at least two-thirds of the total number of shares of common stock outstanding.

Total number of shares of preferred stock outstanding - - - - - - - - - - - - - - -	100
Total number of shares of preferred stock represented at the meeting - - - - - - -	100
Total number of shares of preferred stock voted in favor of the resolutions - - - -	100
Total number of shares of preferred stock voted against the resolutions - - - - - -	0
Total number of shares of common stock outstanding - - - - - - - - - - - - - - - -	100
Total number of shares of common stock represented at the meeting - - - - - - - -	85
Total number of shares of common stock voted in favor of the resolutions - - - - -	85
Total number of shares of common stock voted against the resolutions - - - - - - -	0

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

(S E A L O F B A N K) A. L. Conner, President.

Subscribed and sworn to before me this 2 day of January, A. D., 1936.

(S E A L O F N O T A R Y) E. W. McMillin, Notary Public.

TUCKER PRINTING HOUSE JACKSON MISS

Department of Bank Supervision, State of Mississippi, Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of The Bank of Falkner, Falkner, Mississippi, wherein certain corrections are made in a former amendment of the Charter of Incorporation of said Bank under which the issuance of preferred stock was authorized, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision this the 7th day of March, 1936.

(S E A L)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 7th day of March, A. D., 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 11th, 1936.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Bank of Falkner is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 12th day of March, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: March 12, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

AMENDMENT OF CORRECTION TO ARTICLES OF INCORPORATION OF COMMERCIAL STATE BANK, Goodman, Holmes County, Mississippi.

WHEREAS, Heretofore on the 10th day of January, 1935, the stockholders of Commercial State Bank, Goodman, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of preferred stock; and

WHEREAS, said Amendments are incomplete and incorrect and it is necessary and for the best interests of this Bank, that said Amendments be corrected and completed; it is therefore

RESOLVED, That regardless of any omissions, errors or defects in said Amendments or in the corporate proceedings connected therewith, all action taken by the stockholders, officers and agents of this Bank in authorizing the issuance of preferred stock and in causing said Amendments adopted January 10th, 1935, to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, the use thereof in the operation of the Bank and the issuance and sale of the preferred stock authorized thereunder, be and the same are hereby and in all things ratified and confirmed. And

IT IS FURTHER RESOLVED that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders on the 10th day of January, 1935, the Articles of Incorporation as amended, be amended as follows:

1. To reinsert, in the Articles of Incorporation as Article 2 thereof, the article (paragraph) stricken therefrom by the amendment adopted January 10, 1935, to read as follows:

"Article 2. That the place where its business is to be transacted is at Goodman in the State of Mississippi".

2. To strike from the amendment adopted January 10, 1935, all of "Resolved, Second," and insert in place thereof the following:

"RESOLVED, SECOND, that the Articles of Incorporation be amended by inserting therein as Article 7 the following:

'Article 7. The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business.'"

3. To designate and number as "Article 4" the article inserted in the Articles of Incorporation by the amendment adopted January 10, 1935, entitled "(1) Amount, classes, and shares of capital stock," and to insert in the blank spaces throughout said amendment the figure "4" wherever reference is made to Article 4.

4. To designate and number as "Article 8" and "Article 9," respectively, the articles inserted in the Articles of Incorporation by the amendment adopted January 10, 1935, entitled "(a) Officers" and "Special meetings of shareholders."

At a meeting of the shareholders of Commercial State Bank, Goodman, Mississippi, held on March 5th, 1936, at 4:00 P. M., being an adjourned meeting of a Special meeting of shareholders held on February 28, 1936, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of preferred stock outstanding and at least two-thirds of the total number of shares of common stock outstanding.

Total number of shares of preferred stock outstanding	100
Total number of shares of preferred stock represented at the meeting	100
Total number of shares of preferred stock voted in favor of the resolutions	100
Total number of shares of preferred stock voted against the resolutions	None
Total number of shares of common stock outstanding	100
Total number of shares of common stock represented at the meeting	68 2/3
Total number of shares of common stock voted in favor of the resolutions	68 2/3
Total number of shares of common stock voted against the resolutions	None

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

(S E A L O F B A N K) W. R. Ellis, President.

Subscribed and sworn to before me this 5th day of March, A. D., 1936.

(S E A L O F N O T A R Y) Kathryn Meek, Notary Public.

Department of Bank Supervision
State of Mississippi, Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Commercial State Bank, Goodman, Mississippi, wherein certain corrections are made in a former amendment of the Charter of Incorporation of said Bank under which the issuance or preferred stock was authorized, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision this the 13th day of March, 1936.

(S E A L) M. D. Brett, State Comptroller.

Reveived at the office of the Secretary of State, this the 13th day of March, A. D., 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 14, 1936.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Commercial State Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Sixteenth day of March, 1936. Hugh White, Governor.

By the Governor, Walker Wood, Secretary of State.

Recorded: March 17th, 1936.

This application is received and its charter issued by a decree of the chancery court of Holmes county, Miss. Filed in this office, this September 16, 1942. Certified copy of said decree filed in this office, this September 23, 1942. Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

PETITION FOR AMENDMENT TO CHARTER OF O. K. MOTOR CO.

A special meeting of the stockholders of the o. k. Motor Company, a corporation, duly organized under the laws of the State of Mississippi was held on the 4th day of February, 1936, in accordance with the by-laws of said corporation, and at its office in Columbus, Mississippi, at which meeting was present in person or by proxy all owners of stock of said corporation who waived notice of the calling of said meeting. The stockholders discussed the amendment of the Charter of Incorporation, and the following resolution was presented and unanimously adopted by the stockholders.

Whereas it has been deemed advisable and to the best interest of the stockholders that the Charter of Incorporation be amended as follows:

That the capital stock be increased from the sum of Ten Thousand & 00/100 ($10,000.00) Dollars to the sum of Fifteen Thousand & 00/100 ($15,000.00) Dollars.

And be it further resolved that the President of this corporation is hereby directed to make application to the Secretary of State of Mississippi for the amendment to the Charter of Incorporation as set forth in this resolution.

Otto Kochtitzky.

STATE OF MISSISSIPPI, LOWNDES COUNTY.

Personally appeared before me, the undersigned authority, a Notary Public in and for the County of Lowndes and State of Mississippi. Otto Kochtitzky, to me personally well-known to be President of the O. K. Motor Company, who acknowledged that he, as such President, and with due authority from the stockholders signed the above and foregoing amendment to the Charter of Incorporation as and for the act and deed of said corporation, and that the above and foregoing is a true and correct copy of the minutes of said meeting of said corporation.

Given under my hand and seal this the 13th day of March, 1936.

Katherine Higgins, Notary Public.

(S E A L)

Received at the office of the Secretary of State this the 16 day of March, 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood
Secretary of State.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

March 16, 1936.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of O. K. Motor Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Sxiteenth day of March, 1936.

Hugh White, Governor.

By the Governor:

Walker Wood, Secretary of State.

Recorded: March 17, 1936.

This corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the chancery of Lowndes County, Mississippi, dated 12-16-1968- certified copy of said decree filed in this office this 12-23-1968- Heber Ladner, Secy. of State.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
PEARL RIVER COUNTY COOPERATIVE (A.A.L.)

Sec. 1. We, R. A. Luter, of Pearl River County, Mississippi, (P.O.address Carriere); John Starkey, ofPearl River County, Mississippi, (P.O.address Poplarville); W. C. Bass of Pearl River County, Miss., P.O.address Poplarville, Rt.-A; John L. Landrum of Pearl River County, Mississippi,(P.O.address Lumberton*; J. J. Bilbo of Pearl River County, Miss., P.O.address, Lumberton; C. H. Watts of Pearl River County, Mississippi,(P.O.address Poplarville); Ben H. Byrd of Pearl River County, Miss., P.O.address, Lumberton, Rt-2; D. F. Smith, of Pearl River County, Mississippi, (P.O.address Carriere); J. M. Rester of Pearl River County, Miss., POO.Address Lumberton, Rt.-4; W. D. Reimers of Pearl River County, Mississippi, (P.O.address Poplarville); F. Randall Rester of Pearl River County, Miss., P.O.address, Poplarville, R-B; J. T. Jarrell, of Pearl River County, Mississippi,(P.O.address Carriere,Rt-1); H. W. Fornea of Pearl River County, Mississippi,(P.O.address Poplarville, Rt-a); Joe M. Pearson of Pearl River County, Mississippi, (P.O.address Picayune, Rt-1); D. R. Johnson of Pearl River County, Mississippi; (P.O. address McNeill), the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all those named herein, to be filed with the Secretaryof State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges and immunities by said statute given or allowed, setting forth the following:

Section 2. The name of the organization shall be Pearl River County Cooperative (A.A.L.)

Section 3. The period of existence shall be fifty years.

Section 4. The domicile shall be at Poplarville, Mississippi, in the County of Pearl River, in the State of Mississippi.

Section 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

Section 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or of the United States.

In testimony whereof we have hereunto set our hands in duplicate, this 18th day of March, 1936. F. Randall Rester, D. R. Johnson, J. T. Jarrell, F. W. Fornea, Joe M. Pearson, R. A. Luter, John Starkey, W. C. Bass, John L. Landrum, J. J. Bilbo, C. H. Watts, Ben H. Byrd, D. F. Smith, J. M. Rester, W. D. Reimers.

State of Mississippi,
County of Pearl River.

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the above named R. A. Luter, John Starkey, W. C. Bass, John L. Landrum, J. J. Bilbo, C. H. Watts, D. F. Smith, J. M. Rester, W. D. Reimers, F. Randall Rester, D. R. Johnson, J. T. Jarrell, E. W. Fornea, and Joe M. Pearson who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 18 day of March, 1936.

(Seal)

H. K. Rouse, Chancery Clerk,
By I. Newsom, D. C.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Pearl River County Cooperative (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 20th day of March, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 672, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this 20th day of March, 1936.

Walker Wood
Walker Wood, Secretary of State.

Recorded March 20th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

STATE OF MISSISSIPPI, COUNTY OF YAZOO

ARTICLES OF ASSOCIATION AND CHARTER OF INCORPORATION OF YAZOO COUNTY COLORED FEDERAL AID CO-OPERATIVE ASSOCIATION,(A. A. L.)

Section 1.

We, the herein named and undersigned producers of agricultural products in the State of Mississippi, to-wit: Monroe Williams, Postoffice, Yazoo City, Miss.; Earline Shelby, Postoffice, Anding, Miss.; Albert Shelby, Postoffice, Anding, Miss.; John H. Berry, Postoffice, Anding, Miss.; Henry Morgan Wilkerson, Postoffice, Anding, Miss.; Anderson Wilkerson, Postoffice, Anding, Miss.; John Henry Clay, Postoffice, Anding, Miss.; Henry Spires, Postoffice, Anding, Miss.; L. B. Wheler, Postoffice, Anding, Miss.; W. H. Jones, Postoffice, Yazoo City, Miss., Route 4, Box 72, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, and Chapter 289 of the Laws of Mississippi of 1934 and all amendments thereto, known as the Agricultural Association Law, and enjoy the benefits thereunder given, hereby enter into Articles of Association and Incorporation thereunder, in duplicate, signed and acknowledged by all those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statutes, for the purpose of beginning a corporation with capital stock and without individual liability, as provided and allowed in said statutes, with all the rights, powers, privileges and immunities by said statutes and amendments thereto given or allowed, setting forth the following in Sections, to-wit:

Section 2. The Corporate Title of said Association is Yazoo County Colored Federal Aid Co-operative Association, (A. A. L.).

Section 3. The Domicile is at Yazoo City, Mississippi.

Section 4. The amount of capital stock and particulars as to class or classes thereof: $5,000.00, all of which is common stock.

Section 5. 1,000 shares of common stock, of the par value of $5.00 per share.

Section 6. The number of shares of stock to be subscribed and paid for before the Corporation may begin business shall be ten (10) shares, by at least ten members subscribing and paying for at least one (1) share each.

No stock of this Association shall be issued until it shall be paid for in cash or in property or services fairly equal in value to its par value. Stock shall be issued only to, and held only by, producers of agricultural products who make use of the services and facilities of the Association, or agricultural associations, organizations, federations or corporations organized under Chapter 109 of the Laws of Mississippi of 1930, Chapter 289 of the Laws of Mississippi of 1934 and any and all amendments thereto.

Section 7. The purposes of said Incorporated Association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges, and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930, and by Chapter 289 of Laws of Mississippi of 1934, and amendments thereto, and by other laws of the State of Mississippi or the United States.

Section 8. The period of existence (not to exceed fifty years) is Fifty (50) Years.

Section 9. This Incorporated Association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930, and Chapter 289 of the Laws of Mississippi of 1934 and any and all amendments thereto.

Section 10. We, the herein named and undersigned incorporators and members of this Association hereby agree that the first meeting of this Association for the purpose of making permanent organization and the adoption of by-laws for the same shall be held at Yazoo City, Mississippi, upon five days notice given by Monroe Williams, one of the incorporators herein, in writing giving the time, place and purposes of the meeting, either by United States mail or delivery by hand to all of the others of said organizing members, all as provided by law.

In testimony whereof we have hereunto set our hands, in duplicate, this the 28th day of December, A. D., 1935, at Yazoo City, Yazoo County, Mississippi.

Monroe Williams, Henry Spires, Earline Shelby, L. B. Wheler, Albert Shelby, John Henry Clay, John H. Berry, Henry Wilkerson, Jr., Morgan Wilkerson, W. H. H. Jones, Anderson Wilkerson.

his mark

Witness: T. H. Campbell, Jr.

STATE OF MISSISSIPPI, County of Yazoo.

Personally appeared before me, the undersigned authority of law in and for the State and County aforesaid, Monroe Williams, Earline Shelby, Albert Shelby, John H. Berry, Morgan Wilkerson, Anderson Wilkerson, Henry Spires, L. B. Wheler, John Henry Clay, Henry Wilkerson, W. H. Jones, Incorporators of the Corporation known as the Yazoo County Colored Federal Aid Co-operative Association, (A.A.L.), who each acknowledged that he signed and executed the above and foregoing articles of Incorporation as his act and deed on this the 28th day of December, A. D., 1935.

Witness my hand and seal of office this 7th day of March, 1936.

T. H. Campbell, Jr., Notary Public for Yazoo County, Miss. (S E A L)

STATE OF MISSISSIPPI, Office of Secretary of State, Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Yazoo County Colored Federal Aid Co-operative Association (A. A. L.), hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 17th day of March, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 673, and the other copy thereof returned to said Association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 17th day of March, 1936.

Walker Wood

Walker Wood, Secretary of State.

(S E A L)

Recorded: March 17, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

RESOLUTION

Be It Resolved that Thomas Minniece, Gordon Grantham and Stokes V. Robertson, Jr., three adult members of Alpha Upsilon Chapter of the Kappa Alpha Order, be and they are hereby authorized, empowered and directed to apply to the State of Mississippi for a charter of Incorporation of said Alpha Upsilon Chapter of said Kappa Alpha Order, and to do all things necessary to be done to obtain and file for record such Charter under the provisions of Section 4131 of the Mississippi Code of 1930, Annotated.

CERTIFICATE

I, The undersigned duly elected, authorized, empowered and acting secretary of Alpha Upsilon Chapter of Kappa Alpha Order, hereby certify that the foregoing is a true copy of a Resolution unanimously adopted by said Chapter of said Order at a meeting duly called, held and in all things constituted in accord with law and the by-laws, rules and regulations of said Chapter and Order on October 23rd, 1935, which said Resolution is recorded in the regular minutes in the record book of said Chapter of said Order.

In witness whereof, I have hereunto affixed my signature as such Secretary on this 29th day of October, A. D. 1935.

W. G. Siura, Jr.,
Secretary of Alpha Upsilon Chapter,
Kappa Alpha Order.

The Charter of Incorporation of
ALPHA UPSILON CHAPTER OF KAPPA ALPHA ORDER

1. The corporate title of said company is Alpha Upsilon Chapter of Kappa Alpha Order.
2. The names of the incorporators are: Thomas Minniece, postoffice, University, Mississippi; Gordon Grantham, postoffice, University, Mississippi; Stokes V. Robertson, Jr., postoffice, Jackson, Mississippi.
3. The domicile is at University, LaFayette County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Fraternal organization---no capital stock.
5. Number of shares for each class and par value thereof:
6. The period of existence (not to exceed fifty years) is Fifty (50) Years.
7. The purpose for which it is created: The purposes of the Corporation shall be for the intellectual, moral and social welfare and advancement of its members.

The officers of said corporation shall be the same as prescribed by the Constitution of the Kappa Alpha Order, and shall hold their offices in accord with the Constitution, by-laws and ritual of said order now in existence, or as the same may be lawfully changed.

The property of said corporation shall be under the joint control and direction of the officers of said Charter designated as I, II, and III.

The said Corporation shall have full power and authority to buy, own, encumber, alien, and convey real and/or personal property and to borrow money.

Said Corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers and on all questions that may come before said Chapter, shall make the loss of membership, by death or otherwise, the termination of all interests of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

Every student of the University of Mississippi who is a member of Alpha Upsilon Chapter of Kappa Alpha Order shall be a member thereof and entitled to one vote in the election of all officers and on all questions that may come before said Chapter.

Thomas Y. Minniece,
Gordon Grantham,
Stokes V. Robertson, Jr.
Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
County of Lafayette.

This day personally appeared before me, the undersigned authority Thomas Y. Minniece, and Gordon Grantham, incorporators of the Corporation known as the Alpha Upsilon Chapter of Kappa Alpha Order who acknowledged that they signed and executed the above abd foregoing articles of incorporation as their act and deed on this the 17 day of March, 1936.
(SEAL)

Ruby McCoy, Notary Public.
My commission expires Sept. 24, 1936.

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority, Stokes V. Robertson, Jr., one of the incorporators of the Corporation known as the Alpha Upsilon Chapter of Kappa Alpha Order, who acknowleded that he signed abd executed the above and foregoing articles of incorporation as his act and deed on this the 18th day of March, 1936.
(SEAL)

Minnie Carr, Notary Public.
My commission expires February 25, 1938.

Received at the office of the Secretary of State this the 18th day of March, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 18th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Alpha Upsilon Chapter of Kappa Alpha Order is hereby approved.

In testimony whereof, I have eherunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Seventeenth day of March, 1936.

Hugh White, Governor.

By the Governor:
Walker Wood, Secretary of State.

Recorded: March 19th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934
OCT 12 1938

The Charter of Incorporation of
MACK IVY OIL COMPANY, INC.

1. The corporate title of such company is Mack Ivy Oil Company, Inc.
2. The names and postoffice addresses of the incorporators are: Mack Ivy, postoffice, Meridian, Mississippi; Frances Jackson Ivy, postoffice, Meridian, Mississippi; N. Smith, postoffice, Meridian, Mississippi.
3. The domicile of the corporation in this state is Meridian, Mississippi.
4. The amount of authorized capital stock is $10,000, all being common stock with the par value of $100 per share.
5. The period of existence (not to exceed fifty years) is fifty years.
6. The purposes for which it is created are: To buy, sell, trade in, and deal with, both at wholesale and retail, gasoline, oils, and automobile accessories of all kinds subject to legal sale and distribution; lease, own and operate filling stations and garages for the sale and distribution; lease, own and operate filling stations and garages for the sale and distribution of gasoline, oil, and automobile assessories; to establish and maintain warehouses for the storage and distribution thereof; to buy, own, sell, and lease such real estate as may be necessary for its business and not contrary to law; to borrow money, evidencing the same by its notes, and securing the same with mortgages on its real and personal property, and in addition to the powers hereinabove specifically mentioned and described, to have and other and further powers as are conferred by the provisions of Chapter 100 of the Code of Mississippi of 1930 with all amendments thereto.
7. There shall be subscribed and paid for thirty shares of the capital stock of the corporation before the corporation shall commence business, which may be paid for in cash or in property on a fair valuation.

Mack Ivy,
Frances Jackson Ivy,
N. Smith,
Incorporators.

State of Mississippi,
County of Lauderdale.

Personally appeared before me the undersigned authority, in and for the above named County and State, Mack Ivy, Frances Jackson Ivy, and N. Smith, incorporators of the corporation known as Mack Ivy Oil Company, Inc., who each acknowledged that they signed and executed the above and foregoing Articles of Incorporation as their act and deed on the 18th day of March, 1936.
(SEAL)

J. C. Floyd,
Notary Public.

Received at the office of the Secretary of State, this the 19th day of March, 1936, together with the sum of $30.00, recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
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 of Mississippi or of the United States.

3/19/36.

Greek L. Rice,
Attorney General.
By W. W. Pierce,
Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Mack Ivy Oil Company, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 21st day of March, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 21st, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to Articles of Association and Incorporation of

HOLMES COUNTY FARM BUREAU (A.A.L.)

For the Purpose of Changing the name thereof to

HOLMES COUNTY COOPERATIVE (A.A.L.)

Section 2 of the said Articles of Association and Incorporation as now existing is hereby amended to read as follows:

"Section 2. The name of the organization shall be

HOLMES COUNTY COOPERATIVE (A.A.L.)

In testimony of the adoption of the foregoing amendment to the articles of Association and Incorporation of this Association, now to be known as Holmes County Cooperatives (A.A.L.), Witness the signature of two executive officers thereof, in duplicate, under authority given them by a majority of the members thereof in accordance with law, and of the by-laws, on this 25 day of Feb. 1936.

A. B. Archer, President.
Keturah Povall, Secretary.

State of Mississippi,
County of Holmes.

Before me, the undersigned Notary Public in and for said County, personally came and appeared A. B. Archer and Keturah Povall, who then and there acknowledged, and on oath stated that they are respectively President and Secretary of Holmes Co. Coop (A.A.L.) and executive officers thereof, and that acting for said Association and under specific authority conferred on them by a majority of the members thereof, they have executed and delivered the foregoing amendment to the articles of Association and Incorporation of said Association, particularly amending Section 2 thereof, on the date therein stated.

In testimony whereof, witness my signature and seal of office, this 25 day of Feb. 1936.

Sidney P. Rhyne, Notary Public.

(SEAL)

State of Mississippi,
Office of
Secretary of State,
Jackson.

I, Walker Wood, Secretary of State, of Mississippi, do hereby certify that the attached amendment to articles of incorporation and association of the Holmes County Farm Bureau (A.A.L.) changing the name of said corporation and association to that of "Holmes County Cooperative, (A.A.L.)" hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1 Chapter 99, Code of Mississippi of 1930, filed in my said office this the 23rd day of ~~Incorporation~~, A. D. 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 676, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 23rd day of March, 1936.

Walker Wood,
Walker Wood, Secretary of State.

Recorded: March 23, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter ... Laws of Mississippi 1934
OCT 4 1987

THE CHARTER OF INCORPORATION OF VALLEY TRACTOR COMPANY

1. The corporate title of said company is Valley Tractor Company.
2. The names and postoffice addresses of the incorporators are: R. N. Hopson, Clarksdale, Mississippi; T. A. Baucom, Clarksdale, Mississippi; I. S. Luckett, Clarksdale, Mississippi.
3. The domicile of the Corporation is Clarksdale, Mississippi.
4. The amount of authorized capital stock is Five Thousand ($5,000.00) Dollars, each share of capital stock to have a par value of Fifty ($50.00) Dollars, and all of said stock to be common stock.
5. The period of existence is Fifty (50) years.
6. The purposes for which the Corporation is created are: to engage in the business of buying and selling, both at wholesale and retail, motor vehicles commonly known as tractors, together with equipment and accessories properly used in connection therewith and likewise machinery and attachments which may be used in connection with the operation of tractors; to engage in the business of buying and selling, at wholesale and retail, any and all classes and kinds of machinery, tools, implements and equipment, gasoline, motor oils, motor fuel, automobiles and automobile accessories, fertilizers, garden and farm seeds, livestock, and cotton and cotton seed; also to engage, at both wholesale and retail, in any and all kinds of legitimate mercantile businesses, including, without limiting the generality of the foregoing, wholesale and retail grocery business, wholesale and retail hardware business and wholesale and retail seed business; to engage in the business of ginning cotton; to own and operate plants for the ginning of cotton; to borrow money and pledge, as security therefor, any of its property; to lend money for such time and on such security and terms as it may desire, at such rates of interest as may be lawful; to sell, mortgage or encumber any of its property, real, personal or mixed; to buy and sell real estate, but not to own more real estate at one time than is authorized by law; to own farming properties not in excess of that permitted by law; to engage in farming as owner or lessee; and in addition to the rights, powers and business heretofore set forth, said Corporation is to exercise any and all other rights and powers and to operate any and all other businesses which it may be so authorized to do by virtue of Chapter 100 of the Mississippi Code of 1930.
7. The number of shares of stock necessary to be subscribed and paid for, either in money, goods or services, before the Corporation shall commence business, is thirty-two (32).

R. M. Hopson, T. A. Baucom, I. S. Luckett, Incorporators.

STATE OF MISSISSIPPI
COAHOMA COUNTY
CITY OF CLARKSDALE.

Personally appeared before me, the undersigned, a notary public in and for said City, County and State, the within names R. N. Hopson, T. A. Baucom and I. S. Luckett, who acknowledged that they executed the above and foregoing instrument.

Witness my hand and official seal on this the 24th day of March, 1936.

(S E A L)

Louise Arrington, Notary Public.

Received at the office of the Secretary of State this the 25th day of March, 1936, together with the sum of $20.00 deposited to cover the recording, fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

I, Greek L. Rice, Attorney General of the State of Mississippi, 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.

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, Jackson.

The within and foregoing Charter of Incorporation of Valley Tractor 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 March, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: April 2, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

THE CHARTER OF INCORPORATION OF DELTA-XI CHAPTER OF THE KAPPA SIGMA FRATERNITY.

1. The corporate title of said corporation is: Delta-XI Chapter of the Kappa Sigma Fraternity.
2. The names of the incorporators are: Walter Jones, University, Mississippi; Emmett D. Kemp, Jr., University, Mississippi; and John M. Kuykendall, Jr., University, Mississippi.
3. The domicile is at University, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: No capital stock shall be issued, nor shall any dividends be paid or profits divided among its members; Expulsion shall be the only remedy for non-payment of dues; each member shall have the right to one vote in the election of all officers; loss of membership by death or otherwise shall terminate all interest of such member in the corporate assets, and while there shall be no individual liability against members for corporate debts the entire assets of the Corporation shall be liable for the claims of creditors.
5. Number of shares for each class and par value thereof: No shares shall be issued. Organized as a welfare association.
6. The period of existence (not exteed fifty years) is fifty years.
7. The purpose for which it is created. The purposes for which it is formed are mutual, social, educational and fraternal purposes; to promote sociability, friendship and fraternalism among its members; to conduct entertainments, excursions and social meetings of its members and other persons. It is impowered and authorized to prescribe rules and regulations governing memberships in said corporation; to prescribe and collect dues; to contract and be contracted with; to own, buy, sell, lease or rent real estate; to own, buy, sell, lease or rent personal property; to borrow money and secure the payment of the same by mortgage or otherwise; to issue bonds and secure in the same way; to receive donations or personal and real property; to be made the beneficiary in policies of insurance; to be made the assignee in policies of insurance; to invest any monies that may be in the treasury; and to make all necessary by-laws and rules necessary to the regulation and carrying out of the purpose for which it is formed. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are these conferred by Chapter 100, Code of Mississippi 1930.

The incorporators may call a meeting at any time and place in the University of Mississippi, after the approval of this Charter, for the purpose of electing Directors and doing such other things necessary, looking to the organization of this corporation.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: None.

Walter Jones, Emmett D. Kemp, Jr., John M. Kuykendall, Jr.

STATE OF MISSISSIPPI)
COUNTY OF ALFAYETTE)

This day personally appeared before me, the undersigned authority, Walter Jones, Emmett D. Kemp, Jr., and John M. Kuykendall, Jr., incorporators of the corporation known as Delta-XI Chapter of the Kappa Sigma Fraternity, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 27th day of March, A. D., 1936.

J. T. Davis, Notary Public. (S E A L)

Upon motion, duly made and seconded, the following resolution was unanimously adopted:

RESOLUTION

Whereas, it is the sense and desire, - in order that the purposes of this association may be more effectively carried out, - that it be incorporated as a welfare organization, under the laws of the State of Mississippi, under the name of "Delta-XI Chapter of the Kappa Sigma Fraternity".

It is therefore ordered that the following members of this association, to-wit: Walter Jones, Emmett D. Kemp, Jr. and John M. Kuykendall, Jr., all of University, Mississippi, be, and they are hereby instructed to have prepared, and submit to the proper legal authorities for adoption, a Charter of Incorporation, for this association and that upon the approval of such Charter said incorporators meet and organize said association into a permanent corporation, and to this end to do and perform any and all acts that may be necessary to perform.

CERTIFICATE

I, the undersigned duly elected, qualified and acting Secretary of Delta-Xi Chapter of the Kappa Sigma Fraternity which met at University, Mississippi on the 25th day of March, A. D., 1936, at 7 o'clock P. M., hereby certify that the above is a full, true and correct copy of that certain Resolution looking to the incorporation of said association, adopted at said meeting, as shown by the Minutes of said meeting now in my possession as such Secretary.

Witness my signature this the 27th day of March, 1936.

John M. Kuykendall, Jr., Secretary,
Delta-Xi Chapter of the Kappa Sigma
Fraternity.

Received at the office of the Secretary of State, this the 30th day of March, A. D., 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 30, 1936.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Delta-XI Chapter of Kappa Sigma Fraternity is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirtieth day of March, 1936.

By the Governor, Walker Wood, Secretary of State.

Hugh White, Governor.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
PASCAGOULA SKEET ASSOCIATION

1. The corporate title of said company is Pascagoula Skeet Association.
2. The names of the incorporators are: L. C. Winterton, Postoffice Pascagoula, Mississippi; J. N. Lockard, Postoffice Pascagoula, Mississippi; C. B. Wilkerson, Postoffice Moss Point, Mississippi; H. W. Gautier, Postoffice Pascagoula, Mississippi.
3. The domicile is at Pascagoula, Jackson County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: This Association is incorporated without capital stock; and without individual liability on the part of the organizers, their associates and successors who may become members of this Association, but the entire corporate property shall be liable for the claims of creditors. It shall divide no dividends or profits; 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.
5. Number of shares for each class and par value thereof: This Association is incorporated without capital stock and will issue no shares of stock other than certificates of membership, conformable to law and its by-laws.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To promote and encourage a closer communion and association of the lovers of real, clean sports to the end that rational out door pastime may be enjoyed by the members and their guests, and by such association to build up and maintain a better civic spirit; to provide recreational activities for our communities, to encourage the protection and conservation of our fast disappearing wild game; to develop a finer and higher type of sportsmanship among the citizens of our county. To own and operate, without monetary profit, a skeet course, fifle range and such other facilities for out-door sport and recreation as may be decided upon by the membership. To buy, lease, or otherwise acquire property, both real and personal, necessary to and/or useful for the corporate purposes. To affiliate with the National Skeet Shooting Association, Inc. and such other associations or organizations as may be deemed advisable in furthering the corporate activities. To do any and all things, sanctioned by law, deemed proper, necessary, or germain to the full accomplishment of the purposes for which this Association is incorporated.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business. No shares of stock are to be issued.

L. C. Winterton, J. N. Lockard, C. B. Wilkerson, H. W. Gautier, Incorporators.

State of Mississippi, County of Jackson.

This day personally appeared before me, the undersigned authority, L. C. Winterton, J. N. Lockard, C. B. Wilkerson and H. W. Gautier, Incorporators of the Corporation known as the Pascagoula Skeet Association, 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 March, 1936.

A. F. Johnson, Notary Public.

(S E A L) My commission expires Feb. 18th, 1940.

Minutes of Meeting of Pascagoula Skeet Association.

Be It Remembered, That there was held in the office of L. C. Winterton, on the 6th day of March, 1936, a meeting of the members of Pascagoula Skeet Association, at which meeting there were present in person the following: L. C. Winterton, E. H. Bacot, Dr. J. N. Lockard, T. T. Justice, F. S. Canty, Hermes Gautier, H. W. Gautier, E. J. Jane, being a quorum of the membership of said Association.

After discussion of the matters pertaining to the selection of a site and of traps and the construction of the Course had been discussed, it was ordered that L. C. Winterton act as Secretary & Treasurer of the Association and be authorized to purchase Western Traps, and to construct a standard skeet course on site to be selected at a future meeting.

It was then unanimously ordered that L. C. Winterton, J. N. Lockard, C. B. Wilkerson and H. W. Gautier apply to the proper authorities of the State of Mississippi for a Charter for this Club and that, on receipt of Charter, the Incorporators call a meeting to perfect the organization of the Corporation.

There being no further business, the meeting adjourned.

I, L. C. Winterton, Secretary of Pascagoula Skeet Association, do hereby certify that the above and foregoing constitutes a true, correct and compared copy of the Minutes of a meeting of Pascagoula Skeet Association held in the City of Pascagoula, on the 6th day of March, A. D., 1936.

Witness my signature this 7th day of March, A. D., 1936.

L. C. Winterton, Secretary.

Received at the office of the Secretary of State, this the 23rd day of March, A. D., 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 24th, 1936.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Pascagoula Skeet Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 25th day of March, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: March 25, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

PRECISION AIR GAUGE COMPANY

The Charter of Incorporation of the PRECISION AIR GAUGE COMPANY.

1. The corporate title of the said corporation is PRECISION AIR GAUGE COMPANY.
2. The names and postoffice address of the incorporators are as follows: J. Harris Hardy, R.F.D., Artesia, Mississippi; John F. Frierson, Columbus, Mississippi.
3. The domicile of the corporation in this state is Columbus, Mississippi.
4. The amount of authorized capital stock is 500 shares of non-par stock which are issued and distributed to the above named incorporators on a value of $10.00 per share.
5. The period of existence of the said corporation, not to exceed 50 years, is 50 years.
6. The purposes for which the said corporation is created is to own, buy, sell, deal in, manufacture air gauges and appliances and patent rights to same, or all kinds, including tire and pressure gauges for gauging the air pressure, or steam pressure or any other pressure in any tire, receptile, pipe, boiler, or container.
7. The corporation may begin business when said stock is subscribed and paid for.

Witness the signatures of the incorporators this 31st day of March A. D. 1936.

J. Harris Hardy,
John F. Frierson.

State of Mississippi,
Lowndes County.

Personally appeared before the undersigned authority in and for said county and state the above named J. Harris Hardy and John F. Frierson, who acknowledged that they signed and delivered the above and foregoing instrument on the date therein mentioned.

Witness my signature and seal of office this 31 day of March, A. D. 1936.

(SEAL)

J. W. Slaughter, Notary Public.

Recieved at the office of the Secretary of State this the 1st day of April A. D. 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.
4/1/36.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Precision Air Gauge Company is hereby approved.

In testimony whereof. I have hereunto set my hand and caused the Great Seal of the State of Missisippi to be affixed, this Second day of April, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 3, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7015 W

THE CHARTER OF INCORPORATION OF THE VICKSBURG GARDEN CLUB.

1. The corporate title of said company is The Vicksburg Garden Club.

2. The names of the incorporators are: Mrs. Louis Switzer, Postoffice Vicksburg, Mississippi; Mrs. William Raworth, Postoffice Vicksburg, Mississippi; Mrs. Josephine Chilton, Postoffice Vicksburg, Mississippi; Mrs. U. G. Flowers, Postoffice Vicksburg, Mississippi; Mrs. J. S. Ewing, Postoffice Vicksburg, Mississippi; Mrs. J. D. Thames, Sr., Postoffice Vicksburg, Mississippi; Mrs. Jack Walker, Postoffice Vicksburg, Mississippi.

3. The domicile is at Vicksburg, Mississippi.

4. Amount of capital stock and particulars as to classor classes thereof: Shall issue no shares of stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of the creditors.

5. Number of shares for each class and par value thereof: None.

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

7. The purpose for which it is created: To promote interest in the beautification of homes and gardens of the City of Vicksburg; to foster and promote civic improvements; to arouse public interest in the history of Vicksburg and its vicinity; to encourage and promote tourists visitation; to publish and distribute literature, sell advertising space, exhibit motion pictures, provide guide service, employ lecturers, and solicit memberships and collect dues; to receive subscriptions, donations, acquire and dispose of personal and real property, and to do the things which will best promote the objects of the organization.

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

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business. None.

Mrs. Louis Switzer
Mrs. William Raworth
Mrs. Josephine Chilton
Mrs. U. G. Flowers
Mrs. J. D. Thames, Sr.,
Mrs. J. S. Ewing
Mrs. Jack Walker
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF WARREN.)

This day personally appeared before me, the undersigned authority, Mrs. Louis Switzer, Mrs. William Raworth, Mrs. Josephine Chilton, Mrs. U. G. Flowers, Mrs. J. S. Ewing, Mrs. J. D. Thames,Sr., and Mrs. Jack Walker, incorporators of the corporation known as the THE VICKSBURG GARDEN CLUB who acknowledged that they signed and executed the above and forgoing articles of incorporation as their act and deed on this 18th day of March, 1936.

Wilma Williams, Notary Public.

(Seal)

STATE OF MISSISSIPPI,
WARREN COUNTY.

I, Mrs. J. D. Thames, Sr., Recording Secretary of The Vicksburg Garden Club, hereby certify that at a meeting of said Garden Club, held on the 14th day of February, 1936, a quorum of the members of said The Vicksburg Garden Club being present, a resolution was offered and unanimously adopted at said meeting, said resolution being in manner, form and figures as follows, to-wit:

BE IT RESOLVED: That Mrs. Louis Switzer, Mrs. William Raworth, Mrs. Josephine Chilton, Mrs. U. G. Flowers, Mrs. J. S. Ewing, Mrs. J. D. Thames, Sr., and Mrs. Jack Walker be, and they hereby are, requested to apply to the State of Mississippi for a Charter of Incorporation for The Vicksburg Garden Club, and that they be, and hereby are, authorized to take any and all steps necessary to procure said Charter of Incorporation for The Vicksburg Garden Club.

That said resolution was spread upon the minutes of the meeting of said Club on said date.

WITNESS my signature this 27th day of March, 1936.

Mrs. J. D. Thames, Sr.,
RECORDING SECRETARY.

Received at the office of the Secretary of State this the 23rd day of March, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 10, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI,
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of The Vicksburg Garden Club is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Tenth day of April, 1936.

Hugh White, Governor
By the Governor
Walker Wood, Secretary of State.
Recorded: April 10, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

OCT 12 1938

The Charter of Incorporation of

J. R. FLINT CONSTRUCTION COMPANY

I. The corporate title of the company is: J. R. Flint Construction Company.
II. The names and post office addresses of the incorporators are: J. R. Flint, Jackson, Mississippi; W. H. Cox, Jackson, Mississippi.
III. The domicile of the corporation is: City of Jackson, Hinds County, Mississippi.
IV. The amount of authorized capital stock is: The corporation may issue fifty (50) shares of common stock without nominal or par value.
V. The sale price per share of said stock without par value is: Said stock shall be sold for a price not in excess of One Hundred Dollars ($100.00) per share. The Board of Directors is vested with full authority to fix and change the price of said stock from time to time within said stated maximum price.
VI. The period of existence of said corporation is fifty (50) years.
VII. The purposes for which the corporation is created are: To engage in a general contracting, construction, building and/or engineering business of every kind and character; to buy, sell, improve, lease, mortgage, deal in, or otherwise acquire and/or dispose of any and every kind of real, personal and/or mixed properties, including properties necessary for the use in and conduct of such business, which is not prohibited by the laws of this state or of the United States. The rights and powers that may be exercised by said corporation in addition thereto are those powers conferred by the provisions of Chapter 100, Mississippi Code of 1930, and all amendments thereof.
VIII. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is: The corporation may begin business after at least fifty per cent (50%) of its authorized issue of stock shall be paid for in cash, services or property; if paid for by services or property, the reasonable value thereof to be first fixed by order of the Board of Directors of said corporation.

Witness the signatures of said incorporators, this April 6, A. D. 1936.

J. R. Flint,
W. H. Cox,
Incorporators.

State of Mississippi,
County of Hinds.

Before me, the undersigned authority in and for the jurisdiction aforesaid, personally came and appeared J. R. Flint and W. H. Cox, incorporators of the corporation known as the "J. R. Flint Construction Company," who each acknowledged that they signed and delivered the above and foregoing charter or articles of incorporation, as their voluntary act and deed, on the day and date therein written.

Given under my hand and official seal of office, this April 9, A. D. 1936.

(SEAL)

A. R. Covington, Notary Public.

Received at the office of the Secretary of State this the 10th day of April A. D. 1936, together with the sum of twenty dollars ($20.00) deposited to cover the recording fee and referred to the Attorney General for his opinion.

Walker Wood, 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.

Jackson, Mississippi, the 10 day of April, A. D. 1936.

Greek L. Rice, Attorney General.
By J.A. Lauderdale, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of J. R. Flint Construction 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 11th day of April, 1936.

Hugh White.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 11th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

This Corporation dissolved by Decree of Chancery Court of Hinds County, Miss. dated January 3, 1939. Certified Copy of said decree filed in this office January 4, 1939. This January 4, 1939 Walker Wood, Secretary of State

The Charter of Incorporation of

GILPIN COMPANY, INCORPORATED.

I. The corporate title of the company is: Gilpin Company, Incorporated.

II. The names and post office addresses of the incorporators are: J. E. Gilpin, Jackson, Mississippi; J. G. Massie, Jackson, Mississippi; J. V. Sadler, Jr., Jackson, Mississippi.

III. The domicile of the corporation is: City of Jackson, Hinds County, Mississippi.

IV. The amount of authorized capital stock is: The corporation may issue four hundred (400) shares of common stock without nominal or par value.

V. The sale price per share of said stock without nominal or par value is: Said stock shall be sold for a price not in excess of Fifty Dollars ($50.00) per share. The Board of Directors is vested with full authority to fix and change the price of said stock from time to time within said stated maximum price.

VI. The period of existence of said corporation is fifty (50) years.

VII. The purposes for which the corporation is created are: To engage in a general wholesale furnishings, wearing apparel, notions, drygoods and merchandise business;

To sell and distribute, as wholesaler, on a commission, and/or as broker and/or sales agent: goods, wares and merchandise of every kind and character; hardware, leather goods, furniture, household effects, equipment and furnishings, novelties, toilet goods, drugs, jewlery, candies, stationery, and every kind of article and character of merchandise lawfully sold to the retail trade in this state.

To buy, sell, own, pledge, hypothecate, and otherwise acquire, use and/or dispose of any and every kind and character of real, personal and mixed properties for profit, which is not prohibited by the laws of this state, or of the United States. The rights and powers that may be exercised by said corporation, in addition thereto, are those conferred by the provisions of Chapter 100, Mississippi Code of 1930 and all amendments thereof.

VIII. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is:

The corporation may begin business after at least twenty-five per cent (25%) of its said authorized issue of common stock shall be paid for in cash, services or property. Stock in said corporation may be paid for in services or property, the reasonable value of which, in such case, shall be first fixed by an order of the Board of Directors of said Corporation.

Witness the signatures of said incorporators, this April 11th A. D. 1936.

J. E. Gilpin,
J. G. Massie,
Jno. V. Sadler, Jr.,
Incorporators.

State of Mississippi,
County of Hinds.

Before me, the undersigned authority in and for the jurisdiction aforesaid, personally came and appeared J. E. Gilpin, J. G. Massie, and J. V. Sadler, Jr., incorporators of the corporation known as "Gilpin Company, Incorporated," who severally acknowledged that they signed and delivered the above and foregoing charter or articles of incorporation, as their voluntary act and deed on the day and date therein written.

Given under my hand and official seal of office, this April 11, A. D. 1936.

(SEAL)

A. R. Covington, Notary Public.

Received at the office of the Secretary of State this the 11th day of April, A. D. 1936, together with the sum of Forty Dollars ($40.00) deposited to cover the recording fee and referred to the Attorney General for his opinion.

Walker Wood, 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.

Jackson, Mississippi, the 11th day of April, A. D. 1936.

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi.
Executive Office,
Jackson.

The within and foregoing charter of incorporation of Gilpin Company, Incorporated, 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 11th day of April, 1936.

Hugh White.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 11th, 1936.

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BE IT RESOLVED by the stockholders of Mississippi Stationery Company that the Charter of Incorporators of the Company, as amended, be further amended so as to increase the capital stock from $18,000 to $30,000, to consist of $25,000 common stock of the par value of $25.00 per share, and $5,000 of preferred stock of the par value of $25.00 per share and to fix the preferences of said preferred stock and the series thereof by amending the Charter as follows:

That Section 4 of the Charter of said Company, as amended, be amended to read as follows:

"4. The amount of authorized capital stock with full particulars as to the class or classes, including their privileges and restrictions, is: $30,000 to consist of $25,000 common stock of the par value of $25.00 per share, and $5,000 series A first preferred stock of the par value of $25.00 per share.

"Each share of said class A preferred stock shall be fundamentally, and, in all particulars, co-equal with every other share of said class A stock. The holders of class A stock shall be entitled to receive first and foremost, when as may be lawfully declared, cash dividends at the rate of six per cent (6%) per annum and no more, payable annually or quarterly as the Board of Directors may elect. The dividend on said class A stock shall be cumulative so that if any default shall be made in payment of said dividend, the deficiency shall be fully paid or set apart, but without interest, before any dividend shall be paid ordeclared or set apart upon any other stock. When there is no default upon the class A stock, and its rights hereunder are protected, dividends may be declared when lawful upon the other classes of stock. Said class A stock may be retired in whole or in part at any time within five years from the date of its issuamce at the option of the Board of Directors, at par for cash, plus an amount equal to six per cent (6%) per annum on the par value thereof from the date of the issue, less the total amount of dividends theretofore paid thereon. Upon the dissolution or winding up of the Corporation, whether voluntary or involuntary, said preferred stock shall be treated as a first lien and charge on all the assets of the Corporation for the payment of dividends due and unpaid and the retirement of the stock at par against other stockholders, after the rights and claims of creditors shall be satisfied. Said preferred stock shall not be entitled to vote, except to the extent authorized by Section 194, Mississippi Constitution of 1890.

"The issue of said $5,000 of said series A preferred stock shall be a closed issue and no other preferred stock shall be issued as superior or equal to said series A preferred stock, in respect to the preferences, liens and priorities given herein. But, any other preferred stock hereafter provided for shall be subordinate to said preferences, liens and priorities hereby given said series A preferred stock.

"Each share of common stock shall be fundamentally and, in all particulars, co-equal with every other share thereof. It shall have full voting rights and shall be subordinate to class A stock as herein provided."

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

W. I. Dement, President.

(SEAL)

Attest: H. L. French, Secretary.

State of Mississippi,
County of Hinds.

This day personally appeared before me the undersigned notary public in and for the City of Jackson, said County and State, the above named W. I. Dement and H. L. French, President and Secretary, respectively, of the Mississippi Stationary Company, who, being by me duly sworn, did depose and say: That the above resolution was adopted at a meeting of the stockholders of said Company duly and legally called and held on the 2nd day of March, 1936, at the office of the Company, 242 East Capitol Street, Jackson, Mississippi, at 8 o'clock p. m., and who then and there acknowledged that as such President and Secretary they signed and executed the above and foregoing proposed amendment to the Charter of Incorporation of said Company as their act and deed and for and on behalf of said Corporation, on the 6th day of April, 1936.

W. I. Dement, Pres.
H. L. French, Secretary.

Sworn to and subscribed before me this the 6th day of April, 1936.

(SEAL)

A. E. Wacaster, Notary Public.

Received at the office of the Secretary of State, this the 7th day of April, A. D. 1936, together with the sum of $24.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 7th, 1936.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Mississippi Stationery Company is hereby approved.

In testimony whereof, I have hereunto set my hand caused the Great Seal of the State of Mississippi to be affixed this Eighth day of April, 1936.

HUGH WHITE, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: April 14th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
TISHOMINGO COUNTY SOIL CONSERVATION (A.A.L.).

FOR AMENDMENT SEE BOOK 42-43 PAGE 311

Sec. 1. Be it known that we: Name A. B. Adams, of Tishomingo County, Postoffice Iuka, R-6, Mississippi; Name M. B. Parsons, of Tishomingo County, Postoffice Dennis, r. 1, Mississippi; Name L. E. Deaton, of Tishomingo County, Postoffice, Belmont, Mississippi; Name C. F. Wagoner, of Tishomingo County, Postoffice, Iuka, R. 5, Mississippi; Name Eugene Glover, of Tishomingo County, Postoffice, Iuka, R. 1, Mississippi; Name B. E. Wright, of Tishomingo County, Postoffice, Belmont, Mississippi; Name C. S. Cresop, of Tishomingo County, Postoffice, Iuka, R-2, Mississippi; Name A. W. Davis, of Tishomingo County, Postoffice, Iuka, R. 3, Mississippi; Name H. P. Price, of Tishomingo, County, Postoffice, Iuka, R-4, Mississippi; Name G. W. Daniel, of Tishomingo County, Postoffice, Iuka, R-3, Mississippi; the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

Sec. 2. The name of the organization shall be Tishomingo County Soil Conservation Association (A.A.L.)

Sec. 3. The period of existence shall be fifty years.

Sec. 4. The domicile shall be at Iuka, in the County of Tishomingo in the State of Mississippi.

Sec. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the laws of Mississippi of 1930.

Sec. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi of the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, manggerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 22 day of Feb. 1936.

A. B. Adams, M. B. Parsons, L. E. Deaton,
C. F. Wagoner, Eugene Glover, B. E. Wright,
C. S. Cresop, A. W. Davis, H. P. Price,
G. W. Daniel.

State of Mississippi,
County of Tishomingo.

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the above named A. B. Adams, B. E. Wright, M. B. Parsons, C. S. Cresop, R. E. Deaton, A. W. Davis, C. F. Wagoner, H. P. Price, Eugene Glover, G. W. Daniels, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 22 day of February, 1936.

(SEAL)

H. L. Gray, Notary Public.
Com. Exp's 2/19/38

Iuka, Mississippi, Feb. 22, 1936.

We, the undersigned organizing members of Tishomingo County Soil Conseevation Association (A.A.L.), hereby agree that the organization meeting of said association may be held at Iuka, Mississippi, at a time fixed by John W. Smith, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

A. B. Adams, M. B. Parsons, L. E. Deaton,
C. F. Wagoner, Eugene Glover, B. E. Wright,
C. S. Cresop, A. W. Davis, H. P. Price,
G. W. Daniel.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Tishomingo County Soil Conservation Association (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office, this the 16th day of April, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 685, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 16th day of April, 1936.

(SEAL)

Walker Wood,
Walker Wood, Secretary of State

Recorded: March 16, 1936.

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The Charter of Incorporation of

W. J. GRANT DRUG COMPANY, INC.

(1) The corporate title of said Company is: "W. J. Grant Drug Company, Inc."
(2) The names and post office addresses of the incorporators are as follows: W. J. Grant, Jr., Biloxi, Mississippi; C. W. Brumfield, Biloxi, Mississippi; Leslie B. Grant, Biloxi, Mississippi.
(3) The domicile of this Company is Gulfport, Harrison County, Mississippi.
(4) The amount of authorized capital stock is Five Thousand Dollars ($5,000.00), all of which shall be common stock. There shall be a total of one hundred (100) shares, and each share shall have a par value of Fifty Dollars ($50.00).
(5) The period of existence is fifty (50) years.
(6) The purposes for which the corporation is created are as follows:

To operate a retail drug store or stores; to buy and sell at retail, drugs, medicines, chemicals, toilet and fancy articles, druggists sundries, soaps, perfumeries, physicians' and hospital supplies, pharmaceutical and general merchandise, and all other goods and other articles pertaining to the drug and sundry business; to operate a soda fountain and sell therefrom soda water, ice cream, sandwiches and other like articles; to buy and sell cigars, cigarettes, tobacco, candies, kodaks, magazines, toilet articles, and all other articles incidental to the drug store business; to employ registered pharmacists and clerks for the purpose of carrying on said business; to fill prescriptions; to buy, sell, lease, or otherwise acquire and dispose of real or personal property, or both.

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

(7) It shall be necessary that forty (40) shares of the above mentioned common stock shall be subscribed and paid for before the corporation shall commence business.

Witness our signatures this 14th day of April, 1936.

W. J. Grant, Jr.,
C. W. Brumfield,
Leslie B. Grant.

State of Mississippi,
County of Harrison.

Personally appeared before me, the undersigned authority, a Notary Public in and for said county and state, the within named W. J. Grant, Jr., C. W. Brumfield and Leslie B. Grant, who acknowledged that they signed and delivered the foregoing charter of incorporation for the purposes therein contained on the day and year therein mentioned.

Witness my hand and seal of office on this 14th day of April, 1936.

(SEAL)

F. C. Goodman, Notary Public.

Received at the office of the Secretary of State, this the 15th day of April, A. D. 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 15th, 1936.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of W. J. Grant Drug 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 Eighteenth Day of April, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: April 18th, 1936.

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Amendment of Correction
to
Articles of Incorporation
of
BANK OF OLIVE BRANCH
Olive Branch, Desoto County, Mississippi

Whereas, heretofore on the 4th day of June 1935, the stockholders of Bank of Olive Branch, Olive Branch, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

Whereas, said Amendments are incomplete and incorrect and it is necessary and for the best interests of this Bank, that said Amendments be corrected and completed; it is therefore

Resolved, that regardless of any omissions, errors or defects in said Amendments or in the corporate proceedings connected thereiwth, all action taken by the Stockholders, Officers and Agents of this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted June 4, 1935 to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this county, and the use thereof in the operation of the Bank, be and the same are hereby and in all things ratified and confirmed. And

It is further resolved that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders on the 4th day of June 1935, the Articles of Incorporation as amended, be amended as follows:

By striking out all of such amendments save and except the part designated "Resolved First" and inserting in place thereof the following:

Resolved Second, That the Articles of Incorporation be amended by inserting a new article to be designated as Article 7, reading as follows:

Article 7. The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business.

Resolved Third, That the Articles of Incorporation be further amended by striking out Article 4 and inserting in the place thereof the following:

Article 4. (1) Amount, classes and shares of capital stock.---The amount of capital stock of the Corporation shall be $40,000.00 divided into classes and shares as follows: (a) $25,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 200 shares of the par value of $125.00 each; and (b) $15,000.00 par value of Common Stock (subject to increase upon retirement of preferred stock as provided in the second paragraph of Section 4 of this Article 4) divided into 150 shares of the par value of $100.00 each.

(2) Assessability of stock;---The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.---The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors out of net profits of the Corporation (determined as provided in section 5 of this article 4) accruing after June 4, 1935 (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including January 31, 1935, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter to and including January 31, 1940, at the rate of three and one-half per cent per annum of the par value thereof, and no more, and thereafter at the rate of four per cent per annum of the par value thereof, and no more. Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, as to any given share of such stock, from the date of issuance of such share. Such dividend shall be cumulative, so that if dividends at the full rates required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart befpre any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.---Dividends or other distributions whether in cash, property, stock or otherwise, shall, so long as any shares of Preferred Stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this article 4) accruing adter the Recapitalization Date.

If any retirement of preferred stock would decrease the outstanding capital of the Corporation below the minimum amount required by law, the Board of Directors, prior to or simultaneously with such retirement, shall transfer an amount equal to the aggregate par value of the preferred stock so retired from reserves set up for the retirement of preferred stock to a special reserve fund for the payment of common stock dividends, and shall declare on the common stock, out of such special reserve fund, a dividend payable in common stock in an amount equal to the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of any such stock dividend shall be issuable without any further vote on the part of the holders of stock of any class or any further approval on the part of the State Comptroller.

(5) Determination of net profits.---For the purpose of this article 4, the net profits or net loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the State Comptroller of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period: (a) All expenses for such period; (b) All interest accrued during such period; (c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or suplus) for such period (including all charge-offs, write-downs and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make proper provisions for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined ar undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior period, or available unallocated reserves; (d) Provisions for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the corporation paid or payable by the Corporation for the account of its stockholders, without prejudice to such right as the Corporation may have to recover the same; (e) Such transfers for such period to surplus as may be required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and (f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending June 30, 1935, (3) need be made of any charge-offs or write-downs of assets or transfers to reserves required by the State Comptroller and approved in writing by Reconstruction Finance Corporation made on account of loss incurred prior to or depreciation in assets existing at the Capitalization Date. All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

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(6) Application of net profits.---As long as any shares of preferred stock are outstanding, the Corporation, on each February 1 and August 1 (except that, as provided in paragraph (b) hereof, no payments shall be required pursuant to the provisions of such paragraph prior to August 1, 1936), shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following order of priority: (a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be. (b) To the payment into the preferred stock retirement fund (referred to in section 8 of this article 4) on August 1, 1936, of a sum equal to three-quarters of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter, to and including February 1, 1940, of a sum equal to one-quarter of one per cent of the aggregate par value of the preferred stock at the time outstanding, and on each February 1 and August 1 thereafter of a sum equal to one-half of one per cent of the aggregate par value of the preferred stock at the time outstanding. In the event that the net profits of the Corporation shall on any such February 1 or August 1 be insufficient to permit the payment into such preferred stock retirement fund of the full amount hereinabove provided for, the deficiency shall be fully paid before any net profits of the Corporation shall be thereafter applied to any of the purposes hereinafter specified in this section 6. (c) To the payment into the preferred stock retirement fund (referred to in section 8 of this article 4) of a sum equal to forty per cent of the remainder, if any, of such net profits: Provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year in accordance with the requirements of this paragraph (c) need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding. whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever: Provided, further, however, that unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund required by this paragraph (c) except from such net profits as may have accrued from and after December 31, 1935. Subject to compliance with the provisions of section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this article 4.

(7) Limitations on retirement of stock.---Except with the approval of the State Comptroller no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $52,000.00 (4) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase.---Subject to the provisions of section 7 of this article 4, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000.00 (5) the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this article 4, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law. Subject to the provisions of section 7 of this article 4, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be cancelled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call.---Subject to the provisions of section 7 of this article 4, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part, pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, (and provided always that the capital shall in no event be reduced below the minimum amount of capital required by law) by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement. At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of such shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in tranferable form, and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be cancelled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation, Etc.---By the affiramtive vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the State Comptroller and such other conditions as at the time may be required by law---

(3) Insert June 30 or December 31 next succeeding the Recapitalization Date. (4) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock. (5) This figure will be fixed by Reconstruction Finance Corporation.

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuaing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any

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issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 4 in connection with the retirement of shares of preferred stock; (b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock; (c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches; (d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding; (e) The Corporation may be consolidated or merged into or with any other bank, or may acquire all or substantially all of the assets and business of any banking corporation or trust company; (f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; (g) The Corporation may go into voluntary liquidation; and (h) Any plan of reorganization of the Corporation may be carried into effect---Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article 4 and the fair value of the assets of the Corporation as determined by the State Comptroller shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affiramtive vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the State Comptroller.

(11) Preemptive rights.---In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid; to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights.----(a) Except as otherwise provided in sections 10 and 13 of this article 4 and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him. (b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidates as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit. (c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) Months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata shares of the votes to which his class is entitled. (d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in subparagraph (2) of section 13 of this article 4, any one of more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of the shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights.---If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding---(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock) or; (b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this article 4) in accordance with the requirements of paragraph (c) of section 6 of this article 4 on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or (c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the State Comptroller, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or (d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation---then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue: (1) All directors, officers and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding. (2) In case Reconstruction Finance Corporation, with the approval of the State Comptroller, at any time shall notify that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the numbers of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata shares of the votes to which his class is entitled. (3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one years without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934. (4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without

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the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation under such conditions as may be provided by law.

(14) Rights of preferred stock on liquidation---In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

Article 8. (a) Officers.---The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may bedesignated by the Board. The directors shall have power to elect one or more Vice-Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of President except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and subject to the provisions of subparagraphs (1) and (2) of section 13 of article 4 hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand; (b) Powers of Board of Directors.---The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

Article 9. Special meetings of shareholders.---Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at their respective addressess as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notices may be waived in writing.

RESOLVED FOURTH, That each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED FIFTH, that the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a Special meeting of the shareholders of Bank of Olive Branch, Olive Branch, Mississippi, held on April 2nd, 1936, ten days notice of the proposed business having been given by mail, all of the foregoing resolutions were adopted by the following vote, the affirmative vote representing 92% of the total number of shares of capital stock outstanding:

Total number of shares of capital stock, 150; Total number of shares represented at the meeting, 138; Total number of shares voted in favor of the resolution 138; Total number of shares voted against the resolution NONE.

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

T. H. Norvell, President.

(SEAL of Bank.

Department of Bank Supervisions,
State of Mississippi,
Jackson.

I, M. D. Brett, State Comptroller of the State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Bank of Olive Branch, Olive Branch, Mississippi, wherein certain corrections are made in a former amendment of the Charter if Incorporation of said Bank under which the issuance of preferred stock was authorized, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision this the 11th day of April, 1936.

M. D. Brett, State Comptroller.

(SEAL OF DEPARTMENT)

Received at the office of the Secretary of State, this the 13th day of April, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 13th, 1936.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Bank of Olive Branch is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Seventeenth day of April, 1936.

Hugh White, Governor.

By the Governor, Walker Wood, Secretary of State.

Recorded: April 17th, 1936.

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#7041 W

RESOLUTION

WHEREAS, it has been determined by the members of the Magnolia Horse Show Association to incorporate; and,

WHEREAS, it is necessary to designate certain members to make an application for a charter of incorporation; and,

WHEREAS, the form of the charter has been adopted and the President, Mrs. W. K. Griffin, the Secretary, Mrs. James N. Ogden, and the Treasurer, L. Lampton Reid, members have been selected as incorporators.

NOW THEREFORE be it resolved that the form of the charter of the Magnolia Horse Show Association as submitted be and the same hereby is approved and adopted and Mrs. W. K. Griffin, Mrs. James N. Ogden, and L. Lampton Reid, be and they are hereby authorized and directed to execute and make the application for a charter of incorporation of the Magnolia Horse Show Association, and that the Treasurer is directed to pay fees of the Secretary of State for such incorporation. The above resolution having first been reduced to writing and submitted to the members was unanimously adopted and ordered spread on the Minutes of said Association and the Secretary, Mrs. James N. Ogden, directed to certify a copy to accompany the application for incorporation.

I, Mrs. James N. Ogden, Secretary of the Magnolia Horse Show Association, hereby certify that the above and foregoing is a true and correct copy of the resolution appearing on the Minutes of said Association adopted at a meeting held April 15th, 1936.

Witness my signature this 16 day of April A. D. 1936.

Mrs. James N. Ogden,
Secretary, Magnolia Horse Show Association.

Charter of Incorporation of

"MAGNOLIA HORSE SHOW ASSOCIATION"

I.

The corporate title of said association is: Magnolia Horse Show Association.

II.

The names and postoffice addresses of the incorporators are: Mrs. W. K. Griffin, Magnolia, Mississippi; Mrs. James N. Ogden, Magnolia, Mississippi; L. Lampton Reid, Magnolia, Mississippi.

III.

The domicile of the association is: Magnolia, Pike County, Mississippi.

IV.

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

V.

The purposes for which the association is created are to foster, promote and advance the exhibition and upbreeding of live stock for farm or pleasure uses. To establish, own, operate and conduct fairs, auctions, exhibitions and shows of live stock including horses. To charge admissions and operate or sell concessions. To elect officers for the management of the business and adopt such rules and regulations or bylaws as a majority of the members of the associations shall determine at any regular or called meeting of the members. To lease, buy, hold, hypotecate, use, and sell real estate and personal property and to any and all other things not inconsistent with law, necessary, incident or convenient for the operation and conduct of such association.

VI.

The period of existence of this association is 50 years.

The rights and powers that may be exercised by said association in addition to those above enumerated are those conferred by the provisions of Chapter 100 of the Mississippi Code, 1930, Annotated and amendments and additions thereto.

Mrs. W. K. Griffin,
Mrs. James N. Ogden,
L. Lampton Reid.

State of Mississippi,
County of Pike.

Personally appeared before me the undersigned authority authorized to take acknowledgements in and for the county and state aforesaid Mrs. W. K. Griffin, Mrs. James N. Ogden and L. Lampton Reid, the Magnolia Horse Show Association duly authorized to apply for a charter and that as such they signed, executed and delivered the above abd foregoing instrument of writing obligatory on its date as their separate and voluntary act and deed and for all of the purposes therein contained.

Witness my hand and official seal this 15th day of April A. D. 1936.

(SEAL) J. H. Price, Jr., Notary Public.

State of Mississippi,
County of Hinds.

Received at the office of the Secretary of State this 20th day of April A.D.1936, together with the sum of $10.00 deposited to cover the recording fee and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

State of Mississippi,
County of Hinds.

I have examined this Charter of Incorporation and articles of the association and I am of the opinion that it is not violative of the constitution and laws of the State of Mississippi or of the United States.

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

4/22/36.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Magnolia Horse Show Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-second day of April, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 23, 1936.

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ARTICLES OF ASSOCIATION AND INCORPORATION
OF
CALHOUN COUNTY EROSION CONTROL ASSOCIATION (A. A. L.)

Sec. 1. BE IT KNOWN THAT WE: Name, T. A. Beckett of Calhoun County, Postoffice, Bruce, Mississippi; Name, J. G. Barton of Calhoun County, Postoffice, Slate Springs, Mississippi; Name, O. Y. Parker of Calhoun County, Postoffice, Big Creek, Mississippi; Name, M. D. Lantrip of Calhoun County, Postoffice, Calhoun City, Mississippi; Name, Wess Edmundson of Calhoun County, Postoffice, Derma, Mississippi; Name, E. A. Bingham of Calhoun County, Postoffice, Calhoun City, Mississippi; Name, A. Pryor of Calhoun County, Postoffice, Slate Springs, Mississippi; Name J. H. Tindall, of Calhoun County, Postoffice, Big Creek, Mississippi; Name, Hix West of Calhoun County, Postoffice, Slate Springs, Mississippi; Name, H. P. Edmundson of Calhoun County, Postoffice, Vardaman, Mississippi the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said Statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

Sec. 2. The name of the organization shall be CALHOUN COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)

Sec. 3. The period of existence shall be fifty years.

Sec. 4. The domicile shall be at Calhoun City, in the County of Calhoun, in the State of Mississippi.

Sec. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

Sec. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective Purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial , managerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony wherewe have hereunto set out hands in duplicate, this 22nd day of April, 1936.

T. A. Beckett, J. G. Barton, O. Y. Parker, M. D. Lantrip, Wess Edmundson,
E. A. Bingham, A. Pryor, J. H. Tindall, Hix West, H. P. Edmundson.

STATE OF MISSISSIPPI
COUNTY OF CALHOUN.

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the above named T. A. Beckett, J. G. Barton, O. Y. Parker, M. D. Lantrip, Wess Edmundson, E. A. Bingham, A. Pryor, J. H. Tindall, Hix West, H. P. Edmundson, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 22nd day of April, 1936.

(SEAL)

R. C. Stewart, Notary Public.
My Com. Exp. 2/11/39.

Calhoun City, Mississippi
4-22-1936.

We, the undersigned organizing members of CALHOUN COUNTY EROSION CONTROL ASSOCIATION (A. A. L.), hereby agree that the organization meeting of said corporation may be held at CALHOUN CITY, Mississippi, at a time fixed by County Agt., of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

T. A. Beckett, J. G. Barton, O. Y. Parker, M. D. Lantrip, Wess Edmundson,
E. A. Bingham, A. Pryor, J. H. Tindall, Hix West, H. P. Edmundson.

STATE OF MISSISSIPPI
OFFICE OF
SECRETARY OF STATE
JACKSON.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the CALHOUN COUNTY EROSION CONTROL ASSOCIATION (A. A. L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 24th day of April, A. D., 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 692, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 24th day of April, 1936.

(SEAL)

Walker Wood
Walker Wood, Secretary of State.

Recorded: April 24, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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#7045 W

THE CHARTER OF INCORPORATION
OF THE
MISSISSIPPI HARDWARE COMPANY.

1. The corporate title of said Company is: "Mississippi Hardware Company".
2. The names and postoffice addresses of the incorporators are: E. J. Platte, Vicksburg, Mississippi; V. W. Logan, Vicksburg, Mississippi; J. C. Ramsey, Greenville, Mississippi.
3. The domicile is at Vicksburg, Mississippi.
4. The amount of authorized capital stock is Ten Thousand ($10,000.00) Dollars, of the par value of One Hundred ($100.00) Dollars per share.
5. The period of existence is fifty years.
6. The purposes for which it is created: To engage in the general mercantile business, both wholesale and retail.
7. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930, and amendments thereto.

E. J. Platte
V. W. Logan
J. C. Ramsey,
Incorporators.

State of Mississippi,
Warren County.

THIS day personally appeared before me, the undersigned authority E. J. Platte and V. W. Logan, incorporators of the corporation known as the Mississippi Hardware Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 13th day of April, 1936.

(SEAL)

Rundle Smith, Notary Public.

State of Mississippi,
Warren County,

This day personally appeared before me, the undersigned authority, J. C. Ramsey, incorporator of the corporation known as the Mississippi Hardware Company, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 13th day of April, 1936.

(SEAL)

Rundle Smith, Notary Public.

RECEIVED at the office of the Secretary of State this 23rd day of April, A. D., 1936, together with the sum of $30.00, deposited to cover the recording fee, and referred to the Attorney General for his opihion.

Walker Wood, Secretary of State.

Jackson, Miss.,
April 23rd, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of Mississippi Hardware Company, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-Third day of April, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: April 24th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

#7048 W.

THE CHARTER OF INCORPORATION OF MISSISSIPPI ALUMNI OF THE BETA THETA PI FRATERNITY.

1. The corporate title of said company is Mississippi Alumin of the Beta Theta Pi Fraternity.
2. The names of the incorporators are: John C. Satterfield, Postoffice, Jackson, Mississippi; Ferris W. Brandt, Postoffice, Jackson, Mississippi; Leon L. Wheeless, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: No capitl stock shall be issued, nor shall any dividends be paid or profits divided among its members. Expulsion shall be the only remedy for non-payment of dues; each member shall have the right to one vote in the election of all officers; loss of membership by death or otherwise shall terminate all interest of such member in the corporate assets, and while there shall be no individual liability against members of the corporation for corporate debts the entire assets of the corporation shall be liable for the claims of creditors.
5. Number of shares for each class and par value thereof: No shares shall be issued. Organized as a welfare association.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: The purposes for which it is formed are mutual, social, educational and fraternal purposes; to promote sociability, friendship and fraternalism among its members; to conduct entertainments, excursions and social meetings of its members and other persons. It is authorized and empowered to prescribe rules and regulations governing memberships in said corporation; to prescribe and collect dues; to contract and be contracted with; to own, buy, sell, lease, rent, or otherwise acquire real estate; to own, buy, sell, lease, rent or otherwise acquire personal property; to borrow money and secure the payment of the same by mortgage or otherwise; to issue bonds and secure in the same way; to receive donations or personal and real property; to be made the beneficiary in policies of insurance; to be made the assignee in policies of insurance; to invest any monies that may be in the treasury; and to make all necessary by-laws and rules necessary to the regulation and carrying out of the purpose for which it is formed. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.

The incorporators may call a meeting at any time and place in the city of Jackson, Mississippi, after the approval of this Charter, for the purpose of electing Directors and doing such other things as are necessary, looking to the organization of this corporation.

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

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business. None.

John C. Satterfield
Ferris W. Brandt
Leon L. Wheeless
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI,
COUNTY OF HINDS.

This day personally appeared before me, the undersigned authority John C. Satterfield, Ferris W. Brandt, and Leon L. Wheeless incorporators of the corporation known as the Mississippi Alumni of the Beta Theta Pi Fraternity, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 24th day of April, 1936.

(SEAL)

W. C. Allen, Notary Public.

Received at the office of the Secretary of State this the 24th day of April, A.D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
April 24th, 1936.

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

Greek L. Rice, Attorney General
By, Wm. H. Maynard, Assistant Attorney General.

RESOLUTION

Whereas, it is the sense and desire of this association, in order that its purposes may be more effectively carried out, that it be incorporated as a welfare organization, under the laws of the State of Mississippi, under the name of "Mississippi Alumni of the Beta Theta Pi Fraternity";

It is therefore ordered that the following members of this association, to-wit; John C. Satterfield, Ferris W. Brandt and Leon L. Wheeless, all of Jackson, Mississippi, be, and they are hereby instructed to have prepared, and to submit to the proper legal authorities for adoption, a Charter of Incorporation for this association and that upon the approval of such Charter said incorporators meet and organize said association into a permanent corporation, and to this end to do and perform any and all acts that may be necessary to perform.

CERTIFICATE

I, the undersigned duly elected, qualified and acting Secretary and Treasurer of the Mississippi Alumni of Beta Theta Pi Fraternity which met at Jackson on the 23rd day of April, 1936, at 12 o'clock, noon, hereby certify that the above is a full, true and correct copy of that certain Resolution looking looking to the incorporation of said association, adopted at said meeting, as shown by the minutes of said meeting now in my possession as such Secretary.

Witness my signature, this the 23rd day of April, 1936.

Ferris W. Brandt, Secretary.
Mississippi Alumni of the BetaTheta Pi Fraternity.

STATE OF MISSISSIPPI,
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of Mississippi Alumni of the Beta Theta Pi Fraternity, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 24th day of April, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

RECORDED: April 24th, 1936

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7046 W.

THE CHARTER OF INCORPORATION
OF
Southwest Mississippi Fat Stock Show

1. The corporate title of said company is Southwest Mississippi Fat Stock Show..
2. The names of the incorporators are: Mr. M. R. Headley, Postoffice, Port Gibson, Mississippi; Ira Carpenter, Postoffice, Russum, Mississippi; J. Mack Jones, Postoffice, Port Gibson, Mississippi.
3. The domicile is at Port Gibson, Claiborne County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created; To construct and maintain permanent grounds and buildings in or near the Town of Port Gibson, Mississippi, and to hold an annual exhibit therein of fat stock; to encourage the raising of fat stock in Southwest Mississippi; to advertise the Southwest section of Mississippi to the Nation as a territory pecualiarly adapted to the raising of fat stock.

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

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business. None.

M. R. Headley
Ira Carpenter
J. Mack Jones,
Incorporators.

ACKNOWELDGMENT

STATE OF MISSISSIPPI,
COUNTY OF CLAIBORNE.

This day personally appeared before me, the undersigned authority in and for said County and State, Mr. R. Headley, Ira Carpenter and J. Mack Jones, incorporators of the corporation known as the Southwest Mississippi Fat Stock Show 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 April, 1936.

E. S. Allen, Chancery Clerk
(SEAL) By, Katherine Farr, D. C.

Received at the office of the Secretary of State this the 24th day of April, A.D., 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
April 24th, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

At a meeting of the Southwest Mississippi Fat Stock Show held on the 10th day of April, 1936 at Port Gibson, Mississippi, upon motion of M. R. Headley, duly seconded, the following resolution was unanimously adopted by said Association;

Be it resolved that the Southwest Mississippi Fat Stock Show be incorporated as the Southwest Mississippi Fat Stock Show, the said Corporation to be non-profit corporation, organized for the purpose of constructing and maintaining permanent grounds and buildings in or near the Town of Port Gibson, Mississippi, and to hold annual exhibit therein of fat stock; to encourage the raising of fat stock in Southwest Mississippi; to advertise the Southwest section of Mississippi to the Nation as a territory peculiarly adapted to the raising of fat stock.

Be it further resolved that the following members, to-wit:

M. R. Headley
Ira Carpenter
J. Mack Jones

be and they are hereby appointed as incorporators and are authorized and directed hereby to apply to the Secretary of State for a Charter of Incorporation for said proposed Corporation and to do and perform all things consistent with their office as incorporators.

C. G. Cossor, Secretary.
M. R. Headley, Pres.
~~President.~~

We, M. R. Headley, President of the Southwest Mississippi Fat Stock Show, and C. G. Cossor, Secretary of said association, hereby certify that the foregoing is a true and correct copy of a resolution adopted by said association at the time and in the manner therein fully set out; that the said resolution is written upon the minutes of the association, it having been adopted by vote of the members of said association in proper and lawful meeting thereof, all of the members having voted for the adoption of said resolution.

This 10th day of April, 1936.

M. R. Headley, President
C. G. Cossor, Secretary.

STATE OF MISSISSIPPI,
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of Southwest Mississippi Fat Stock Show is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 24th day of April, 1936.

Hugh White
GOVERNOR

By the Governor

Walker Wood
Secretary of State.

Recorded: April 25th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

ARTICLES OF ASSOCIATION AND INCORPORATION
OF
TATE COUNTY MELON GROWERS ASSOCIATION (A. A. L.)

Sec. 1. We, A. Puryear of Tate County, Mississippi,(P.O.address Thyatira, Miss.,); T. H. Meredith of Tate County, Mississippi,(P.O.address Thyatira,Miss.,); Tom Hyde of Tate County, Mississippi,(P.O.address Thatira,Miss.,); N. L. Lewers of Tate County, Mississippi, (P.O.address Thyatira, Miss.,); R. C. Scott of Tate County, Mississippi,(P.O.address Thyatira, Miss.,); S. L. Moore of Tate County, Mississippi, (P.O.address Thyatira, Miss.,); Ed Dandridge of Tate County, Mississippi, (P. O. address Thyatira, Miss.,); House Poag of Tate County, Mississippi, (P.O.address Thyatira, Miss.,); W. C. Crockett of Tate County, Mississippi, (P.O.address Thyatira, Miss.,); W. C. Dandridge of Tate County, Mississippi, (P.O.address Thyatira, Miss.,); the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation hereunder, in duplicate and signed and acknowledged by all those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, with all the rights, powers, privileges and immunities by said statute given or allowed, setting forth the following:

Section 2. The name of the organization shall be Tate Co-Mellon Growers Assoc. (A. A. L.)

Section 3. The period of existence shall be fifty years.

Section 4. The domicile shall be at Senatobia, Miss., in the County of Tate, in the State of Mississippi.

Section 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

Section 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

In testimony whereof we have hereunto set our hands in duplicate, this 4th day of April, 1936.

A. Puryear, T. H. Meredith, Tom Hyde, N. L. Lewers, R. C. Scott, S. L. Moore, Ed Dandridge, House Poag, W. C. Crockett, W. C. Dandridge,

STATE OF MISSISSIPPI,
COUNTY OF TATE.

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

A. Puryear	S. L. Moore
T. H. Meredith	Ed Dandridge
Tom Hyde	House Poag
N. L. Lewers	W. C. Crockett
R. C. Scott	W. C. Dandridge

who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 4th day of April, 1936.

(SEAL)

M. H. Dandridge
Notary Public.
My Commission expires Feb. 24, 1937.

STATE OF MISSISSIPPI
OFFICE OF
SECRETARY OF STATE
JACKSON.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the

TATE COUNTY MELON GROWERS ASSOCIATION (A. A. L.)

hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 29th day of April, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 696, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 29 day of April, 1936.

(SEAL)

Walker Wood
Walker Wood, Secretary of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7051 W

CHARTER AMENDMENT

Be it remembered, that on this the 23rd., day of April 1936, there was held a meeting of all the stockholders of the Superior Oil and Supply Company, a corporation, when there was present all the stock-holders of said corporation.

The following resolution was offered and adopted by unanimous vote of said stockholders:

"Resolved that the name of said corporation be changed to read "Hawkins Tie & Service" and that the charter be amended accordingly, and that G. C. Hawkins, Secretary, be authorized and directed to take all necessary steps to procure said amendment to the charter of said corporation."

I, G. C. Hawkins, Secretary of the Superior Oil and Supply Company, do hereby certify that the above and foregoing is a true and correct copy of a resolution passed by the stockholders of said corporation on the date therein mentioned, and that said resolution was promply entered upon the minutes of said meeting.

Given under my hand and seal of said corporation, this the 23rd day of April, 1936.

(SEAL). G. C. Hawkins, Secretary.

STATE OF MISSISSIPPI,
FORREST COUNTY.

This day personally appeared before me, the undersigned authority in and for said County and State, G. C. Hawkins, Secretary of the corporation known as the Superior Oil and Supply Company, who acknowledged that he signed and executed the above and foregoing amendment to the articles of incorporation as his act and deed and for and on behalf of said corporation, on this the 22nd day of April, 1936.

(SEAL) L. Korndorffe, Justice of the Peace,

Received at the office of the Secretary of State, this the 27th day of April, A. D., 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
April 27th, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI,
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of Hawkins Tire & Service (Charter of Superior Oil & Supply Co.,) is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-eighth day of April, 1936.

By the Governor

Hugh White
GOVERNOR

Exempted by State Tax Commission
As required by Section 15, Chapter
251, Laws of Mississippi 1938 5/8/1944

Walker Wood
Walker Wood, Secretary of State.

Recorded: April 29th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

7059 W

BE IT RESOLVED that the Charter of Incorporation of the Bay Canning Company, be and same is hereby amended as follows:

By changing paragraphs entitled 4 and 5 on the first page thereof, to read as follows:

"4. Amount of Capital stock and particulars as to class or classes thereof: Common stock $30,000.00.

"5. Number of shares for each class and par value thereof: 300 shares of common stock, par value $100.00 each."

BAY CANNING COMPANY

(SEAL)

BY: R. J. Ladner
PRESIDENT

STATE OF MISSISSIPPI,
COUNTY OF HANCOCK.

Personally appeared before the undersigned authority in and for the aforesaid County and State, R. J. Ladner, President of the Bay Canning Company, who acknowledged that he signed and delivered the foregoing instrument on the day and year therein mentioned as the act and deed of said Bay Canning Company.

Given under my hand and seal of office this the 16th day of April, 1936.

(SEAL)

W. J. Gex, Jr.,
NOTARY PUBLIC.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 OCT 12 1936

SPECIAL MEETING OF STOCKHOLDERS

BE IT REMEMBERED THAT on this the 11th day of April, 1936, there was held at the offices of the Bay Canning Company in Bay St. Louis, Mississippi, at the hour of 5 P.M. a special meeting of the stock of said corporation, at which meeting all the stockholders were present, each of them having signed written waivers of notice of the holding of said meeting, and all of which waivers are incorporated herein as a part of the minutes of said meeting as follows:

WAIVER

I, R. J. Ladner, being a stockholder of the Bay Canning Company, do hereby waive all notices, of the time and place of holding special meeting of the stockholders of the said Bay Canning Company on the 11th day of April, 1936, and all other formalities in reference to time and call of said meeting; and agree that said meeting shall be held and business transacted thereat, exactly as if same were a regular meeting of said stockholders.

This the 10th day of April, 1936.

(Signed) R. J. Ladner.

WAIVER

I, Mrs. R. J. Ladner, being a stockholder of the Bay Canning Company, do hereby waive all notices of the time and place of holding special meeting of the stockholders of the said Bay Canning Company on the 11th day of April, 1936, and all other formalities in reference to time and call of said meeting; and agree that said meeting shall be held and business transacted thereat, exactly as if same were a regular meeting of said stockholders.

This the 10th day of April, 1936.

(Signed) Mrs. R. J. Ladner.

WAIVER

I, M. A. Parillo, being a stockholder of the Bay Canning Company, do hereby waive all notices, of the time and place of holding special meeting of the stockholders of the said Bay Canning Company on the 11th day of April, 1936, and all other formalities in reference to time and call of said meeting; and agree that said meeting shall be held and business transacted thereat, exactly as if same were a regular meeting of said stockholders.

This the 10th day of April, 1936.

(Signed) M. A. Parillo

It having been made known to the meeting that it was to the best interest of said company that its capital stock be increased from $15,000 to $30,000, and it being further made known to said meeting that said additional stock has already been subscribed, on motion of M. A. Parillo, duly seconded by Mrs. R. J. Ladner, the following resolution was unanimously adopted:

"BE IT RESOLVED that the Charter of Incorporation of the Bay Canning Company be and same is hereby amended as follows:

By changing Paragraphs entitled 4 and 5 on the first page thereof, to read as follows:

"4. Amount of capital stock and particulars as to call or classes thereof: Common stock $30,000.00.

"5. Number of shares for each class and par value thereof: 300 shares of common stock, par value $100.00 each.

R. J. Ladner,
President."

There being no further business, the meeting adjourned to meet in course.

I, M. A. Parillo, Secretary of the Bay Canning Company do hereby certify that the foregoing is a true and correct copy of that part of the Minutes of a Special meeting of the stockholders of the Bay Canning Company, held as above set out.

(SEAL)

M. A. Parillo, Secretary.

Received at the office of the Secretary of State, this the 30th day of April, A.D. 1936, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Jackson, Miss.,
April 30th, 1936.

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

Greek L. Rice, Attorney General.
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI,
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of The Bay Canning Company, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirtieth day of April, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: May 1st, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

7060 W

THE CHARTER OF INCORPORATION
OF
SEAY PROPERTIES, INCORPORATED.

1. The corporate title of said company is: SEAY PROPERTIES, INCORPORATED.
2. The names of the incorporators are: C. B. Seay, Postoffice, Vicksburg, Mississippi; M. S. Seay, Postoffice, Vicksburg, Mississippi; W. H. Dupre, Postoffice, Vicksburg, Mississippi.
3. The domicile is at Port Gibson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Ten Thousand Dollars ($10,000.00) Common Stock, represented by four hundred (400) shares of the par value of Twenty-five Dollars ($25.00) each.
5. Number of shares for each class and par value thereof: Four Hundred (400) shares of Common Stock of the par value of Twenty-five Dollars ($25.00) each.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purposes for which it is created are, and it is hereby authorized, to buy, sell, deal in, lease, hold or improve, real estate, and the fixtures and personal property incidental thereto or connected therewith, and, with that end in view, to acquire, by purchase, lease, hire or otherwise, lands, tenements, hereditaments, or any interest therein, and to improve the same, and generally hold, manage, deal with and improve the property of the Company, and to sell, lease, mortgage, pledge, orrotherwise dispose of the lands, tenements and hereditaments or other property of the Company.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin bsuiness;

This corporation may commence business when Two Thousand Five Hundred Dollars ($2,500.00) have been paid into the Treasury of said Company.

C. B. Seay
M. S. Seay
W. H. Dupre

STATE OF MISSISSIPPI,)
WARREN COUNTY.)

PERSONALLY appeared before me, the undersigned, a Notary Public in and for Warren County, in the State of Mississippi, the within named C. B. Seay, M. S. Seay and W. H. Dupre, incorporators of the corporation known as SEAY PROPERTIES, INCORPORATED, each of whom acknoweldged that they signed and executed the foregoing Articles of Incorporation as their act and deed on this the 11th day of April, 1936.

GIVEN under my hand and official seal this the 11th day of April, 1936.

(SEAL)

Bessie Davis, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 1st day of May, A. D., 1936, togerther with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
May 1st, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI,
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of SEAY PROPERTIES, INCORPORATED is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Second day of May ,, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: May 4th, 1936.

This charter amending & the state of Mississippi by adding thereto Chapter 144-Laws of 1942. Certified copy of said amendment filed in this office this 21st day of January 1943.
Secretary of State.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7061 W

STATE OF MISSISSIPPI,)
THE COUNTY OF ADAMS.)

WHEREAS, the ADAMS COUNTY FAIR ASSOCIATION is desirous of becoming a body corporate under the laws of the State of Mississippi, and,

WHEREAS, this meeting of the members of the said fair association is called on this the 5th day of January, 1936 in compliance with the laws of the State of Mississippi as regards the incorporating of associations of this nature and character, and,

WHEREAS, all the members of the said ADAMS COUNTY FAIR ASSOCIATION are present in person at the said meeting,

THEREFORE, BE IT RESOLVED by the ADAMS COUNTY FAIR ASSOCIATION as follows:

1st. It is the will and desire of the said association that they become a body corporate under the laws of the State of Mississippi.

2nd. That a committee be appointed to apply for and secure a charter for the said association in order that it may become a body corporate.

3rd. That said committee consist of the following named members, to-wit: Charles H. Blewett, Robert V. Walcott, Charles L. Whitam, R. E. Enochs, William B. Fowler, Martin A. Burke, Richard A. Walcott and Lewis R. Martin.

4th. That the name of the proposed corporation be ADAMS COUNTY FAIR ASSOCIATION, INC.

THE COUNTY OF ADAMS, STATE OF MISSISSIPPI:

I, Robert V. Walcott, Secretary of the Adams County Fair Association do hereby certify that the above resolution is a true and correct copy of a resolution as passed at a meeting of all the members of the Adams County Fair Association which was held on the 5th day of January, 1936.

Executed at Natchez, Mississippi this the 30th day of April, 1936.

Robert V. Walcott
Secretary of Adams County Fair Association.

THE CHARTER OF INCORPORATION
OF
ADAMS COUNTY FAIR ASSOCIATION.

1. The corporate title of said company is Adams County Fair Association.
2. The names of the incorporators are: Charles H. Blewett, Postoffice, Natchez, Mississippi; Robert V. Walcott, Postoffice, Natchez, Mississippi; Charles L. Whitam, Postoffice, Natchez, Mississippi; R. E. Enochs, Postoffice, Natchez, Mississippi; William B. Fowler, Postoffice, Natchez, Mississippi; Martin A. Burke, Postoffice, Natchez, Mississippi; Richard W. Walcott, Postoffice, Natchez, Mississippi; Lewis R. Martin, Postoffice, Natchez, Mississippi.
3. The domicile is at Natchez, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: No. Shall issue no shares of stock, shll divide no dividends or profits among members. Each member of the Adams County Fair Association has one vote in the election of all officers of the Association and other business.

There shall be no individual liability held against members for for corporate debts of the Association. The Fair association shall be liable for the claims against it by creditors. Non payment of dues and death terminates all interest of members in the Association.

5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is 50 years.
7. To conduct a county fair for the display of agricultural and industrial exhibits; and to conduct the usual type of entertainments and amusements in connection therewith; to bargain and sell all types of goods, wares, and merchandise in connection with the above:

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

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business. None.

Charles H. Blewett
Robert V. Walcott
Charles L. Whitam
R. C. Enochs
W. B. Fowler
Martin A. Burke
Richard A. Walcott
Lewis R. Martin
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI,)
COUNTY OF ADAMS,)

This day personally appeared before me, the undersigned authority Charles H. Blewett, Robert V. Walcott, Charles L. Whitam, R. E. Enochs, William B. Fowler, Martin A. Burke, and Richard A. Walcott, & Lewis R. Martin, incorporators of the corporation known as the Adams County Fair Association., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 20 day of April, 1936.

J. H. Keyer, Notary Public.
My Commission Expires Oct. 5th, 1939.
(SEAL)

Received at the office of the Secretary of State this the 1st day of May, A. D., 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 1, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

TUCKER PRINTING HOUSE JACKSON MISS

STATE OF MISSISSIPPI,
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of Adams County Fair Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Second Day of May, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: May 4th , 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

ARTICLES OF ASSOCIATION AND OF INCORPORATION OF VANCLEAVE PROCESSING COOPERATIVE ASSOCIATION (A. A. L.)

We, the undersigned producers of agricultural products, whose places of residence are in and around the unincorporated village of Vancleave, Jackson County, Mississippi, and whose names and Post Office addresses are as follows, to-wit: L. R. Abel, Ocean Springs, Mississippi, Route 1; H. E. Jennings, Ocean Springs, Mississippi, Route 1; Leo Byrd, Ocean Springs, Mississippi, Route 1; C. L. Dees, Ocean Springs, Mississippi, Route 1; Nolle Carter, Ocean Springs, Mississippi, Route 1; Carl Roberts, Ocean Springs, Mississippi, Route 1; Mack Hawley, Ocean Springs, Mississippi, Route 1; Cliff Davis, Ocean Springs, Mississippi, Route 1; O. E. Atwell, Ocean Springs, Mississippi, Route 1; J. L. Tootle, Ocean Springs, Mississippi, Route 1; Joe Ware, Vancleave, Mississippi, Rural Station; Willie Rogers, Vancleave, Mississippi, Rural Station; R. T. Cochran, Vancleave, Mississippi, Rural Station; L. E. Brown, Vancleave, Mississippi Rural Station; J. D. Tillman, Vancleave, Mississippi, Rural Station; R. L. Vaughn, Ocean Springs, Mississippi, R. 1; desiring, for ourselves, our associates, and our successors, to come under the provisions of Article 1 of Chapter 99, Code of Mississippi of 1930, and all laws supplemental thereto and amendatory thereof, and to enjoy the benefits and privileges conferred by said Laws, do enter into these Articles of Association and of Incorporation, to-wit:

SECTION I. The corporate name of this Association is: VANCLEAVE PROCESSING COOPERATIVE ASSOCIATION (A. A. L.)

SECTION II. The period of existence, (Not to exceed fifty years) is Fifty (50) years.

SECTION III. The domicile is at the unincorporated village of Vancleave, Jackson County, Mississippi.

SECTION IV. This Association is organized and incorporated with capital stock; and the authorized issue thereof shall be six hundred (600) shares of common capital stock of the par value of Five ($5.00) Dollars per share, and of the aggregate authorized par value of Three Thousand ($3,000.00) Dollars. There shall be no individual liability on the part of the shareholders, members, officers and Directors of this Association, and this Association may begin business whenever as many as ten (10) members shall have paid for one or more shares of capital stock each, but no share or shares of stock shall be issued until the par value thereof shall have been paid for in cash, or in property or in services fairly equal in value to the par value of the stock as issued.

Capital stock in this Association shall be issued and held only by producers of agricultural products who make use of the services and facilities of the Association and other associations, etc., who are eligible under the Law to own such stock; and the ownership, privilege, dividend, voting privileges, transfer and benefits or limitations accruing from the stock or to the owners thereof, shall be governed by the laws of the State of Mississippi.

SECTION V. The affairs of this Association shall be conducted, controlled and managed in accordance with By-Laws to be adopted, by a Board of Directors of such number and with such terms of office as may be provided by the said By-Laws to be adopted.

SECTION VI. All shareholders shall be members of this Association but there may also be members who are not shareholders. Such additional members shall have not vote in the management of the Association but they shall be entitled to all other benefits of the Association equally with members who are shareholders except that they shall have no right to stock dividend.

SECTION VII. Each share of stock shall entitle the holder thereof to one vote in the management of the Association. Shares of stock in this Association shall not be transferable except to producers of agricultural products or to organizations to whom they could be issued, and no person shall acquire them by operation of law.

All membership in this Association shall be personal to the member and equal in right except non-shareholder members shall have no vote in the managment of the Association and shall have no right to stock dividends; and membership shall not be transferable, assignable, vendable, inheritable, devisable or seizable.

SECTION VIII. The purpose for which this Association is created are to promote and encourage the general welfare of agriculture among the members; to secure more economical methods of production, processing, packing, distributing, financing and marketing of agricultural Products, and to eliminate speculation and waste in such products; to enable such members to cooperate in the production but for services to the members thereof and to non-members, within the limits allowed by law; to purchase supplies and equipment for the members and non-members and to make proper charges for all services rendered; to own and operate a canning and processing plant or plants; to increase and further the services to be rendered by this Association; and in order to further the purposes of this Association, to contract and to be contracted with, to borrow and lend money, issue notes, bonds and other obligations and to secure the payment of same by mortgage or otherwise; to buy, contract for, own, convey, pledge, mortage, and otherwise have, use and dispose of property of all kinds in so far as not prohibited by law, and to enjoy all of the rights, powers, privileges and immunities granted by law; and to do any and all other things necessary, germain, lawful, and ancillary to the furtherance of the corporate purposes.

SECTION IX. The powers that may be exercised by this Association, in addition to those herein set out, are all those conferred by Chapter 99, Code of Mississippi of 1930, and Acts supplemental thereto and amendatory thereof.

IN WITNESS whereof, we have hereunto set our hands, in duplicate, on this the 5th day of May, A. D., 1936.

1. L. R. Abel
2. H. E. Jennings
3. Leo Byrd
4. C. L. Dees
5. Nolle Carter
6. Q. Carl Roberts
7. Mack Hawley
8. Cliff Davis
9. O. E. Atwell
10. J. L. Tootle
11. Joe Ware
12. Willie Rogers
13. J. W. Carter
14. R. T. Cochran
15. L. E. Brown
16. J. D. Tillman
R. L. Vaughn

STATE OF MISSISSIPPI,
COUNTY OF JACKSON.

BEFORE ME, the undersigned authority within and for the state and county aforesaid, this day personally came and appeared L. R. Abel, H. E. Jennings, Leo Byrd, C. L. Dees, Nolle Carter, Carl Roberts, Mack Hawley, Cliff Davis, O. E. Atwell, R. L. Vaughn, J. L. Tootle, Joe Ware, Willie Rogers, J. W. Carter, R. T. Cochran, L. E. Brown and J. D. Tillman, who duly acknowledged that they signed and delivered the above and foregoing Articles of Association and of Incorporation of VANCLEAVE PROCESSING COOPERATIVE ASSOCIATION (A. A. L.) on the day and year therein mentioned as their respective free and voluntary act and deed.

GIVEN under my hand and seal of office this the 5th day of May, A. D., 1936

(SEAL)

Fred Taylor, Notary Public
Clerk Chancery Court
Jackson County, Mississippi.

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STATE OF MISSISSIPPI
OFFICE OF
SECRETARY OF STATE,
JACKSON.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the charter of incorporation of VANCLEAVE PROCESSING COOPERATIVE ASSOCIATION (A. A. L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 6th day of May, 1936 and one copy thereof recorded in this office in Record of Incorporation Book No. 35-36, at pages 703 and 704, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 6th day of May, 1936.

(SEAL)

Walker Wood
Walker Wood, Secretary of State.

Recorded: May 6th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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ARTICLES OF ASSOCIATION AND INCORPORATION OF LINCOLN COUNTY SOIL CONSERVATION ASSOCIATION (A. A. L.)

SEC. 1. BE IT KNOWN THAT WE: Name Geo. Wactor of Lincoln County, Postoffice, Bogue Chitto, Mississippi; Name Fred Getwan of Lincoln County, Postoffice, Brookhaven, Mississippi; Name O. B. Keen, of Lincoln County, Postoffice, Bogue Chitto, Mississippi; Name M. C. Furr, of Lincoln County, Postoffice, Wesson, Mississippi; Name E. S. Allen, of Lincoln County, Postoffice, Brookhaven, Mississippi; Name E. R. Quin of Lincoln County, Postoffice, Brookhaven, Mississippi; Name Earl Collender of Lincoln County, Postoffice, McCall, Mississippi; Name W. A. Bailess of Lincoln County, Postoffice, Wesson, Mississippi; Name E. P. Allmond of Lincoln County, Postoffice, Brookhaven, Mississippi; Name E. B. Sauls, Jr., of Lincoln County, Postoffice, Brookhaven, Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be LINCOLN COUNTY SOIL CONSERVATION ASSOCIATION (A.A.L)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Brookhaven, in the County of Lincoln, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimoney whereof we have hereunto set our hands in duplicate, this 5th day of May, 1936. George Wactor, Fred Getwan, O. B. Keen, M. C. Furr, E. S. Allen, Earl Collender, E. R. Quin, W. A. Bailess, E. P. Allmond, E. B. Sauls, Jr.,

STATE OF MISSISSIPPI,)
COUNTY OF LINCOLN.)

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the above named, George Wactor, Fred Getwan, A. B. Keen, M. C. Furr, E. S. Allen, Earl Collender, E. R. Quin, W. A. Bailess, E. P. Allmond, E. B. Sauls, Jr., who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 5 day of May, 1936.

(SEAL) F. J. Hart, Chancery Clerk.

Brookhaven, Mississippi, 5/5,1936.

We, the undersigned organizing members of LINCOLN COUNTY SOIL CONSERVATION ASSOCIATION (A.A.L.), hereby agree that the organization meeting of said corporation may be held at Brookhaven, Mississippi, at a time fixed by E. P. Allmond, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected. George Eactor, Fred Getwan, O. B. Keen, M. C. Furr, E. S. Allen, Earl Collender, E. R. Quin, W. A. Bailess, E. P. Allmond, E. B. Sauls, Jr.,

STATE OF MISSISSIPPI
OFFICE OF
SECRETARY OF STATE
JACKSON.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the charter of incorporation of LINCOLN COUNTY SOIL CONSERVATION ASSOCIATION (A. A. L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 6th day of May, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 705, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 6th day of May, 1936.

(SEAL)

Walker Wood
Walker Wood, Secretary of State.

Recorded: May 7th, 1936

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#7063 W

CHARTER OF INCORPORATION
OF
FARMERS' TRACTOR AND IMPLEMENT COMPANY, INC.,

I. The corporate title of said corporation is: FARMERS' TRACTOR AND IMPLEMENT COMPANY, INC.,
II. The names and addresses of the incorporation are: Jack Lemann, Post Office, New Orleans, La., Tom Mullen, Post Office, Liberty, Miss., J. O. Smith, Post Office, Stoneville, Miss.
III. The domicile of the Corporation is: Greenville, Mississippi.
IV. The amount of authorized capital stock is Twenty-Five Thousand Dollars ($25,000.00).
V. The sale price of said stock is One Hundred Dollars($100.00) par value per share.
VI. The period of existence of said corporation is fifty years.
VIII. The purposes for which the corporation is created are: To buy, sell, lease or own real estate for use as an office or salesroom of said corporation, and for agricultural purposes; to buy, own or sell tractors and farming implements of all kinds; to engage in the general business of selling tractors, farming implements and hardware; and to employ agents; and to do all other acts necessary or incident to the proper conducting of said business.
VIII. The Corporation shall have the right to commence business when Seven Thousand Five Hundred Dollars ($7,500.00) has been paid in.

WITNESS OUR SIGNATURES, this ----day of April, 1936.

Jack Lemann, T. Mullen, J. O. Smith,
Incorporators.

STATE OF LOUISIANA,
PARISH OF ORLEANS.

PERSONALLY APPEARED BEFORE ME, the undersigned Notary Public in and for said parish and state, the within-named JACK LEMANN, who acknowledged that he signed the foregoing Articles of Incorporation, on the day and year therein-mentioned.

GIVEN UNDER MY HAND AND OFFICIAL SEAL, this, the 21st day of April, 1936.

(SEAL)

Walter Suthon, Jr., NOTARY PUBLIC.

STATE OF MISSISSIPPI,
COUNTY OF WASHINGTON.

PERSONALLY APPEARED BEFORE ME, the undersigned Notary Public in and for said county and state, the within-named J. O. SMITH and TOM MULLEN who each acknowledged that they signed the foregoing Articles of Incorporation, on the day and year therein-mentioned.

GIVEN UNDER MY HAND OFFICIAL SEAL, this, the 18th day of April, 1936.

(SEAL)

LAURA MOGAN, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 4th day of May, A. D., 1936, together with the sum of $60.00 deposited to cover the recording feee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 6th, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of FARMER'S TRACTOR AND IMPLEMENT COMPANY, INC., is hereby approved.

In testimoney whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Sixth day of May, 1936.

By the Governor (Seal)

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: May 7th, 1936.

This Corporation dissolved and its Charter surrendered to the State of Mississippi by a decree of the Chancery Court of Washington County, Mississippi dated January 29, 1944. Certified Copy of said decree filed in this office, this the 5th day of February 1944. Walker Wood, Secy. of State.

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AMENDMENT OF CORRECTION
TO
ARTICLES OF INCORPORATION
OF
LEAKE COUNTY BANK,

CARTHAGE, LEAKE COUNTY MISSISSIPPI

WHEREAS, heretofore on the 2nd day of January, 1935, the stockholders of Leake County Bank, Carthage, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

WHEREAS, said Amendments are incomplete and incorrect and it is necessary and for the best interests of this Bank, that said Amendments be corrected and completed; it is therefore

RESOLVED, that regardless of any omissions, errors or defects in said Amendments or in the corporate proceedings connected therewith, all action taken by the Stockholders, Officers and Agents of this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted January 2nd, 1935 to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, the use thereof in the operation of the Bank and the issuance and sale of the Preferred Stock authorized thereunder, be and the same are hereby and in all things ratified and confirmed. And

IT IS FURTHER RESOLVED that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders on the 2nd day of January, 1935, the Articles of Incorporation as amended, be amended as follows:

By striking out of the original Charter, amended as aforesaid, all of the amendment adopted on January 2nd, 1935, except the first paragraph thereof, which is designated "Resolved First", which said paragraph is specifically retained and adopting and inserting in the place thereof the following:

RESOLVED, SECOND, that, under the provisions of Section 9 of Chapter 146 of Laws of 1934, the common capital stock of this Corporation be reduced in the sum of $10,000.00, leaving the total common capital, after said reduction, $20,000.00.

RESOLVED, THIRD, that no distribution of assets shall be made to the shareholders of the Corporation by reason of the reduction of the common capital stock of the Corporation, but a sum equal to the amount of said reduction shall be used to charge off or write down losses, substandard and/or non-acceptable assets and/or shall be transferred to surplus or undivided profits in accordance with the requirements of the Federal Reserve Board and/or the Superintendent of Banks.

RESOLVED, FOURTH, that the Articles of Incorporation be amended by striking out Section or Article #6 and inserting in place thereof the following.

"Article 6. The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED, FIFTH, that the Articles of Incorporation be further amended by striking out Article 3 and inserting in the place thereof the following:

Article 3. (1) Amount, classes and shares of capital stock-The amount of capital stock of the Corporation shall be $70,000.00 divided into classes and shares as follows: (hereinafter provided)

(a) $50,000.00 par value of preferred stock (subject to retirement as provided into 10,000 shares of the par value of $5.00 (1) each; and

(b) $20,000 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second and third paragraphs of section 4 of this Article 3) divided into 4000 Shares of the par value of $5.00 each.

(2) Assessability of stock.--The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.-- The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this Article 3) accruing after January 2nd, 1935. (2), (hereinafter referred to as the "Recapitalization Date"), cash dividends thereon to and including March 31, 1939, at the rate of four percent per annum or the par value thereof, and no more, and thereafter at the rate of five percent per annum of the par value thereof, and no more, Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue, on to any given share of such stock, from the date of issuance of such share; provided, however, that, in the case of any share of such stock issued after August 1, 1935, (3), such dividends shall accrue on such share from the February 1 or August 1, as the case may be, next preceding the date of issuance thereof. Such dividends shall be cumulative so that if dividends at the full rate required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart for such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.--Dividends or other distributions, whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation determined as provided in section 5 of this Article 3) accruing after the Recapitalization Date.

If any call or purchase for retirement of preferred stock pursuant to the provisions of sections 8 or 9 of this Article 3 would reduce the outstanding capital of the Corporation below the minimum amount at the time required by law, the Board of Directors, prior to or simultaneously with such retirement, shall declare on the common stock out of net profits of the Corporation accruing after the Recapitalization Date, a dividend in an amount equal to the sum required to maintain the capital of the Corporation at such minimum amount after giving effect to such retirement, such dividend to be payable in shares of common stock which shall be issued (without any action on the part of the holders of stock of any class

(2) Insert date on which Articles of Incorporation amended by shareholders.

(3) Insert the February 1 or August 1 next succeeding the proposed date of purchase of preferred stock.

or on the part of the Superintendent of Banks) pro rata to the holders of common stock.

(5) Determination of net profits.--For the purpose of this Article 3, the net profits or net loss as distinguished from usage of terms "net profits" and "net loss" in reports required by the Superintendent of Banks) of the Corporation shall be determined for each six month's period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period:

(a) All expenses for such period;

(b) All interest accrued during such period;

(c) All losses determined during such period, and such charge-offs and write-downs of assets and ~~(whether from income, undivided profits to reserves~~ (whether from income, transfers to reserves ~~(whether from income, undivided profits to reserves~~ divided profits or surplus) for such period (including all chare-offs, write-downs and transfers to reserves requested by the Superintendent of Banks for such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed

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reserves previously set up therefor in such period or any prior period,or available un-allocated reserves;

(d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same;

(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no deductions from gross earnings for the six months' period ending June 30th, 1935 (4), shall be required by reason of any chare-offs or write-downs of assets or transfers to reserves made during said period on account of losses sustained on or prior to the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits.-- As long as any shares of preferred stock are outstanding the Corporation, on each February 1 and August 1, shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 and June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be;

(4) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this Article 3) of a sum equal to forty per cent of the remainder, if any, of such net profits; provided, however, that the aggregate amount paid into the preferred stock returement fund in any one year need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever; provided, further, however, that unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund except from such net profits as may have accrued from and after December 31, 1935;

Subject to compliance with the provisions of Section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this Article 3.

(7) Limitations on retirement of stock.-- Except with the approval of the Superintendent of Banks no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $71,000 (5) by an amount at least equal to the sum necessary to effect such retirment. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirment shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase.--Subject to the provisions of section 7 of this Article 3, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000 (6), the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this Article 3, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law.

(5) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purcahse of the preferred stock.

(6) This figure will be fixed by Reconstruction Finance Corporation.

Subject to the provisions of section 7 of this Article 3, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be canceled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call.--Subject to the provisions of section 7 of this Article 3, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part, pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, and provided always that the capital shall in no event be reduced below the minimum amount required by law, by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement. At least thirty days prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares, From and after the retirement date (unless the Corporation shall default in payment of the retirement

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price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation, etc.,--By the affirmative voteof the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the Superintendent of Banks and such other conditions as at the time may be required by law--

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that not vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 3 in connection with the retirement of shares of preferred stock;

(b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock;

(c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;

(d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding;

(e) The Corporation may be consolidated or merged into or with any other bank;

(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan or reorganization of the Corporation may be carried into effect--

Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article 3 and the fair value of the assets of the Corporation as determined by the Superintendent of Banks shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the Superintendent of Banks.

(11) Preemptive rights.-- In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights.--(a) Except as otherwise provided in sections 10 and 13 of this Article 3 and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in sub-paragraph (2) of section 13 of this Article 3, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights.-- If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding--

(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this Article 3) on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or

(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporarion (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), as determined by the Superintendent of Banks, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or

(d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation--

then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions in (a), (b), (c) and (d) above shall continue:

and so long as any of said conditions

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(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the Superintendent of Banks, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee, satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to incoude the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation, under such condistions as may be provided by law.

(14) Rights of preferred stock on Liquidation.--In the event of any receivership, conservatorship, liquidation, dissoltuion, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

Article 11. (a) Officers.-- The Board of Directors shall elect one of its members President of the Corporation, The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cayse, to perform all acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Chasier, and such other officers and clerks as may be required to transact the business of the Corporation; and, subject to the provisions of sub-paragraphs (1) and (2) of section 13 of Article 3 hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand.

(b) Powers of Board of Directors.- The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

Article 12. Special meetings of shareholders.--Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED, SIXTH, that each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED, SEVENTH, that the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or to such other person or persons as the Board of Directors may deem advisable.

At a Special meeting of the shareholders of Leake County Bank, Carthage, Miss., Mississippi, held on February 10, 1936, 10 days' notice of the proposed business having been given by mail, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of Preferred Stock outstanding and at least two-thirds of the total number of shares of Common stock outstanding.

Total number of shares of Preferred stock outstanding	10,000
Total mumber of shares of Preferred stock represented at the meeting	10,000
Total number of shares of Preferred stock voted in favor of the resolutions	10,000
Total number of shares of Preferred stock voted against the resolutions	None
Total number of shares of Common stock outstanding	4 000
Total number of shares of Common stock represented at the meeting	2867
Total number of shares of Common stock voted in favor of the resolutions	2867
Total number of shares of Common stock voted against the resolutions	None

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

(SEAL OF BANK) Joseph Sanders, Vice President & Cashier.

Subscribed and sworn to before me this 21 day of February, A.D., 1936.

(SEAL)
(Seal of Notary) Mabel R. Goyne, Notary Public.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Received at the office of the Secretary of State, this the 4th day of May, A. D., 1936, together with the sum of $10.000 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 6th, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

DEPARTMENT OF
BANK SUPERVISION
STATE OF MISSISSIPPI
JACKSON.

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May, 1936.

(SEAL)

STATE OF MISSISSIPPI,
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of Leake County Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Sixth day of May, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood,
Secretary of State.

Recorded: May 7th, 1936.

AMENDMENT TO ARTICLES OF ASSOCIATION AND INCORPORATION
OF
MADISON COUNTY FARM BUREAU (A. A. L.)
FOR THE PURPOSE OF CHANGING NAME THEREOF TO
MADISON COUNTY COOPERATIVE(A. A. L.)

Section 2 of the said Articles of Association and Incorporation as now existing is hereby amended to read as follows:

"Section 2. The name of the organization shall be MADISON COUNTY COOPERATIVE (A. A. L.)"

In testimony of the adoption of the foregoing amendment to the Articles of Association and Incorporation of this Association, now to be known as MADISON COUNTY COOPERATIVE (A. A. L.), witness the signature of the two executive officers thereof, in duplicate, under authority given them by a majority of the members thereof in accordance with law, and of the by-laws, on this 6th day of May, 1936.

H. N. Winans, President
Hayes Lee, Secretary.

STATE OF MISSISSIPPI,)
COUNTY OF MADISON.)

Before me, the undersigned Notary Public in and for said County, personally came and appeared H. N. Winans and Hayes Lee, who then and there acknowledged, and on oath stated that they are respectively president and secretary of Canton, Miss., (A.A.L.) and executive officers thereof, and that acting for said Association and under specific authority conferred on them by a majority of the members thereof, they have executed and delivered the foregoing amendment to the Articles of Association and Incorporation of said Association, particularly amending Section 2 thereof, on the date therein stated.

In testimony whereof, witness my signature and seal of office, this 6 day of May, 1936.

(SEAL)

Billie Tucker, Notary Public.
My Commission expires Sept. 27, 1938

STATE OF MISSISSIPPI
OFFICE OF
SECRETARY OF STATE
JACKSON.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the amendment to the articles of association and incorporation of Madison County Farm Bureau (A. A. L.) changing the name thereof to Madison County Cooperative (A. A. L.), hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 7th day of May, 1936, and one copy thereof recorded in this office in Record of Incorporation Book No. 35-36, at page 711, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 7th day of May, 1936.

(SEAL)

Walker Wood
Walker Wood, Secretary of State.

Recorded: May 8th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Received at the office of the Secretary of State, this the 4th day of May, A. D., 1936, together with the sum of $10.000 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 6th, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

DEPARTMENT OF
BANK SUPERVISION
STATE OF MISSISSIPPI
JACKSON.

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May, 1936.

(SEAL)

STATE OF MISSISSIPPI,
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of Leake County Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Sixth day of May, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood,
Secretary of State.

Recorded: May 7th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

AMENDMENT TO ARTICLES OF ASSOCIATION AND INCORPORATION
OF
MADISON COUNTY FARM BUREAU (A. A. L.)
FOR THE PURPOSE OF CHANGING NAME THEREOF TO
MADISON COUNTY COOPERATIVE(A. A. L.)

Section 2 of the said Articles of Association and Incorporation as now existing is hereby amended to read as follows:

"Section 2. The name of the organization shall be MADISON COUNTY COOPERATIVE (A. A. L.)"

In testimony of the adoption of the foregoing amendment to the Articles of Association and Incorporation of this Association, now to be known as MADISON COUNTY COOPERATIVE (A. A. L.), witness the signature of the two executive officers thereof, in duplicate, under authority given them by a majority of the members thereof in accordance with law, and of the by-laws, on this 6th day of May, 1936.

H. N. Winans, President
Hayes Lee, Secretary.

STATE OF MISSISSIPPI,)
COUNTY OF MADISON.)

Before me, the undersigned Notary Public in and for said County, personally came and appeared H. N. Winans and Hayes Lee, who then and there acknowledged, and on oath stated that they are respectively president and secretary of Canton, Miss., (A.A.L.) and executive officers thereof, and that acting for said Association and under specific authority conferred on them by a majority of the members thereof, they have executed and delivered the foregoing amendment to the Articles of Association and Incorporation of said Association, particularly amending Section 2 thereof, on the date therein stated.

In testimony whereof, witness my signature and seal of office, this 6 day of May, 1936.

(SEAL)

Billie Tucker, Notary Public.
My Commission expires Sept. 27, 1938

STATE OF MISSISSIPPI
OFFICE OF
SECRETARY OF STATE
JACKSON.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the amendment to the articles of association and incorporation of Madison County Farm Bureau (A. A. L.) changing the name thereof to Madison County Cooperative (A. A. L.), hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 7th day of May, 1936, and one copy thereof recorded in this office in Record of Incorporation Book No. 35-36, at page 711, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 7th day of May, 1936.

(SEAL)

Walker Wood
Walker Wood, Secretary of State.

Recorded: May 8th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

ARTICLES OF INCORPORATION OF SHELBY WHOLESALE GROCERY, INC.

1. The name and corporate title of this corporation is Shelby Wholesale Grocery, Inc.

2. The names and post-office addresses of the incorporators are; E. J. Domergue, 1000 Hardy Street, Hattiesburg, Mississippi; Mrs. E. J. Domergue, 1000 Hardy Street, Hattiesburg, Mississippi.

3. The domicile of this corporation is Hattiesburg, Forrest County, Mississippi.

4. The amount of authorized capital stock is Fifteen Thousand Dollars ($15,000.00), all of which is common stock with full voting privileges, of the par value of One Hundred Dollars ($100.00) per share.

5. The period of existence of this corporation, not to exceed fifty years, is fifty years.

6. The purposes for which this corporation is created are to do a general wholesale merchandise business, with powers to deal in goods, wares and merchandise, including particularly groceries, hardware, fruit, produce and all other articles of merchandise not contrary to law, and to establish, operate, own, control, manage or otherwise be interested in such mercantile business, and land, buildings and premises incident thereto, with power to do any and all things necessary or convenient to the business of said corporation. The rights and powers that may be exercised by this corporation, in addition thereto are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930 and amendments thereto.

7. The number of shares of common stock to be subscribed and paid for before this corporation shall commence business is One Hundred (100).

Witness our signatures on this the 7th day of May, A. D., 1936.

E. J. Domergue
Mrs. E. J. Domergue.

State of Mississippi)
County of Forrest)

This day personally appeared before me, the undersigned Notary Public in and for said State and County, the above named incorporators, E. J. Domergue and Mrs. E. J. Domergue, who separately and severally acknowledged that they signed and delivered the foregoing instrument as their own act and deed on the date therein written.

Witness my signature and seal of office on this the 7th day of May, A. D., 1936.

(S E A L) Jennie Robert Ament, Notary Public.

Received at the office of the Secretary of State this the 8th day of May, A. D., 1936, together with the sum of Forty Dollars ($40.00) deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, 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.

Greek L. Rice, Attorney General
5/8/36. By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Shelby Wholesale Grocery, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Eleventh day of May, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: May 12, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7076 M.

THE CHARTER OF INCORPORATION OF SOUTHERN CLINICS, INCORPORATED.

1. The corporate title of said company is Southern Clinics, Incorporated.
2. The names of the incorporators are: A. F. Bellande, Postoffice, Gulfport, Mississippi; R. L. Rice, Jr., Postoffice, Gulfport, Mississippi; Ellis G. Stratakos, Postoffice, Gulfport, Mississippi.
3. The domicile is at Gulfport, Harrison County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Five thousand dollars ($5,000.00) common stock.
5. Number of shares for each class and par value thereof: One thousand shares of common stock, of the par value of Five dollars ($5.00) per share.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To engage in the business of establishing, conducting, directing and owning medical, surgical, nursing and pharmaceutical clinics and emergency hospitals on a co-operative basis, and to contract with and maintain and pay on a percentage basis an adequate staff of reputable qualified and duly licensed physicians, surgeons, nurses and pharmacists for the sick and injured members of such clinics, as may be defined by the by-laws and regulations of the corporation, in such classes of cases either in the homes of the members of said clinic or clinics, or at the respective offices of said clinics, or in such emergency hospitals as may be established and maintained by, or designated as official hospitals by said corporation.

To solicit contributing members for said clinic or clinics on a basis of monthly donations for the support and maintenance of said clinics and the payment of the medical, surgical, nursing, pharmaceutical and operating staffs, and for the purchase of medical and pharmaceutical supplies and for the maintenance of such emergency hospitals as may be either established, or designated as official hospitals of said organization, on a percentage basis.

To furnishing to its donating members and the members of their immediate families such medical, surgical and pharmaceutical services, and hospitalization and nursing facilities when necessary, and medical supplies as may be designated, during the monthly period covered by their respective donations free of all other charges, in certain classes of cases to be plainly defined and designated by the regulations and by-laws of said organization; and in certain other classes of cases likewise defined, at actual cost or discount.

To contract with social, labor, mercantile and industrial organizations for the like treatment of their members or employees and their immediate families on a like monthly basis for a like stipulated monthly donation, for like medical, surgical, nursing, hospital and pharmaceutical treatment and services during each respective monthly period.

To use said monthly donations for the maintenance and operation of said clinics and hospitals, and for the employment of said medical, surgical, nursing and pharmaceutical and operating staffs.

To furnish the services of its facilities and staffs to non-contributing members on such as fee basis as shall be commensurate with the service rendered.

For said purposes to buy, sell, lease and own real estate and equipment, to contract for, purchase and distribute medical, surgical and pharmaceutical equipment and supplies, to solicit donations or to borrow funds when and if necessary for said purposes, and to make and execute all necessary and proper and legal contracts for the carrying out of the purposes of said organization and to do and perform all other necessary and incidental acts necessary for the purposes of said organization and not inconsistent with the purpose for which organized, and not in violation of the laws of the State of Mississippi, or of the United States of America, or of any other State or foreign country, when performed therein.

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

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business. Two hundred shares of common stock.

A. F. Bellande
R. L. Rice, Jr.,
Ellis G. Stratakos
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI,)
COUNTY OF HARRISON.)

This day personally appeared before me, the undersigned authority, A. F. Bellande, R. L. Rice, Jr., Ellis G. Stratakos, incorporators of the corporation known as the Southern Clinics, Incorporated., 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, 1936.

Ben Kittrell Glen, Notary Public.
Harrison County, Mississippi.
(SEAL)

Received at the office of the Secretary of State this the 18th day of May, A.D., 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opihion.

Walker Wood, Secretary of State.

Jackson, Miss., May 18th, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI,
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of SOUTHERN CLINICS, 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 Nineteenth day of May, 1936.

Hugh White
GOVERNOR

By the Governor

Walker Wood
Secretary of State.

Recorded: May 19th, 1936.

Report of organization not received within the statutory limit of two years - Charter Cancelled—

TUCKER PRINTING HOUSE JACKSON MISS.

#7078 W

THE CHARTER OF INCORPORATION
OF
D. W. BOUTWELL, INCORPORATED.

1. The corporate title of said company is D. W. Boutwell, Incorporated.
2. The names and postoffice addresses of the incorporators are: D. W. Boutwell who postoffice is Forest, Mississippi; Mrs. Lillie Boutwell whose postoffice address is Forest, Mississippi; Mrs. Launo Langhart who postoffice address is Forest, Mississippi.
3. The domicile of said corporation is Forest, Scott County, Mississippi.
4. The amount of authorized capital stock is $5,000.00 all of which capital stock shall be common stock of the par value of $100.00 per share; and the privilege of subscribing to said stock shall be restricted to those subscribers who are agreeable to said incorporators.
5. The par value of $100.00 per share shall be the sale price per share of said stock on the original issue thereof.
6. The period of existence shall be fifty years.
7. The purposes for which said corporation is created shall be those, not contrary to law, including the rights and powers that may be exercised by corporations generally under the provisions of Chapter 100 of the Mississippi Code of 1930 and subsequent legislative amendments and supplements and particularly the following:

(a) To engage in both the wholesale and retail merchandising of gas, oils, greases and other petroleum products, automotive tires, tubes, accessories and equipment and trade related commodities;

(b) To acquire, or erect, and maintain service stations and operate the same in the wholesaling and retailing of all petroleum products, automotive equipment and general merchandise, and in the servicing, repairing and maintaining of automotive vehicles, and in representing as agent of persons, firms and corporations engaging in related business or in the business of automotive transportation.

(c) To engage in jobbing and distributing petroleum and petroleum products, to acquire, hold and maintain stations therefor; to own, control and operate machines, motor vehicles, appliances and equipment in and about the sale and delivery of the same and related commodities; and to establish agencies and promote and control agents therefor.

(d) To buy, hold, lease and improve land, and to sell, let and sublet lands in such business.

(e) And to trade in the markets in such commodities, and to buy, own and sell securities generally related to said business.

8. The number of shares of common stock necessary to be subscribed and paid for before the corporation shall commence business is forty shares.

Witness out signatures this the 16th day of April, 1936.

D. W. Boutwell
Mrs. Lillie Boutwell
Mrs. Launo Langhart

STATE OF MISSISSIPPI,
SCOTT COUNTY.

Personally appeared before me the undersigned authority within and for the county and state aforesaid D. W. Boutwell, Mrs. Lillie Boutwell and Mrs. Launo Langhart, incorporators of D. W. Boutwell, Incorporated, a corporation proposed to be chartered and incorporated under the laws of the State of Mississippi, who each acknowledged that he signed and delivered the foregoing articles of incorporation on the date and for the purpose therein mentioned as his voluntary act and deed.

Given under my official hand and seal this the 16th day of May, 1936.

(SEAL)

Floyd Moseley, Circuit Clerk
By, W. H. Walker, D. C.

Received at the office of the Secretary of State, this the 18th day of May, A. D., 1936, together with the sum of $20.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss.,
May 18th, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI,
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of D. W. Boutwell, 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 Nineteenth day of May, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: May 19th, 1936.

Report of organization not filed. Death in the state limit of two years. Charter cancelled.

TUCKER PRINTING HOUSE JACKSON MISS

#7075 W.

"THE CHARTER OF INCORPORATION
OF
DONAVAN-LANE"
OF
Hattiesburg, Mississippi.

1. The corporate title of said company shall be and is "DONOVAN-LANE":
2. The names and post-ffocer addresses of the incorporators are:

(Names)	(Post-Office Addresses)
Thomas R. Donavan.....	Hattiesburg, Mississippi:
Dewey H. Lane,.....	Hattiesburg, Mississippi:

3. The domicile of the corporation in this State shall be and is Hattiesburg, in Forrest County, Mississippi.
4. The amount of authorized capital stock shall be and is six thousand ($6,000.00) Dollars, which said stock shall and does consist of sixty (60) shares of common stock, each share of which said stock shall and does have the same rights, privileges and restrictions, and each share of which said stock shall and does have a par value of one hundred ($100.00) dollars.
5. The period of existence of said corporation, not to exceed fifty (50) years, shall be and is fifty (50) years.
6. The purposes for which the corporation is created, and the rights and powers that may be exercised thereby, not contrary to law, are as follows:

(a) THE PURPOSES for which the corporation is created are to receive, both by purchase and on consignment, and otherwise lawfully to acquire, goods, wares and merchandise of every kind, including particularly mens' wearing apparel, clothing, furnishings, accessories, notions, jewelry, toilet articles, and other mens' supplies, equipment and effects, and to deal in and sell, as principal and agent, all of the aforesaid property, and generally to do any and all things necessary, convenient and desired in the lawful conduct of said business.

(b) THE RIGHTS AND POWERS that may be exercised by said corporation in addition to those hereinabove enumerated are those conferred by the provisions of Chapter 100, Mississippi Code, 1930, Annotated, Volume 2, as amended and supplemented.

7. The number of shares of common stock necessary to be subscribed and paid for before the corporation shall commence business is fifty-four (54) shares of the par value of one hundred ($100.00) dollars per share, and of the aggregate par value of fifty-four hundred ($5400.00) dollars.

Thos. Donovan
Thomas R. Donovan

Dewey H. Lane
Dewey H. Lane,
Incorporators of "DONOVAN-LANE".

THE STATE OF MISSISSIPPI,)
FORREST COUNTY,)
CITY OF HATTIESBURG.)

This day personally came and appeared before me, the undersigned authority in and for said State, County and City, the above and within named THOMAS R. DONOVAN, and DEWEY H. LANE, incorporators of "DONOVAN-LANE", of Hattiesburg, Forrest County, Mississippi, both personally known to me, who separately and together acknowledged that they signed, executed and delivered the above, within and foregoing Articles and Charter of Incorporation of "DONOVAN-LANE", of Hattiesburg, Forrest County, Mississippi, as their own act and deed and for the purposes therein expressed on this, the 30th day of April. 1936.

WITNESS my signature and offical seal at Hattiesburg, in Forrest County, Mississippi, this, the 30th day of April, A. D., 1936.

(SEAL)

Ethel Baylis, Notary Public.

Received at the office of the Secretary of State, this the 16th day of May, A.D., 1936, together with the sum of $22.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 18th, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE
JACKSON.

The within and foregoing Charter of Incorporation of "DONOVAN-LANE" is hereby approved.
In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Nineteenth day of May, 1936.

Hugh White
GOVERNOR

By the Governor

Walker Wood
Secretary of State.

Recorded: May 19th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

#7080 W

THE CHARTER OF INCORPORATION OF WEST POINT SHIRT COMPANY, INC.,

1. The Corporate title of the Company is "West Point Shirt Company, Inc."
2. The names and post-office addresses of the Incorporators are: Sam Greenfeld, West Point, Mississippi; Mrs. Pearle Greenfeld, Atlantic City, New Jersey; William E. Shaak, West Point, Mississippi.
3. The domicile of the Corporation is West Point, Mississippi.
4. The amount of authorized capital stock is six hundred (600) shares of common stock with a par value of One Hundred dollars ($100.00) each. The common stock is the only stock to be issued by the Company and will have full power and control in the operation and carrying on of the business of the Company.
5. The sale price per share of the common stock is One Hundred dollars, ($100.00).
6. The period of existence of the Corporation is fifty (50) years.
7. The purposes for which this Corporation is created are: To purchase, lease or otherwise acquire land, buildings, machinery and equipment in this State or elsewhere for the erection and establishment of a manufactory or manufactories, work shops and garment plants with suitable plant, engine, machinery and equipment with the power to manufacture, buy, sell, import and export or otherwise deal in either directly or indirectly through the medium of agents or otherwise of any and all kinds of garments and wearing apparel; to sell, mortgage, lease or otherwise deal with real and personal property of the Company; and in addition thereto, to exercise all the rights and powers conferred by or under the provisions of Chapter One Hundred (100) of the Mississippi Code of 1930 and all amendments thereto.
8. The Corporation may commence business when three shares of its common stock have been subscribed and paid for.

This the 15th day of May, 1936.

Sam Greenfeld
Pearle Greenfeld
Wm. E. Shaak
Incorporators.

STATE OF MISSISSIPPI
CLAY COUNTY.

Personally appeared before me, the undersigned authority of law in and for the County and State aforesaid, Sam Greenfeld and William E. Shaak, who acknowledged that they signed and executed the foregoing Articles of Incorporation of West Point Shirt Company, Inc., on the day and year therein written.

Given under my hand and seal of office, this the 18th day of May, 1936.

(SEAL)

A. B. Cottrell, Notary Public.
My Commission expires April 22, 1939.

STATE OF NEW JERSEY
COUNTY OF ATLANTIC.

Personally appeared before me, the undersigned authority of law in and for the County and State aforesaid, Mrs. Pearle Greenfeld, who acknowledged that she signed and executed the foregoing Articles of Incorporation of West Point Shirt Company, Inc., on the day and year therein written.

Given under my hand and seal of office, this the 15th day of May, 1936.

(SEAL)

Alice Alkazin, Notary Public.
My Commission expires 1/7/38.

Received at the office of the Secretary of State, this the 20th day of May, A. D., 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 20th, 1936.

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

Greek L. Rice, Attorney General
By, W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI,
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of West Point Shirt 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 20th day of May, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: May 20th, 1936.

This corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the Chancery Court of Clay County, Miss., the 13th day of January 1943. Certified copy of said decree filed in this office, this the 19th day of January 1943.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
TOCCOPOLA REFRIGERATION ASSOCIATION (A.A.L.)

SEC. 1. Be it Known that we: Name M. L. Hodges of Pontotoc County, Toccopola Post Office, Mississippi; Name L. E. Wingo of Pontotoc County, Toccopola Post Office, Mississippi; Name Mrs. G. T. Newell of Lafayette County, Toccopola Post Office, Mississippi; Name J. S. Tutor of Lafayette County, Toccopola Post Office, Mississippi; Name J. C. Wingo of Pontotoc County, Toccopola Post Office, Mississippi; Name Tony Wingo of Pontotoc County, Toccopola Post Office, Mississippi; Name D. H. Wilson of Pontotoc County, Toccopola Post Office, Mississippi; Name J. D. Pickens of Pontotoc County, Toccopola Post Office, Mississippi; Name C. N. Hewlette of Pontotoc County, Toccopola Postoffice, Mississippi; Name W. B. Stroup of Pontotoc County, Toccopola, Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 99, Article 1, Mississippi Code of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into articles of association and incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges and immunities by said statute given or allowed, setting forth the following:

SEC. 2. The name of the organization shall be Toccopola Refrigeration Association (A.A.L.).

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Toccopola, in the County of Pontotoc, in the State of Mississippi.

SEC. 5. Said incorporated association is to be organized and operated under said Chapter 99, Article 1, Mississippi Code of 1930.

SEC. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges, and immunities, given, allowed or contemplated by said Chapter 99, Article 1, Mississippi Code of 1930 or by other laws of the State of Mississippi or the United States.

To engage un any activity involving or relating to buying, receiving, processing, packing, storing, financing, handling, selling, marketing, and/or distribution of meats, eggs, fruits, vegetables dairy products, and all other perishable agricultural products or conducive thereof; and with respect to buying equipment, machinery and supplies to be used in connection with refrigeration plants, and to act as agent in doing of any of the foregoing things; provided that the Association shall not deal in farm products, refrigeration supplies, and refrigeration services with non-members in an amount greater in value than the total amount of such business transacted by it with or for members.

To promote, encourage, foster, and facilitate the economic, orderly, and efficient storage and refrigeration, distribution, and sale of perishable farm products.

In testimony whereof we have hereunto set our hands in duplicate, this 22 day of May, 1936.

M. L. Hodges,
J. S. Tutor,
John C. Wingo,
J. D. Pickens,
C. N. Hewlette,
L. E. Wingo,
Mrs. G. T. Newell,
Tony Wingo,
D. H. Wilson,
W. B. Stroup.

State of Mississippi)
County of Pontotoc)

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the above named M. L. Hodges, Tony Wingo, L. E. Wingo, J. D. Pickens, J. S. Tutor, D. H. Wilson, Mrs. G. T. Newell, C. N. Hewlette, John C. Wingo, W. B. Stroup, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 22 day of May, 1936.

Mrs. Ludye Williams, Notary Public.

(SEAL)

Toccopola, Mississippi, May 22, 1936.
Toccopola Refrigeration Association (A.A.L.)

We, the undersigned organizing members of Toccopola Refrigeration Association (A.A.L.) hereby agree that the organization meeting of said corporation may be held at Toccopola, Mississippi, at a time fixed by President, of which he shall have given notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the articles of association and incorporation, or at any other time and place when all or such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

M. L. Hodges,
J. S. Tutor,
J. C. Wingo,
J. D. Pickens,
C. N. Hewlette,
L. E. Wingo,
Mrs. G. T. Newell,
Tony Wingo,
D. H. Wilson,
W. B. Stroup.

STATE OF MISSISSIPPI
Office of
Secretary of State
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the charter of incorporation of the Toccopola Refrigeration Association (A.A.L.), domiciled at Toccopola, in Pontotoc County, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 23rd day of May, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 717, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 23rd day of May, 1936.

Walker Wood
Walker Wood, Secretary of State

(GREAT SEAL)

Recorded: May 23, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Minutes of Special Call Meeting of
UNITED VETERANS ASSOCIATION
By
James M. Cox, Jr., Commander, held at office of above Association in the City of Winona, Miss., May 6th, 1936 at 9:00 A. M.

Meeting called to order by Commander Cox. Members present: C. H. McNiel, Dan Tucker, M. E. Douglas, F. B. Richardson, Melvin McLain, B. F. Councilor, Sr., John Everett, and James M. Cox.

Business of this special meeting to consider the advisability of incorporating the Association as a matter of protection and stability to the members and to the State was given by Commander Cox. The membership informed that McLain and Councilor had just returned from Jackson where they had conferred with the proper State Officials that had charge of corporate matters.

B. F. Councilor, Sr., gave report to members at request of Commander Cox as to what information they had acquired in Jackson when they had been granted interview with the Assistant Attorney General and the Secretary of State. Very clear report and the advantages that incorporating would give to the membership of this Association was carefully explained.

Melvin McLain ask to give his opinion as relative to incorporating by Commander Cox, stated he had nothing to add to the explanation just given but he personally was in favor of seeing that the Ass'n was incorporated at once.

Meeting thrown open for informal discussion of the matter. At this time all details were thrashed out to the entire satisfaction of all. At suggestion of Commander Cox that meeting again come to order if no further questions were up for discussion, was complied with.

Commander Cox: The chair is ready to receive any motion you are to make relative to the matter before us.

C. H. McNeil: Mr. Commander, I wish to offer a resolution to the membership which I believe is in proper form under our constitution and by-laws and that will conform with the laws of the State of Mississippi, which shall read as follows:

Be it hereby resolved, that in-as-much as we members of the United Veterans Association here assembled have after due thought and careful consideration arrived at the conclusion that the proper and advisable step to take was to apply for a corporate charter under the laws of the State of Mississippi, that we here and now designate our Commander James M. Cox, Jr., our Chief of Staff, B. F. Councilor and our present adjutant Melvin McLain as a committee of three to represent us and grant them full power and authority to draft the application for Corporate charter and to proceed with the work incident to having this Association incorporated. They are to act with our approval and as our agents as the authorized incorporators of the United Veterans Association. That there shall be a copy of the minutes of this meeting made in duplicate and that such copy shall accompany the application for Charter to the Secretary of State along with the necessary recording fee. This Committee is to act at once with the full support and cooperation of the membership of this Association.

M. E. Douglas: Due to the fact that these men have already been nearly worked to death I see no reason not to finish them up right quick by putting More work on them and saving our own time and strength, and being willing I want to second the resolution offered by McNeil.

Commander Cox: It has been properly moved and seconded that we do incorporate this association at once and that you dssignate McLain, Councilor, and myself to act as the incorporators. Any further discussion: None. Are you ready for the question? Yes. Those in favor of the resolution as read will raise their hand. (Every hand raised). As long as you have all voted for this measure it will not be necessary to ask for those opposed. Immediately after the adjournment of this meeting I want McLain and Councilor to be with me until we can complete the details of this charter application.

Meeting having no further business to come before it at this time we will stand adjourned until the first Sunday in June at 3:00 P. M. here at the office.

Signed: Melvin McLain, Adjutant.

Jas. M. Cox, Jr., Commander.

(Carbon copy to be forwarded to the Secretary of State along with application for charter of incorporation)

The State of Mississippi,
Montgomery County.

I, B. F. Councilor, Sr., Chief Staff, hereby certify that the foregoing is a true and correct copy of the Minutes of the Special Meeting held in the City of Winona, Miss., on the 6th day of May, 1936.

Witness my signature this the 8th day of May, 1936.

B. F. Councilor, Sr., Chief Staff.

The Charter of Incorporation of
UNITED VETERANS ASSOCIATION OF MISSISSIPPI

1. The corporate title of said company is United Veterans Association of Mississippi.

2. The names of the incorporators are: James M. Cox, Jr., Postoffice Winona, Miss.; Melvin McLain, Postoffice Winona, Miss.; B. F. Councilor, Sr., Postoffice, Winona, Miss.

3. The domicile is at Winona, Miss.

4. Amount of capital stock and particulars as to class or classes thereof: None. There shall be no shares of stock issued, no dividends shall be divided, there shall be no profits among the members. There shall be dues paid by the members of One ($1.00) Dollar per year and expulsion shall be the only remedy for non-payment of dues and death or expulsion shall terminate all interest of each member in the corporate assets and the franchise of this charter. No individual member shall be liable for any of the corporate debts but the entire corporate property only shall be liable for the claims of creditors.

5. Number of shares for each class and par value thereof: None.

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

7. The purpose for which it is created: OBJECTS.-The objects of this organization shall be fraternal, patriotic, historical and educational; to assist the members whenever possible; to earn a place of respect in the community and state by reason of unselfish service; to promote a true allegiamce to the Government of the United States and the Great State of Mississippi; to faithfully abide by the Constitution and the Laws of both the State and Nation; to foster true patriotism, to cherish and merit the principles of freedom and justice; to at all times preserve, and at any time defend, the United States of America from any and all of her enemies whomsoever they may be. The further objects of the organization is to acquire and hold property to the benefit of the association and its membership of colored ex-service men honorably discharged from the military service of the United States, in accordance with the Constitution and By*laws of this Association, the membership of which has been obligated and initiated.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business. None.

See writing next page.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

See below

Jas. M. Cox, Jr.,
Melvin McLain,
B. F. Councilor, Sr.
Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
County of Montgomery.

This day personally appeared before me, the undersigned authority James M. Cox, Jr., of Winona, Miss., Melvin McLain of Winona, Miss. and B. F. Councilor, Sr., of Winona, Miss. incorporators of the corporation known as the United Veterans Association of Mississippi, who acknowledged that they signed and executed the above abd foregoing articles of incorporation as their act and deed on this the 18th day of May, 1936.

(SEAL)

Otis E. Brannon,
Chancery Clerk.

Received at the office of the Secretary of State this the 9th day of May, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., May 22nd, 1936

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

Greek L. Rice,
Attorney General.

By: W. W. Pierce,
Assistant Attorney General.

STATE OF MISSISSIPPI
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of United Veterans Association 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 25th day of May, 1936.

Hugh White,
Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: May 25th, 1936.

This corporation, that is United Veterans Association of Mississippi, domiciled at Winona, Miss. - dissolved by decree of the Chancery Court of Montgomery County, Miss. rendered Aug. 11, 1936 and certified copy thereof filed in this office August 15, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Suspension set aside by Tax Commission April 27, 1937.
This April 27, 1937. Walker
Secretary State Tax Commission
Suspended by State Tax Commission
as Authorized by Section 15, Ch.
221, Laws of Mississippi 1934. DEC 12 1987

The Charter of Incorporation of

BENTONITE PRODUCTS, INC.

1. The corporate title of the said Company is: Bentonite Products, Inc.

2. The names of the incorporators are: Victor T. Mather, whose postoffice address is 643 Dudley Drive, Shreveport, Louisiana; Mrs. A. R. Lacey, whose postoffice address is 1816 Irving Place, Shreveport, Louisiana; S. P. Borden, whose postoffice address is 1001 Slattery Building, Shreveport, Louisiana.

3. The domicile is at Millard, Pearl River County, Mississippi.

4. The amount of capital stock and particulars as to class or classes thereof: The amount of the total authorized capital stock of this corporation is one thousand five hundred (1,500) shares, which is divided into two classes: Five Hundred (500) shares of Preferred Stock of the par value of Twenty Five Dollars ($25.00) per share. One Thousand (1000) shares of common stock of no par value.

The control and management of this corporation shall be in the hands of the holders of the common stock, except as otherwise herein provided.

Said preferred stock shall entitle the holder thereof to receive out of the net earnings and the corporation shall be bound to pay fixed accumulated dividends at the rate of 6% per annum, payable quarterly, half yearly or yearly as the directors may from time to time determine before any dividends shall be set apart or paid on the common stock, and no dividend shall be declared and paid on the common stock of this corporation while any of the preferred stock is outstanding unless the Board of Directors shall, simultaneously with the declaration of the dividend on the common stock, set aside for the redemption of preferred stock a sum equal to the total dividend declared upon the common stock. The holders of the preferred stock shall, in case of liquidation or dissolution of the corporation, be entitled to be paid in full, both the par value of their shares and the accumulated unpaid dividends charged, before any amount shall be paid to the holders of the common stock.

Said preferred stock shall be subject to redemption at Twenty-Five Dollars ($25.00) per share and accumulated dividends unpaid at the time of redemption on any date of payment of preferred stock dividends, or at such other times or in such other manner as the Board of Directors shall determine after one year from the issuance thereof.

So long as the corporation is able to pay from its earnings or surplus the dividend of 6% per annum on all outstanding preferred stock, the stockholders of the said preferred stock shall have no voting power except the right to vote in all elections for directors or managers of the corporation as provided by Section 194 of the State Constitution. However, in case such a dividend on such outstanding shares shall not be paid for a period of two years, then and in that event, the holders of the preferred stock shall, upon the expiration of the said two years, have the same voting power as the common stock, to-wit: One vote in person or by written proxy for each share of stock. This voting power shall ipso facto cease upon the resumption of the payment of all dividends due and falling due upon such preferred stock, except the right to vote in all elections for directors or managers of the said corporation as hereinbefore provided.

5. The sale price per share of the no par value common stock shall be Five Dollars ($5.00) per share. Provided, however, that the Board of Directors shall have full power and authority at any time to change said price and to fix the price at which said stock may be sold.

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

7. The purpose for which it is created: (a) To carry on the general business of mining for and quarrying clay products, stone, gravel, sand, salt, sulphur and other mineral products and breaking, crushing, drying, manufacturing, and otherwise preparing such products for market, as well as any by-products which may be quarried or mined by said corporation or produced and manufactured by the corporation, and to that end the corporation shall have the right to drill, mine, and explore for clay, rock, gravel, salt, sulphur, sand, and other minerals of whatever nature and kind and to contract with regard thereto; to build the necessary mining, crushing, or other manufacturing plants, machinery or equipment for the purpose of discovering, producing, manufacturing, and selling said principal products or by-products therefrom; to own, buy, sell, and mortgage land, leases, royalties, quarry deposits, and mineral rights; and to develop, exploit, explore, and operate the same for the purposes herein set forth and for any other purpose that same may be found to be used; to buy, acquire, sell, assign, mortgage, pledge, or hypothecate all forms of real and personal property, including notes, checks, mortgages, debentures, and other properties, either movable or immovable; to own, build, and operate tramways and other transportation facilities necessary or incidental to the business to be carried on by the business of this corporation. (b) To buy, own, sell and deal in all kinds of personal property on its own account and as broker or agent for others. (c) To purchase or otherwise acquire, hold, sell, assign and transfer shares of capital stock, bonds and other evidences of indebtedness of corporations and to exercise all privileges of ownership, including voting on stock so held when not in conflict with or contrary to the laws of the state of Mississippi and the United States. (d) To invest its funds or money in property, or by making loans of same and to take and receive security therefor by way of mortgage on both real and personal property, and to receive pledges of such property by bill of sale or delivery, and to accept endorsements and guarantees of persons and corporations. (e) To erect and operate private telegraph, telephone and power lines and railways for the business of the corporation but not for public use. (f) To construct, carry out, maintain, improve, manage, work, control and superintend any works, plants, factories and conveniences which may be necessary and proper either directly or indirectly in connection with any of the objects of the company and to contribute thereto, subsidize, guarantee or otherwise aid or take part in such operations. (g) To borrow money by issuance of notes, bonds, debentures and other evidences of idehtedness of the corporation and to mortgage, pledge and hypothecate the property and assets of the corporation to secure payment of the same. (h) To do and perform any and all other cats and deeds not contrary to the laws of the state of Mississippi and the United States proper to carry out and perform the objects of the corporation. (i) And, to have any and all of the powers given and granted to corporations by Chapter 100, Mississippi Code of 1930, and any subsequent amendments thereto made by the legislature of the State of Mississippi.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business are as follows: One Hundred (100) shares of preferred stock of the par value of Twenty Five Dollars ($25.00) per share, and One Hundred (100) shares of common stock of no par value, all of said stock to be paid for in cash or in property or services at a valuation to be fixed by the Board of Directors.

Witness our signatures this the 6th day of May, A. D. 1936.

Victor T. Mather,
Mrs. A. R. Lacey,
S. P. Borden.

STATE OF LOUISIANA,
Parish of Caddo,
City of Shreveport.

This day personally appeared before me the undersigned authority in and for said city, parish and state, the within named, Victor T. Mather, Mrs. A. R. Lacey, and S. P. Borden, incorporators of the corporation known as Bentonite Products, Inc., who each acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 6th day of May, 1936. (SEAL)

Daniel E. Seitellmann, Notary Public.

Received at the office of the Secretary of State, this the 11th day of May, A.D.1936, and

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

CLEVELAND BASE BALL CLUB.

1. The corporate title of said company is:---Cleveland Base Ball Club.
2. The names and post-office address of the incorporators are: C. W. Capps, Postoffice, Cleveland, Mississippi, Herbert Eustis, postoffice, Cleveland, Mississippi, W. H. Bobb, post-office, Cleveland, Mississippi, W. N. Nelson, postoffice, Cleveland, Mississippi, and R. J. Alston, postoffice, Cleveland, Mississippi.
3. The domicile of the corporation is at Cleveland, Mississippi.
4. Amount of authorized capital stock is five thousand dollars ($5,000.00), consisting of two hundred shares of common stock of the par value of twenty five dollars ($25.00) each, all of which shares shall have equal voting privileges.
5. The period of existence is fifty years.
6. The purpose for which the corporation is created is: To acquire, own, buy, and sell franchises of a base ball club in any organized base ball league and to operate a base ball club under such franchises; To contract with base ball players and other necessary or desired employees; To acquire, own, buy, sell and trade contracts of base ball players in any organized base ball league; To acquire, own, buy, sell, lease or rent such real estate as may be necessary or desirable for a base ball park and to operate such base ball park; To acquire, own, buy, sell or otherwise dispose of such personal property as may be necessary, desirable or convenient in operating a base ball club and base ball park; To contract and be contracted with; To sue and be sued; To have a corporate seal; and To do and perform all other things necessary or incidental to the business of operating a base ball club and base ball park in organized base ball and to have all the rights and powers and liabilities that are conferred by Chapter 100 of the Mississippi Code of 1930.
7. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business shall be eighty (80) shares.

Witness our signatures this the 24th day of April, 1936.

C. W. Capps,
W. H. Bobb,,
R. J. Alston,
W. N. Nelson,
Herbert Eustis,
Incorporators.

State of Mississippi,
County of Bolivar.

Personally appeared before me, the undersigned authority in and for the said county and state, the above named C. W. Capps, Herbert Eustis, W. H. Bobb, W. N. Nelson, and R. J. Alston, the incorporators of the Cleveland Base Ball Club, who each acknowledged that they signed and delivered the foregoing articles of incorporation on the day and in the year therein mentioned.

Witness my signature, and official seal, this the 21st day of May, 1936.

(SEAL)

J. W. Hayles, Notary Public.

Received at the office of the Secretary of State, this the 22nd day of May, A. D. 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., May 22nd, 1936.

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

Greek L. Rice,
Attorney General.

By W. W. Pierce,
Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Cleveland Base Ball Club, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 25th day of May, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: May 25th, 1936.

Report of organization not filed within the statutory time of two years. Charter Cancelled—

TUCKER PRINTING HOUSE JACKSON MISS

Amendment of the Charter of

TRENTON SUPPLY COMPANY,
A Corporation.

BE IT KNOWN that on this the 9th day of December, 1935, at a special meeting of the stockholders of Trenton Supply Company, a corporation, there were present and in attendance W. E. Guild; W. E. Guild, Trustee for Guild Trust; G. N. Guild; W. T. Guild; and E. S. Guild, owners and stockholders of all of the capital stock of said Trenton Supply Company, when the following resolution was unanimously passed:

WHEREAS, the charter of incorporation of Trenton Supply Compahy was approved and granted by the Governor, Attorney-General, and the Secretary of State of the State of Mississippi, on the 22nd day of October, 1931, which corporation was, by that charter, domiciled at Jackson, Hinds County, Mississippi; and

WHEREAS, it is proposed to amend said charter so as to increase the capital stock thereof from $35,000 to $100,000.00 with the right to begin and continue business when the full sum of $35,000.00 of said capital stock is paid in and to change the domicile of said corporation from Jackson, Hinds County, Mississippi, to Wiggins in Stone County, Mississippi; therefore,

BE IT RESOLVED, That the charter of Trenton Supply Company, a corporation, be, and the same is hereby, amended so as to increase the capital stock thereof from $35,000.00 to $100,000.00; the said corporation to be authorized to do business when $35,000.00 of said capital stock has been fully paid in;

BE IT FURTHER RESOLVED, That the domicile of said Trenton Supply Company be changed from Jackson in Hinds County, Mississippi, to Wiggins in Stone County, Mississippi; said amendment to become effective when approved by the proper officials of the State of Mississippi.

BE IT FURTHER RESOLVED, That a copy of this resolution be presented to the Governor and the Secretary of State of the State of Mississippi, with proper application of said corporation for the amendment of its said charter.

Ordered and done by the stockholders of said corporation this the 9th day of December, 1935.

W. E. Guild, President.
G. N. Guild, Secretary.

(SEAL)

State of Mississippi,
County of Stone.

This day personally appeared before me, the undersigned authority in and for the above-mentioned county and state, G. N. Guild, Secretary of Trenton Supply Company, a corporation, who acknowledged that the above and foregoing is a true and correct copy of the proposed amendment to the charter of said Trenton Supply Company, a corporation, as the same was adopted, provided for, and spread upon the minutes of said corporation at a meeting of the stockholders of said corporation duly called and held on the 9th day of December, 1935.

WITNESS my hand and seal of office this 9th day of December, 1935.

U. B. Parker, Notary Public.

(SEAL)

TRENTON SUPPLY COMPANY
Dec. 9, 1935.
SPECIAL STOCKHOLDERS MEETING.

Be it remembered, that on this, the 9th day of December, 1935, at 10 o'clock A.M., pursuant to special call of the President dated December 2, 1935, copy of which notice is hereto attached, a special meeting of the stockholders of Trenton Supply Company was called to order at the place of business and office of said company in the Town of Wiggins, Mississippi, when and where there were present and in attendance the following stockholders:

W. E. Guild -----Shares; W. E. Guild, Trustees for Guild Trust_____shares; G. N. Guild, _____shares; W. T. Guild,_____shares; E. S. Guild, by proxy to W.E.Guild, _____shares, representing all the outstanding capital stock in said corporation.

Be it resolved by the stockholders of Trenton Supply Company, a corporation incorporated under laws of the State of Mississippi, it is ordered that the capital stock of said corporation be increased from $35,000.00, as now authorized, to $100,000.00 and that the President and Secretary of said corporation be, and they are here and now authorized to apply for an amendment to the charter of Trenton Supply Company so as to increase the capital stock of said company to $100,000.00; but said corporation is authorized to continue in business and to do business when $35,000.00 of the authorized capital stock is paid in to the treasury of said corporation.

It is further ordered that the domicile of said corporation be changed from Jackson, Mississippi, to Wiggins, Mississippi, and that this change be incorporated in the application for an amendment to the charter, so as to amend the charter by making Wiggins the domicile of said corporation.

The said amendment of the charter of Trenton Supply Company to be in words and figures as follows, to-wit:

Amendment of the Charter of
TRENTON SUPPLY COMPANY
A Corporation

BE IT KNOWN that on this, the 9th day of December, at a special meeting of the stockholders of Trenton Supply Company, a corporation, there were present and in attendance W. E. Guild; W. E. Guild, Trustee for Guild Trust; G. N. Guild; W. S. Guild; and E. S. Guild, owners and stockholders of all of the capital stock of said Trenton Supply Company, when the following resolution was unanimously passed;

WHEREAS, the charter of incorporation of Trenton Supply Company was approved and granted by the Governor, Attorney-General, and the Secretary of State of the State of Mississippi, on the 22nd day of October, 1931, which corporation was, by that charter, domiciled at Jackson, Hinds County, Mississippi; and

WHEREAS, it is proposed to amend said charter so as to increase the capital stock thereof from $35,000.00 to $100,000.00 with the right to begin and continue business when the full sum of $35,000.00 of said capital stock is paid in and to change the domicile of said corporation from Jackson, Hinds County, Mississippi, to Wiggins in Stone County, Mississippi; therefore,

BE IT RESOLVED, That the charter of Trenton Supply Company, a corporation, be, and the same is hereby, amended so as to increase the capital stock thereof from $35,000.00 to $100,000.00; the said corporation to be authorized to do business when $35,000.00 of said capital stock has been fully paid in;

BE IT FURTHER RESOLVED, That the domicile of said Trenton Supply Company be changed from Jackson in Hinds County, Mississippi, to Wiggins in Stone County, Mississippi; said amendment to become effective when approved by the proper officials of the State of Mississippi.

BE IT FURTHER RESOLVED, that a copy of this resolution be presented to the Governor, and the Secretary of State of the State of Mississippi, with proper application of said corporation for the amendments of its said charter.

Ordered and done by the stockholders of said corporation this, the 9th day of December, 1935.

There being no further business, it is ordered that this meeting stand adjourned.

W. E. Guild, President.
G. N. Guild, Secretary.

(SEAL)

TOKER PRINTING HOUSE JACKSON MISS

CERTIFICATE

I, G. N. GUILD, Secretary of Trenton Supply Company, a corporation, hereby certify that the attached and foregoing three typewritten pages is a true and correct copy of the minutes of a meeting of the stockholders of said Trenton Supply Company duly and properly called, convened, and held on the 9th day of December, 1935, for the purpose of amending the charter of said corporation as therein set out.

WITNESS my hand and the corporate seal of said corporation this the 10th day of February, 1936. (SEAL)

G. N. GUILD, Secretary.

Received at the office of the Secretary of State, this the 26 day of May, A. D. 1936, together with the sum of $130.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Mississippi,
May 26, 1936.

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

Greek L. Rice,
Attorney General.

By W. W. Pierce,
Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Trenton Supply Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-seventh day of May, 1936.

Hugh White, Governor.

By the Governor.
Walker Wood,
Secretary of State.

Recorded: May 27th, 1936.

TUCKER PRINTING HOUSE

Articles of Association and the Incorporation
of
CO-OPERATIVE MARKETING ASSOCIATION OF JONES COUNTY, MISSISSIPPI

Section 1. BE IT REMEMBERED THAT WE,

(Name)	(Post office address)
D. O. McGill	Route #1, Laurel, Mississippi
T. E. Rustin	Route #1, Laurel, Mississippi
J. M. Blackledge	Route #1, Laurel, Mississippi
J. A. McGill	Route #1, Laurel, Mississippi
N. M. Trest	Route #1, Laurel, Mississippi
Mrs. J. L. Rustin	Route #1, Laurel, Mississippi
M. W. Reid	Route #4, Laurel, Mississippi
Shelton McGill	Route #1, Laurel, Mississippi
Nolan McGill	Route #1, Laurel, Mississippi
Mrs. Lula McGill	Route #1, Laurel, Mississippi
George Rustin	Route #1, Laurel, Mississippi
J. W. Collins	Route #1, Laurel, Mississippi
A. F. Bryan	Route #1, Laurel, Mississippi
Mrs. Vermell McGill	Route #1, Laurel, Mississippi
Mrs. J. M. Blackledge	Route #1, Laurel, Mississippi
C. C. McGill	Route #1, Laurel, Mississippi
Mrs. Ethel McGill	Route #1, Laurel, Mississippi
Mrs. Vera McGill	Route #1, Laurel, Mississippi
Mrs. Mary Bryan	Route #1, Laurel, Mississippi
Mrs. Ina Deason	Route #1, Laurel, Mississippi

the undersigned producers of agricultural products in the state of Mississippi, desiring that we, our associates and successors, shall come under Chapter 99 of the Mississippi Code of 1930, Sec- Article two thereof, known as the Co-operative Marketing Association, and enjoy its benefits here- by enter into Articles of Association and Incorporation thereunder, in duplicate and signed and duly acknowledged as required by the said statute by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by the aforesaid stat- ute, for the purpose of beginning a corporation without capital stock and without individual lia- bility, as provided and allowed by said statute, with all the rights, powers, privileges, and im- munities by said statute given or allowed, setting forth the following:

(a) The corporate title of said association is: Co-operative Marketing Association of Jones County, Mississippi.

(b) The purpose for which it is created: To engage in any activity in connection with the growing, breeding, handling, shipping or utilization or moving or marketing of the by-products thereof of live stock and poultry of every description, and with the marketing or selling of agri- cultural products of its members, or with the harvesting, preserving, drying, processing, manufac- turing, canning, packing, grading, storing, handling, shipping, or utilization thereof or the manu- facturing or marketing of the by-products thereof; or in connection with the manufacturing, selling or supplying to its members of machinery, equipment or supplies; or in the financing of the above enumerated activities; or in any one or more of the activities specified herein. In addition to the above activities the said association and corporation shall have those powers conferred by Chap- ter 99, Code of 1930.

(c) The domicile is at Laurel, Mississippi.

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

(e) The number of directors thereof and the term of office of such directors: The number of directors shall be ten (10) who shall serve for a period of one year.

(f1) The amount of capital stock and particulars as to class or classes thereof.: No Capital Stock.

(f2) The property rights and interest of each member shall be: Equal.

(f3) Provision for new members: New members shall be admitted into the association and shall be entitled to share in the property of the association with the old members in equal share.

The foregoing articles of association and incorporation are hereto subscribed by the incorporators members on this the_____day of May, 1936.

D.O.McGill, T. E. Ruskin, J.M.Blackledge,
J.A.McGill, N.M.Trest, Mrs.J.L.Rustin,
M.W.Reid, Shelton McGill, Nolan McGill,
Mrs.Lula McGill, George Rustin, J.W.Collins,
A.F.Bryan, C.C.McGill, Mrs.Ethel McGill,
Mrs.Vera McGill, Mrs.Mary Bryan, Mrs. Ina Deason,
Mrs. Vermell McGill, Mrs.J.M.Blackledge, Incorporators.

State of Mississippi,
County of Jones.

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid A. F. Bryan, who acknowledged that he signed and delivered the foregoing instrument of writing on the day and year therein mentioned and for the purposes therein contained.

Given under my hand and official seal, this the 28 day of May, A. D. 1936.

(SEAL) T. L. Sumrall, Circuit Clerk of Jones Co., Miss., By Julia Johnson, D.C.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the charter of incorporation of the Cooperative Marketing Association of Jones County, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 29th day of May, 1936, and one copy thereof recorded in this office in Record of Incorporations, Book No. 35-36, at page 724, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 29th day of May, 1936.

Walker Wood,
Walker Wood, Secretary of State.

(SEAL)

Recorded: May 29th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

ARTICLES OF ASSOCIATION AND INCORPORATION

The undersigned producers of agricultural products, desiring that they, their associates and successors, shall come under and enjoy the benefits of the Act of the General laws of the State of Mississippi of 1930, Chapter 99, known as the Agricultural Association Law, and abbreviated (AAL), have entered into the following articles of association and incorporation, to-wit:

1. The name of the organization shall be Erwin Gin and Mill Company (AAL).
2. The domicile of the organization shall be Erwin, Washington County, Mississippi.
3. The period of existence shall be fifty years.
4. The Company shall be organized and operated under this Act.
5. The authorized Capital Stock of the Company shall be $15,000.00 of Common Stock of the par value of $100.00 per share.
6. The names and addresses of the incorporators are,- E. E. Triplett, Erwin, Miss.; L. W. Erwin, Erwin, Miss.; Chas. McGinnis, Chatham, Miss.; C. E. Lowrey, Chatham, Miss.; B. V. McCool, Chatham, Miss.; L. V. Worthington, Glen Allen, Miss.; Louise A. Crozier, Erwin, Miss.; J. A. Oglesby, Chatham, Miss.; W. C. McKaney, Chatham, Miss.; E. G. Nelson, Chatham, Miss.; G. G. McCool, Chatham, Miss.

Witness the signatures of the incorporators herein, this the 26th day of May, 1936.

E. E. Triplett, L. V. Worthington, L. W. Erwin, Louise A. Crozier, Chas. McGinnis,
J. A. Oglesby, E. G. Nelson, B. V. McCool, G. G. McCool, W. C. McKaney, C. E. Lowrey.

State of Mississippi)
County of Washington)

Personally appeared before me, the undersigned authority in and for the State and County aforesaid, E. E. Triplett, W. M. Erwin, Chas. McGinnis, C. E. Lowrey, B. V. McCool, L. V. Worthington, Louise A. Crozier, J. A. Oglesby, W. C. McKaney, E. G. Nelson and G. G. McCool, who states on oath that they are the incorporators of Erwin Gin and Mill Company, (A A L), and that they signed the Articles of Association and Incorporation herein.

Witness my hand and seal, this the 16th day of May, 1936.

Juanita Van Norman, Notary Public.

(SEAL) My commission expires Feb. 21, 1937.

State of Mississippi
Office of Secretary of State
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Incorporation of the Erwin Gin and Mill Company, (A A L), domiciled at Erwin, Washington County, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 29th day of May, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at Page 725, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 29th day of May, 1936.

(S E A L)

Walker Wood,
Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

To the Honorable Walker Wood, Secretary of State of the State of Mississippi:-----

By virtue of and in puruance of the provisions of the attached resolution of all of the stockholders (representing all of the stock) of the Natchez Democrat Printing and Publishing Company, a corporation existing under and by virtue of the laws of the State of Mississippi, domiciled at Natchez, Adams County, Mississippi, I, the undersigned James W. Lambert, President of the Natchez Democrat Printing and Publishing Company, Inc. of Natchez, Mississippi, do hereby present the proposed amendment to the charter of the above named Corporation, and which proposed amendment to the original charter is as follows: That the original charter of incorporation be amended to the effect and so that the amount of capital stock required to be paid in shall be $40,000.00 instead of the present required sum of $50,000.00 and so that that portion and section of the original charter of incorporation shall be amended to read as follows:

Number of shares of stock of each class to be subscribed and paid for before the corporation may begin business: Four Hundred (400) shares of the par value of $100.00 each.

James W. Lambert, President
Natchez Democrat Printing and Publishing Company, Inc.
Natchez, Miss.

State of Mississippi,
County of Adams.

Personally appeared before me the undersigned authority in and for the above County and State, the above named and signed James W. Lambert, President of the Natchez Democrat Printing and Publishing Company, Inc., of Natchez, Adams County, Mississippi, who as such President acknowledged that he signed and executed the foregoing and annexed proposed amendment to the Charter of Incorporation of the Natchez Democrat Printing and Publishing Company, Inc., of Natchez, Mississippi, on May 19th, 1936.

Given under my hand and official seal this the 19th day of May, 1936.

C. F. Patterson, Police Justice,
and Ex Officio Notary Public of the City of
Natchez, Adams County, Mississippi.

(SEAL)

Resolutions of the Stockholders of the
Natchez Democrat Printing and Publishing Company
amending Charter and authorizing application therefor and adopting and approving the amendment.

Whereas, the present required capital stock (paid up) of the Natchez Democrat Printing and Publishing Company of Natchez, Mississippi, as is outlined in and provided for in its original charter of incorporation, granted by the State of Mississippi, recorded on page 521 of Book 4-P of the deed records of Adams County, Mississippi, is now Fifty Thousand ($50,000.00) Dollars, and,

Whereas, it is the desire of the stockholders of the Natchez Democrat Printing and Publishing Company, Incorporated, of Natchez, Mississippi, that the required paid up capital stock of the Corporation be reduced to Forty Thousand ($40,000.00) Dollars, instead of the present required paid up stock of Fifty Thousand ($50,000.00) Dollars, and,

Whereas, it is the desire of all of the stockholders of the corporation who are Mrs. Grace W. Lambert, owner of Three Hundred and Ninety eight (398) shares; Miss Louise Lambert, owner of one (1) share; Mr. J. W. Lambert, owner of one (1) share, and Mr. G. C. Goetz, owner of one hundred (100) shares, a total of 500 shares of the par value of $100.00 each (being all of the stock) to amend the original charter of incorporation of the Natchez Democrat Printing and Publishing Company to the effect and so that the required paid in capital stock shall be Forty Thousand ($40,000.00) Dollars instead of the required present $50,000.00 paid in stock---

Now therefore be it resolved that the original charter of the Natchez Democrat Printing and Publishing Company, Incorporated, of Natchez, Mississippi, be amended and that immediate application be made therefor, to the effect and so that the amount of capital stock required to be paid in shall be Forty Thousand ($40,000.00) Dollars instead of the present required sum of $50,000.00 and so that that portion and section of the original charter of incorporation shall be amended to read as follows:

Number of shares of stock of each class to be subscribed and paid for before the corporation may begin business: Four Hundred (400) shares of the par value of $100.00 each----

and it appearing to the stockholders that the corporation is fully solvent and that the making of application for such amendment is proper, it is therefore

Further resolved that the President of the Corporation be abd he is hereby instructed and authorized to prepare and certify to the proposed amendment to the Charter and acknowledged same before an officer authorized to take acknowledgments and to forthwith forward same to the Secretary of State of the State of Mississippi, with a certified copy of this resolution as provided by law, and to do any and all things necessary to secure and obtain said amendment and that the said amendment is hereby adopted and approved.

This 19 day of May, Nineteen Hundred and Thirty-six.

Mrs. Grace W. Lambert
Mrs. Grace W. Lambert

Louise R. Lambert,
Miss Louise R. Lambert

J. W. Lambert,
J. W. Lambert.

C. C. Goetz,
C. C. Goetz.

I, the undersigned C. C. Goetz, Secretary of the Natchez Democrat and Publishing Company, Inc., of Natchez, Mississippi, hereby certify that the foregoing and annexed instrument is a true and correct copy of the original resolution of all of the stockholders of the Natchez Democrat Printing and Publishing Co., Inc., of Natchez, Miss., authorizing amendment to the original charter of the charter of the corporation as now appears spread on the minutes of said corporation.

This 19th day of May, 1936.

C. C. Goetz, Secretary.

Received at the office of the Secretary of State, this the 27th day of May, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 28th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attornet General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Natchez Democrat Printing and Publishing Company, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-ninth day of March, 1936.

Hugh White, Governor.

By the Governor, Walker Wood, Secretary of State.
Recorded: May 29th, 1936.

Superseded by State Tax Commission
as provided by Section 15, Chapter
[illegible] Mississippi 1934

1/25/1944

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to the Charter of Incorporation of

MISSISSIPPI BOILER & TANK WORKS, INC.

I hereby certify that at a meeting of the Stockholders of the Mississippi Boiler & Tank Works, Inc., duly held on the 29th day of May, A. D. 1936, the following resolution was unanimously adopted by the stockholders:

"BE IT RESOLVED, by the stockholders of the Mississippi Boiler & Tank Works, Inc., a Corporation, duly assembled, that the Charter of Incorporation of the said Corporation, approved on August 14, 1934, and recorded in the records of incorporation in the office of the Secretary of State of the State of Mississippi, in Book 34-35, page 261, and also recorded in the office of the Clerk ofChancery Court of Forrest County, Mississippi, in Book 3, at pages 278-279 of the records of incorporation in said County and State, be amended to change the name of the said corporation from that of Mississippi Boiler & Tank Works, Inc., to Hattiesburg Steel and Foundry, Incorporated, being a change only in paragraph one of the said Charter which shall read as follows:

" '1. The corporate title of said corporation shall be "Hattiesburg Steel and Foundry, Incorporated." '

"In all other repects the said Charter shall remain in full force and effect as written originally.

"Be it further resolved that the Secretary of said Corpporation be, and she is hereby authorized and directed to make application to the Secretary of State of the State of Mississippi for amendment as proposed and herein set forth and as the law directs and requires for amendments to charters of incorporation, and that the said Secretary be, and she is hereby further authorized to do all things necessary or appropriate to effect said amendment to the said charter for and on behalf of all the Stockholders of said corporation in procuring said amendment as herein provided."

NOW, THEREFORE, and in accordance with the foregoing resolution, and in the exercise of the authority vested in me as Secretary of the said corporation by the terms of the foregoing resolution, I, as Secretary file this petition for and on behalf of the corporation hereinbefore named, and all of the stockholders thereof, for amendment of the Charter of Incorporation so that the name shall be changed, as hereinbefore specified in said stockholders' resolution, the amendment to be that of changing of the name of the said corporation only, from its present name as here mentioned, to that of Hattiesburg Steel and Foundry, Incorporated, and to be filed, approved and otherwise handled in accordance with law in such cases made and provided.

WITNESS the signatures of the Secretary of the said corporation, and of the said Corporation through its officers hereunto duly authorized, on this the 29th day of May, A. D. 1936.

Mrs. A. B. Maynard, Secretary.
MISSISSIPPI BOILER & TANK WORKS, INC.,
A corporation,
By Mrs. A. B. Maynard, Secretary.

State of Mississippi,
County of Forrest.

Personally appeared before me, the undersigned authority in and for said County and State, the within named Mrs. A. B. Maynard individually and as Secretary of the Mississippi Boiler & Tank Works, Inc., a Corporation, who being by me duly sworn, states on oath that there is set forth in the foregoing application a true and exact copy of a resolution of the stockholders adopting and approving the proposed amendment to the said charter of incorporation, and that all of the matters and facts set forth above are true and correct as therein stated, and that this affidavit and acknowledgment of execution of instrument is made for and on behalf of said corporation and the stockholders thereof.

Mrs. A. B. Maynard,

Sworn to and subscribed before me, this the 29 day of May, A. D. 1936.

(SEAL) E. E. Hudson, Chancery Clerk.

Received at the office of the Secretary of State, this the 30th day of May, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 30th, 1936.

I have examined this amendment to the charter of incorporation of the Mississippi Boiler and Tank Works, Inc., and am of the opinion that it is not violative of the Constitution and laws of this state, or of the United States.

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Hattiesburg Steel and Foundry, Incorporated is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississipoi to be affixed, this First day of June, 1936.

Hugh White, Goverhor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: May 30th, 1936.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the chancery court of Forrest County, Mississippi, dated December 9, 1944. Certified copy of said decree filed in this office, this the 15th day of December 1944. Walker Wood, Secy. of State.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association
of
DEERMOUND GIN (A.A.L.)

Section 1. Be it Known that we, William Somerville, of Minter City, Leflore County, Mississippi; Lisa Somerville, of Minter City, Leflore County, Mississippi; Minter Somerville, of Minter City, Leflore County, Mississippi; Mrs. A. Y. Sturdivant, of Glendora, Tallahatchie County, Mississippi; F. P. Pleasants, of Minter City, Leflore County, Mississippi; W. M. Roberson, of Minter City, Leflore County, Mississippi;J. G. Pleasants, of Minter City, Leflore County, Mississippi; B. L. Wynn, of Minter City, Leflore County, Mississippi; Evans Townes, of Minter City, Leflore County, Mississippi; James A. Townes, of Minter City, Leflore County, Mississippi; producers of agricultural products, desiring that we, our associates, and successors, shall come under Article 1 of Chapter 99 of the Mississippi Code of 1930, known as the "Agricultural Association Law", amd any amendment thereto, for the purpose of becoming an incorporated association with capital stock with all of the benefits, rights, powers, privileges, and immunities given or allowed by said statute or other laws of the State of Mississippi to associations so formed, and also with all rights, privileges and immunities of other corporations and associations not inconsistent with law, do hereby enter into these articles of association and incorporation, and unite to form a cooperative association for the purposrs hereinafter set forth.

Section 2. The name of the Association shall be Deermound Gin, (A.A.L.)

Section 3. The Association shall exist for a period of fifty years from and after the date of incorporation.

Section 4. The domicile of the Association shall be at Somerville Switch, about three miles north of Minter City, Leflore County, Mississippi, with post office address at Minter City, Mississippi.

Section 5. The association shall be organized and operated under Article 1 of Chapter 99 of the Mississippi Code of 1930 and amendments thereto.

Section 6. The purposes for which this association is formed are to operate a gin cooperatively, and for the mutual benefit of its members as producers, and to do generally all things and to engage in, conduct, and carry on such businesses are authorized by the Agricultural Law at the discretion of the Board of Directors; and the Association shall have, enjoy, and exercise all powers, rights, and privileges granted, authorized, or allowed to Associations organized under said statute, as fully and to the same extent as if enumerated herein, and also all other powers and rights granted to other Associations and corporations by the laws of Mississippi, which are not contrary to law.

Section 7. (a) The Association shall have no common capital stock. (b)-1. The Association shall have preferred capital stock in an authorized amount of $30,000.00 to be divided into 300 shares of the par value of $10.00 per share, and each share of stock shall entitle the holder to one vote in the management of the Association. No stock shall be issued until it shall be paid for in cash or in property or in services fairly equal in value to its par value. The preferred stock shall have preference over the property rights of the members upon liquidation or dissolution and shall also be entitled to a dividend of not exceeding 8% per annum, payable on the 1st day of July of each year, which dividend shall be noncumulative and payable at the discretion of the board of directors, and only if earned. (b)-2. Stock in the Association may only be owned by producers of agricultural products and shall not be transferable except to producers of agricultural products, and no person may acquire same by operation of law. No person shall at any time own, or hold more than thirty-five per cent of the authorized capital stock of the Association. If any shareholder ceases to be eligible to hold his shares, or shall die, and same shall not be promptly tranferred to some producer of agricultural products, the Association shall take up such shares at par value, or, at the option of the board of directors, at the appraised value thereof as conclusively determined by the board of directors, and the Association shall pay therefor by cash or by certificate of indebtedness to be thereafter paid from the income of the Association. (b)-3. At any time when the Association owes no outstanding indebtedness the board of directors may in its discretion retire any portion of the outstanding capital stock on a pro rata basis, but the outstanding capital stock of the Association shall never be reduced below the sum of $5,000.00. (b)-4. The shareholders shall be members of the Association, but there may also be members who are not shareholders, and whose membership shall be evidenced by certificates of membership to be issued on the terms and conditions prescribed by the by-laws of the Association. Such additional members shall have no vote in the management of the Association, but they shall be entitled to all other benefits of the Association equal with members who are shareholders, except they shall have no right to stock dividends. (b)-5. The memberships in the Association shall be personal to the member, and shall not be transferable in any manner, whether by operation of law or otherwise, and shall be cancelled in the discretion of the board of directors should the member fail to do business with the Association during one entire season, or fail to cooperate as required by the by-laws, (b)-6. The Association may make charges to its members and make deductions for services rendered to them from the gross proceeds of operation for the purposes of paying the expenses of operation, maintenance, and development of the Association, and for the creation and maintenance of a reasonable reserve for the purpose of paying expenses, retiring,obligations, acquiring, maintaining, and operating property, and for contingencies, and for other purposes incidental to carrying out the purposes of the Agricultural Association Law; and such reserves may be used or distributed as patronage dividends within the discretion of the board of directors under the by-laws of the Association. (b)-7. The property rights and interest of each member shall be unequal and shall be determined upon distribution of patronage dividends or dissolution of the Association in proportion to the deliveries of agricultural products by the several members for the several seasons during which its assets are acquired or accumulated, but no member shall have any right or interest in any property acquired or reserves created prior to his admission as such member. (b)-8. In any distribution of patronage dividends to its members, priority with respect to time shall be recognized and distribution made in the same order in which such patronage dividends were created and set aside. At the discretion of the Board of Directors such patronage dividends and distributions to non-stockholders may be paid as a credit towards the purchase of stock in the Association. (b)-9. Upon the dissolution of the Association any assets remaining after the payments of debts and the retiring of outstanding stock at par value shall be divided amonf the members on the basis hereinbefore provided, whether stockholders or not. In testimony whereof we have hereunto set our hands in duplicate on this the 29th day of May, 1936.

William Somerville (William Somerville); J. G. Pleasants (J. G. Pleasants); Evans Townes (Evans Townes); Lisa Somerville (Lisa Somerville); Minter Somerville (Minter Somerville); F. P. Pleasants (F.P.Pleasants); W. M. Roberson (W. M. Roberson); B. L. Wynn (B. L. Wynn); James A. Townes (James A. Townes); Mrs. A. Y. Sturdivant (Mrs. A. Y. Sturdivant).

State of Mississippi, County of Leflore.

Personally appeared before me, the undersigned authority in and for the above jurisdiction, the within named William Somerville, J. G. Pleasants and Evans Townes, who severally acknowledged that they signed and delivered the foregoing instrument on the day and year therein mentioned and for the purposes therein contained. Given under my hand and official seal on this the 29th day of May, 1936. (SEAL) Mildred Burnham, Notary Public.

State of Mississippi, County of Leflore.

Personally appeared before me, the undersigned authority in and for the above jurisdiction, the

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within named F. P. Pleasants, W. M. Roberson, B. L. Wynn, James A. Townes, and Mrs. A. Y. Sturdivant, who severally acknowledged that they signed and delivered the foregoing instruments on the day and year therein mentioned and for the purposes therein contained. Given under my hand and official seal on this the 30th day of May, 1936. (SEAL) F. P. Stainback, J. P.

State of Tennessee, County of Shelby.

Personally appeared before me, the undersigned authority in and for the above jurisdiction, the within mamed Lisa Somerville and Minter Somerville, who severally acknowledged that they signed and delivered the foregoing instrument on the day and year therein mentioned and for the purposes therein contained.

Given under my hand official seal on this the 1st day of June, 1936.
(SEAL)
R. M. McRae, Notary Public.
My commission expires Oct. 18, 1936.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secreta ry of State of the State of Mississippi, do hereby certify that the articles of association and incorporation of the Deermound Gin (A.A.L.), domiciled at Somerville Swithah in Leflore County, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 3rd day of June, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 728, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 3rd day of June, 1936. (SEAL)

Walker Wood,
Walker Wood, Secretary of State.

Recorded: June 3rd, 1936.

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THE CHARTER OF INCORPORATION OF INDIANOLA PRESBYTERIAN CHURCH.

1. The corporate title of said society is "Indianola Presbyterian Church.
2. The names and postoffice address of the incorporators are: C. P. Adair, Indianola, Mississippi; Elbert Johnson, Indianola, Mississippi; C. J. VanArsdall, Indianola, Mississippi.
3. The domicile of the corporation in Indianola, Sunflower County, Mississippi.
4. The amount of authorized capital stock is none.
5. The sale price per share of the stock is none, the said corporation being an eleemosynary institution or society.
6. The period of existence is fifty years.
7. The purpose for which the corporation is created is to act as a religious society under the provisions of Section 4168 of the Mississippi Code of 1930, and such other acts and statutes as may be applicable thereto.
8. The number of shares of each class of stock necessary to be subscribed and paid for before the Corporation shall commence business is none.
9. This corporation is organized pursuant to a resolution of the congregation of the Indianola Presbyterian Church, Indianola, Mississippi, and said congregation having met purusant to notice duly given by the session of said church to meet on the 10th day of May, 1936, for the purpose of transacting the business of the church, which notice was strictly in accordance with the requirements of the church laws of said Presbyterian Church , and a certified copy of the resolution unanimously adopted by the congregation of said church at said meeting is hereto annexed, marked Exhibit "A" as a part hereof.

Witness our signatures at Indianola, Mississippi, this the 18th day of May, A. D., 1936.

C. P. Adair, Elbert Johnson, C. J. VanArsdall, Incorporators and Trustees.

State of Mississippi
County of Sunflower.

This day personally appeared before me, the undersigned Notary Public in and for the county and state aforesaid, the within named C. P. Adair, Elbert Johnson and C. J. VanArsdall, Incorporators and trustees of the Indianola Presbyterian Church, Indianola, Mississippi, who each acknowledged that he signed and delivered the above and foregoing instrument on the day and year therein mentioned.

Given under my hand and official seal, this the 18th day of May, A. D., 1936.

(S E A L) Annie Mae Bannett, Notary Public.

RESOLUTION

Whereas, a congregational meeting of the Presbyterian Church of Indianola, Sunflower County, Mississippi, was duly called by the Session of said Church to meet on this date for the purpose of transacting the business of the Church, due and proper notice of said meeting, as required by the Church Laws, having been first given; and

Whereas, a large majority of the members of the congregation of the Indianola Presbyterian Church is present in response to said call and said Congregational Meeting being duly called to order by the Rev. Wm. H. Irvine as Chairman of said meeting for the transaction of Church business.

Therefore, be it resolved by this congregation duly assembled that the Indianola Presbyterian Church at Indianola, Sunflower County, Mississippi, be, and the same is hereby constituted a Religious Society or Eleemosynary Corporation to be known as the Indianola Presbyterian Church for the purpose of availing itself of the privileges of Section 4168 of the Mississippi Code of 1930, and such other statutes as may apply to it as an organized Church Society; and

Be it further resolved, by this Congregational meeting that three trustees be elected from the congregation of this Church for the purpose of succeeding any other trustee or trustees heretofore elected and to serve as such trustees until their successor or successors shall have been duly elected to fill their places, and that said trustees have full power and authority over the real and personal property belonging to this congregation, and that they be and are specifically authorized to contract an indebtedness in a sum not to exceed $5,000.00 for the purpose of assisting in erecting and constructing a new Presbyterian Church Building for this congregation on the present Church property, and to execute notes and trust deeds or mortgages on the property of the Church to secure such indebtedness.

The above and foregoing resolution was read in said Congregational Meeting and motion to adopt the same was duly made and seconded by members of the congregation and after a full and free discussion of said resolution the motion to adopt the same was unanimously carried.

After the adoption of the above and foregoing resolution C. P. Adair, Elbert Johnson and C. J. VanArsdall were nominated by a member of the congregation as trustees for the Indianola Presbyterian Church aythorized in said resolution, and in accordance therewith as successors to any trustee or trustees heretofore elected as such, and after a full and free discussion the said C. P. Adair, Elbert Johnson and C. J. VanArsdall were duly and unanimously elected as trustees for the Indianola Presbyterian Church to serve until their successors shall have been duly elected.

I, James L. Williams, Clerk of the Session of the Indianola Presbyterian Church, Indianola, Miss., hereby certify that the above and foregoing two pages constitute a true and correct copy of the Resolution passed by the congregation at said Congregational Meeting, which resolution is spread at large on the minutes of the Church Records as pages 20 and 21 thereof.

Witness my signature, this the 18th day of May, 1936.

J. L. Williams, Clerk of Session.

Received at the office of the Secretary of State, this the 2nd day of June, A. D., 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 5th, 1936.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

State of Mississippi
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Indianola Presbyterian Church is hereby approved

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Articles of Incorporation
of

PEARL RIVER COUNTY GIN (A.A.L.)

We, the undersigned, all of whom are engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of forming and incorporating a non-profit cooperative association with capital stock under the provisions of Article 1 of Chapter 99 of the Mississippi Code of 1930, known as the "Agricultural Association Law," and any amendments thereto, with all the benefits, rights, powers, privileges and immunities given or allowed by said statute or amendments thereto, or any other law or laws of the state of Mississippi in relation to corporations so formed, and for that purpose hereby adopt the following Articles of Incorporation.

ARTICLE I.

The name of this association shall be Pearl River County Gin (AAL).

ARTICLE II.

The domicile of the association shall be at Poplarville, Pearl River County, Mississippi.

ARTICLE III.

The period of existence of the association shall be fifty years from date hereof.

ARTICLE IV.

The purpose of the association shall be to engage in any activity in connection with the marketing or selling of agricultural products of its members, or with the harvesting, processing, preserving, drying, canning, packing, storing, shipping or otherwise handling such products, or in the manufacturing or marketing of the by-products thereof; or in connection with the manufacturing, selling or supplying to its members, machinery, equipment or supplies; or in connection with any other activity granted or authorized by the laws or amendments thereto, hereinabove mentioned; or in the financing of any one or more of such activities. However, the association may engage in all of its activities, or any part thereof, with non-members provided the amount of such activities is not greater in value than that of its members.

ARTICLE V.

The association shall have all the powers granted, authorized or allowed to associations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930 and all other powers authorized or allowed by any other law or laws of the state of Mississippi to cooperative associations so formed.

ARTICLE VI.

The authorized capital stock of the association shall be Twelve Thousand Five Hundred ($12,500.00) Dollars, of which the sum of Ten Thousand ($10,000.00) Dollars shall be preferred stock divided into one thousand (1,000) shares of a par value of Ten Dollars ($10.00) each, and Two Thousand, Five Hundred Dollars ($2,500.00) shall be common stock divided into five hundred (500) shares of a par value of Five Dollars ($5.00) each.

All outstanding stock shall bear non-cumulative dividends, not exceeding five per cent per annum, if and when declared in the conclusive discretion of the Board of Directors. Dividends shall not be paid on common stock for any year until the holders of preferred stock have received a five per cent dividend thereon and no distribution shall be made on a patronage basis until the holders of common stock have received a five per cent dividend thereon. Provided, that until all the indebtedness of the association is retired said dividends may be paid, in the discretion of the Board of Directors, in certificates of preferred stock and as interim certificates representing the Fractional part thereof, subject to conversion into full shares.

The preferred stock shall have a preference up to the par value thereof, plus any declared dividend unpaid, in case of liquidation, dissolution or distribution of the assets of the association and shall carry no voting rights except as required by Section 194 of the Mississippi Constitution of 1890. Said preferred stock or any part thereof may be redeemed or retired by the association from time within the discretion of the Board of Directors, provided said stock is retired in the same order as issued.

The common stock of the association shall be issued to and held only by producers of agricultural products, who make use of the services and facilities of the association. No person shall receive or hold at one time more than one share of common stock and each share of common stock shall entitle the holder thereof to one vote.

In testimony whereof, we each have hereunto set our hands in duplicate this 13 day of June, 1936.

F. Randall Rester, B. H. Byrd, Henry H. Rester, C. H. Watts, J. J. Bilbo, W. C. Bass, C. Q. Hartzog, T. A. Rawls, H. E. Smith, A. J. Dedaux, John Starkey, E. T. Poole.

State of Mississippi,
County of Pearl River.

Before me, the undersigned authority competent to take acknowledgment, personally came and appeared the within named: F. Randall Rester, C. Q. Hartzog, B. H. Byrd, T. A. Rawls, Henry H. Rester, H. E. Smith, C. H. Watts, A. J. DeDeaux, J. J. Bilbo, John Starkey, W. C. Bass, E. T. Poole, who then and there acknowledged that they signed and delivered the foregoing instrument of writing in duplicate as their free act and deed on the 13 day of June, 1936.

Given under my hand and seal this 13 day of June, 1936.

H. K. Rouse, Chancery Clerk,
By I. Newson, D. C.

(SEAL)

State of Mississippi
Office of Secretary of State
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of incorporation of Pearl River County Gin (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 15th day of June, 1936, and one copy thereof recorded in Record of Incorporations Book No. 35-36, at page 731, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 15th day of June, 1936.

Walker Wood,
Walker Wood, Secretary of State

(GREAT SEAL)

Recorded June 15th, 1936.

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Approved by State Tax Commission
As Authorized by Section 15, Chapter 21, Laws of Mississippi 1934
OCT 12 1938

Pursuant to the above resolution passed at a sepcial meeting of the stockholders of John A. Spencer, Inc., which meeting was held in the City of Hattiesburg at 8 o'clock A. M., on the 13th day of June, 1936, at which meeting all the stockholders of John A. Spencer, Inc., were present, the charter of Incorporation is amended by affirmative and unanimous vote of all said stockholders so as change the name of said corporation to S. & W. Contracting Company, and to change the domicile of said corporation to Raymond, Mississippi, and Article VII of the said Charter of Incorporation is amended by affirmative and unanimous vote of all said stockholders to read as follows:

"Article VII. To conduct a general insurance agency and insurance brokerage business consisting of fire, tornado, casualty, plate glass, steam boiler, elevator, marine, fidelity, surety, accident, health, death, credit, automobile, life, and all other kinds of insurance on property and life.

To carry on the business of contracting and construction in all its branches.

To build, erect, construct, repair and equip bridges, viaducts. roads, ways, foundations, conduits, and other underground structures, factories, warehouses, mills, private and public works, edifices, buildings, structures and plants of every kind and nature whatsoever. To conduct and carry on the general business of improving and constructing all kinds of buildings, including dwellings and other buildings, as well as the construction and improvement of all kinds of highways, and to do a ganeral contracting and engineering business.

To manufacturem purchase, or otherwise acquire any and all kinds of building equipment and machinery, in cluding highway machinery, tractors, trailors, steam shovels, cranes, and to hold, own, lease, rent, sell, or otherwise dispose of, trade, deal in and deal with the same.

To act as agent, broker, or facyor in purchasing, selling, leasing, and otherwise dealing in goods, wares, merchandise and property of every class and description.

To act as agent, broker, or factor for materials of every nature and for material companies in the purchasing, leasing, renting, selling or otherwise disposing of all and every kinf of road and building materials, tools, implements and devices.

To have and possess all such rights and powers conferred on corporations by Chapter 100 of the Code of 1930 and all laws amendatory thereof."

John A. Spencer,
J. A. Spencer,
President.
L. R. Hill, Secretary

John A. Spencer, Inc.
SEAL
Hattiesburg, Miss.

ACKNOWLEDGMENT

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority John A. Spencer and L. R. Hill, personally known to me to be the President and Secretary, respectively, of the Corporation known as John A. Spencer, Inc., who each acknowledged that they signed and executed the above and foregoing amendment to the Charter of Incorporation of John A. Spencer, Inc., as their act and deed and on behalf of said John A. Spencer, Inc., on this the 13th day of June, 1936.

Mrs. Louise Ponder,
Notary Public.

(SEAL)

In the Matter of the Amendment of the Charter of Incorporation of John A. Spencer, Inc.

RESOLUTION

Whereas, by Section 4144 of the Mississippi Code of 1930, it is provided that "Every Corporation desiring an amendment to its Charter shall prepare and present to the Secretary of State the proposed amendment in writing, acknowledged by its president ar secretary, before a Notary Public or other officer authorized to take acknowledgments, together with a certified copy of the resolution of the stockholders adopting and approving the proposed amendment"; and,

Whereas, it is now deemed expedient by the stockholders of John A. Spencer, Inc., to change the hame of said corporation to S. & W. Contracting Company and to change the domicile of the said corporation from Hattiesburg, Mississippi, to Raymond, Mississippi; and further to enlarge its purppses so as to include the authority to engage in the general contracting and construction business, the erection and construction of all kinds of buildings, the construction of highways, including the grading and concreting thereof; and to provide authority for the corporation to act as agent pr broker for material companies, for the selling or sale of all kinds of road and building materials, tools, implements and equipment.

Now, therefore, BE IT RESOLVED by the stockholders of John A. Spencer, Inc., a corporation, in a special meeting duly called and held for this purpose that the Charter of Incorporation of this corporation, heretofore granted by the State of Mississippi, which charter was filed in the office of the Secretary of State of the State of Mississippi, and is recorded in the Records of Incorporation of said office of said officer, in Book Number 31 at page 169 thereof, be amended so as to change the name of said corporation to S. & W. Contracting Company, and to change the domicile from Hattiesburg, Mississippi to Raymond, Mississippi, and further to enlarge its purposes so as to include the authority to engage in the general contracting and construction business, the erection and construction of all kinds of buildings, the construction of highways, including the grading and concreting thereof, and to provide authority for the corporation to act as agent or broker for material companies, for the selling or sale of all kinds of road and building materials, tools, implements and equipment, and to that end the charter of said corporation be amended to show the name to be S. &. W. Contracting Company, ahd the domicile to be Raymond, Mississippi, and Article VII of said Charter of Incorporation of John A.Spencer, Inc. be changed to read as follows:

"Article VII. To conduct a general insurance agency and insurance brokerage business consisting of fire, tornado, casualty, plate glass, steam boiler, elevators, marine, fidelity, surety, accident, health, death, credit, automobile, life, and all other kinds of insurance on property and life. To carry on the business of contracting and construction in all its branches. To build, erect, construct, repair, and equip bridges, viaducts, roads, ways, foundations, conduits, and other underground structures, factories, warehouses, mills, private and public works, edifices, buildings, structures and plants of every kind and nature whatsoever. To conduct and carry on the general business of improving and constructing all kinds of buildings, including dwellings and other buildings, as well as the construction and improvement of all kinds of highways, and to do a general contracting and engineering business.

To manufacture, purchase, pr otherwise acquire any and all kinds of building equipment and machinery, including highway machinery, tractors, trailors, steam shovels, cranes, and to hold, own, lease, rent, sell, or otherwise dispose of, trade, deal in and deal with the same.

To act as agent, broker, or factor in purchasing, selling, leasing, and otherwise dealing in goods, wares, merchandise and property of every class and description.

To act as agent, broker, or factor for materials of every nature and for material companies in the purchasing, leasing, renting, selling or otherwise disposing of all and every kind of road and building materials, tools, implements and devices.

To have and possess all such rights and powers conferred on corporations by Chapter 100 of the Code of 1930 and all laws amendatory thereof."

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Be it further resolved, that the president and secretary of the corporation, be, and they are hereby authorized, empowered and directed to take such action and to execute such instruments and to do any and all things necessary or proper to cause said amendment of the Charter of Incorporation to take effect, and to prepare and to present to the Secretary of State of the State of Mississippi the proposed amendment in writing, and take all necessary steps to secure the approval of the amendment by the State of Mississippi through its proper officers.

Witness the seal and signature of John A. Spencer, Inc., by its duly authorized officers, to-wit: The President and Secretary.

This the 13th day of June, 1936.

John A. Spencer, President.

John A Spencer, Inc.,
SEAL
Hattiesburg, Miss.
Attest:
L. R. Hill, Secretary.

I, L. R. Hill, duly elected, qualified and acting Secretary of John A. Spencer, Inc., a Corporation, do hereby certify that the above and foregoing is a true, full and correct copy of the resolution unanimously adopted by all of the stockholders of John A. Spencer, Inc., at a special meeting duly called and held for the purpose of amending the Charter of Incorporation of said John A. Spencer, Inc., on the 13th day of June, 1936, the original of said resolution being on file and recorded in the minutes book of said corporation.

I further certify that all the holders of the stock of John A. Spencer, Inc., were present at said meeting of the stockholders, and all of said stockholders voted in the affirmative and for the adoption of said resolution, changing the name and domicile of said corporation, and enlarging its purpose.

Witness my hand and seal of said corporation at Jackson, Mississippi, this the 13th day of June, 1936.

L. R. Hill, Secretary.

John A. Spencer Inc.
SEAL
Hattiesburg, Miss.

Received at the office of the Secretary of State, this the 13th day of June, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 13th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of S. & W. COntracting Company Raymond, Mississippi, formerly John A. Spencer, Inc., Hattiesburg, Miss., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississipoi to be affixed, this fifteenth day of June, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 16th, 1936.

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Articles of Association and Incorporation
of
BELMONT REFRIGERATION ASSOCIATION (A.A.L.)

SEC. 1. Be It Known That We: Name T. H. Dean, of Tishomingo County, postoffice Belmont, Mississippi; Name E. Strickland, of Tishomingo County, Postoffice Belmont, Mississippi; Name K. I. McRae, of Tishomingo County, postoffice Belmont, Mississippi; Name H. B. Cranford, of Tishomingo County, Postoffice, Belmont, Mississippi; Name H. L. Goodwin, of Tishomingo County, Postoffice Belmont, Mississippi; Name A. G. W. Byram, of Tishomingo County, Postoffice, Belmont, Mississippi; J. T. Vaughan, of Tishomingo County, Postoffice Belmont, Mississippi; Name B. F. Brandon, of Tishomingo County, postoffice Belmont, Mississippi; Name L. E. Deaton, of Tishomingo County, postoffice Belmont, Mississippi; Name C. M. Harris, of Tishomingo County, Postoffice Belmont, Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 99, Article 1, Mississippi Code of 1930, known as the Agricultural Associatiin Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privilges and immunities by said statute given or allowed, setting forth the following:

Sec. 2. The name of the organization shall be Belmont Refrigeration Association (A.A.L.)

Sec. 3. The period of existence shall be fifty years.

Sec. 4. The domicile shall be at Belmont, in the County of Tishomingo, in the State of Mississippi.

Sec. 5. Said incorporated association is to be organized and operated under said Chapter 99, Article 1, Mississippi Code of 1930.

Sec. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all tye rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 99, Article 1, Mississippi Code of 1930, or by other laws of the State of Mississippi or the United States.

To engage in any activity involving or relating to buying, receiving, processing, packing, storing, financing, handling, selling, marketing, and/or distribution of meats, eggs, fruits, vegetables, dairy products, and all other perishable agricultural products or conducive thereof; and with respect to buying equipment, machinery and supplies to be used in connection with refrigeration plants, and to act as the agent in doing of any of the foregoing things; provided that the association shall not deal in farm products, refrigeration supplies, and refrigeration services with non-members in an amount greater in value than the total amount of such business transacted by it with or for members.

To promote, encourage, foster, and facilitate the ecomomic, orderly, and efficient storage and refrigeration, distribution and sale of perishable farm products.

In testimony whereof, we have hereunto set our hands in duplicate, this 13th day of June, 1936.

T. H. Dean, E. Strickland, K. F. McRae, H. B. Cranford, H. L. Goodwin, A. G. W. Byram, J. T. Vaughn, B. F. Brandon, L. E. Deaton, C. M. Harris.

State of Mississippi,
County of Tishomingo.

Before me the undersigned authority competent to take acknowledgments, personally came and appeared the above named T. H. Dean, A. G. W. Byram, E. Strickland, J. T. Vaughan, K. F. McRae, B. F. Brandon, H. B. Cranford, L. E. Deaton, H. L. Goodwin, C. M. Harris, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 13th day of June, 1936.

C. B. Wright, Notary Public.

(SEAL)

State of Mississippi,
Office of Secretary of State, Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the articles of association and incorporation of Belmont Refrigeration Association (A.A.L.), domiciled at Belmont, In Tishomingo County, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 17th day of June, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 734, and the other copy therof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 17th day of June, 1936.

Walker Wood
Walker Woos, Secretary of State

(GREAT SEAL)

Recorded: June 17th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to Articles of Association
and Incorporation of

Lauderdale County Farm Bureau (A.A.L.)

For the purpose of changing the name
thereof to

Lauderdale County Cooperative (A.A.L.)

Section 2 of the said Articles of Association and Incorporation as now existing is hereby amended to read as follows:

"Section 2. The name of the organization shall be Lauderdale County Cooperative (A.A.L.).

In testimony of the adoption of the foregoing amendment to the Articles of Association and Incorporation of this Association now to be known as Lauderdale County Cooperative (A.A.L.) witness the signature of two executive officers thereof, in duplicate, under authority given them by a majority of the members thereof in accordance with law, and of the by laws, on this 11th day of April, 1936.

W. E. Raney, President.
J. S. Gunn, Secretary.

State of Mississippi,
County of Lauderdale.

Before me, the undersigned Notary Public in and for said County, personally came and appeared W. E. Raney and J. S. Gunn, who then and there acknowledged, and on oath stated that they are respectively President and Secretary of the Lauderdale County Cooperative (A.A.L.) and executive officers thereof, and that acting for said Association and under specific authority conferred on them by a majority of the members thereof, they have executed and delivered the foregoing amendment to the Articles of Association and Incorporation of said Association, particularly amending Section 2 thereof, on the date therein stated.

In testimony whereof, witness my signature and seal of office, this 11th day of April, 1936.

Mrs. Grace C. Thompson,
Notary Public.
My commission expires February 26, 1940.

(SEAL)

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the amendment to articles of Association and incorporation of Lauderdale County Farm Bureau (A.A.L.), changing the name of said corporation so that, henceforth and until lawfully changed, the name of said corporation is "Lauderdale County Cooperative (A.A.L.), hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office, this the 18th day of April, 1936, and one copy thereof recorded in Record of Incorporation Book No. 35-36, at page 735, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 18th day of April, 1936.

Walker Wood
Walker Wood, Secretary of State.

(GREAT SEAL)

Recorded: April 18th, 1936.

7:20 ✓

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

RESOLUTION

On motion, duly made, seconded, and unanimously carried, all members voting yea, the following resolution was adopted:

Whereas, in order to promote and carry out the purpose of this association in promoting, conducting and directing athletic programs and activities, for the civic improvament of the Town of Drew and the Drew Public Schools, it is expedient that this associationbe incorporated.

Therefore, be it resolved, that the following members, all in good stamding, he and they are hereby authorized and directed to apply, as incorporatedrs, for a charter of incorporatbon of this assbciation: Dr. R. C. Smith, E. M. Smith, R. P. Berry and Wm. F. Taylor.

CERTIFICATE.

We hereby certify that the above is a true and correct copy of a resolution, duly passed by The Drew Athletic Association, Drew, Mississippi, at a meeting duly called and held on the 9th day of April, 1936.

Witness our signatures, this 17th day of April, 1936.

N. N. Miller,
Chairman of Drew Athletic Association.
H. W. Stancill,
Secretary of Drew Athletic Association.

The Charter of Incorporation of

DREW ATHLETIC ASSOCIATION
Drew, Mississippi.

1. The corporate title is DREW ATHLETIC ASSOCIATION, DREW, MISSISSIPPI.

2. The names of the incorporators are: Dr. R. C. Smith, Post Office, Drew, Mississippi; E. M. Smith, Post Office, Drew, Mississippi; R. P. Berry, Post Office, Drew, Mississippi; Wm. F. Taylor, Post Office, Drew, Mississippi.

3. The domicile is at Drew, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: None. This corporation shall not be required to make publication of its charter; shall issue no shares of stock; shall dividex no dividends or profits among its members; shall receive as a member each person who contributes toward the support of the association; 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 member in the corporate assets; and there shall be no individual liability against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

5. Number of shares for each class and par value thereof. None.

6. The period of existence is fifty years.

7. The purpose for which it is created: To promote, conduct and direct athletic programs and activities, not for profit to the members thereof, for the civic improvment of the Town of Drew, and Drew Public Schools; to buy, acquire, sell, dispose of, convey, mortgage and receive mortgages on real estate and personal property and equipment, necessary for, and for the furtherance of said purpose.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: None. This being a non-capital stock, non-benefit corporation, incorporated for the purpose of becoming a legal entity and not for profit.

Dr. R. C. Smith,
E. M. Smith,
R. A. Berry,
Wm. F. Taylor,
Incorporators.

State of Mississippi,
County of Sunflower.

This dayx personally appeared before me, the undersigned authority, in and for the said State and County, Dr. R. C. Smith, E. M. Smith, R. P. Berry and Wm. F. Taylor, incorporators of the corporation known as Drew Athletic Association, Drew, Mississippi, who acknowledged that they signed and executed the above abd foregoing articles of incorporation as their act and deed on this, the 17th day of April, 1936.

(SEAL)

Cordelia Keith,
Notary Public.

Received at the office of the Secretary of State, this the 20th day of April, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 20th, 1936.

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 thex United States.

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Drew Athletic Association, Drew, 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 twentieth day of April, 1936.

Hugh White. Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: April 20, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The following resolution was introduced, its adoption moved and seconded and put to a vote. All of the stockholders present, being more than a majority of all the stockholders of this corporation, voting in favor of its passage, it was ordered entered upon the Minutes and to be proceeded with as therein provided, viz:

Ordered by the stockholders of Grenada Grocery Company, of Grenada, Miss., that the capital stock of said company be and it hereby is increased from sixty thousand dollars to one hundred thousand dollars and that all of said stock shall be common stock of the par value of one hundred dollars per share.

Ordered further that this resolution be submitted to the proper authorities of this State as an application for an increase of said capital stock and amendment of the charter of said corporation accordingly.

To the Honorable, the Secretary of State of Mississippi:

Pursuant to the above resolution of the stockholders of GRENADA GROCERY COMPANY, of Grenada, Miss., application is hereby made for an increase in the capital stock of said corporation from the sum of sixty thousand dollars to the sum of one hundred thousand dollars and the charter of said corporation amended accordingly.

This the 15 day of April, 1936.

J. H. Oliver, President.
Jno. T. Keeton, Secretary.

State of Mississippi,
Grenada County.

Before the undersigned authority within and for said county and state personally appeared this day the above named J. H. Oliver, President, and John T. Keeton, Secretary, of Grenada Grocery Company, a corporation of Grenada, Miss., who acknowledged that as such President and Secretary they did sign, seal and deliver the foregoing application for increase in the capital stock and amendment of the charter of said corporation as its act and deed and the act and deed of its stockholders.

Given under my official seal and signature this 15 day of April, 1936.

G. F. Deaton,

(NOTARIAL SEAL)

My commission expires February 9, 1939.

Received at the office of the Secretary of State, this the 17th day of April, A. D. 1936, together with the sum of $80.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 18th, 1936.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Grenada Grocery Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Eighteenth day of April, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 18th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Be it remembered that, on the day and date hereinafter stated, the stockholders of the Walthall Luggage Store, Incorporated, of Jackson, Mississippi, in a lawful meeting thereof held at its place of business in Jackson, Mississippi, adopted the resolution in words and figures, to-wit:

"Resolved, by the stockholders of Walthall Luggage Store, Incorporated, that the charter of this corporation be amended in manner and form as follows, to-wit: "the name of this corporation is, from and after the approval hereof,

MORI LUGGAGE STORES,

and that the President and/or Secretary o fthis corporation immediately accomplish such change in the name of this corporation in the manner provided therefor by law."

We, the undersigned, respectively, the President and Secretary of Walthall Luggage Store, Incorporated, do hereby certify that the above resolution changing the name of this corporation was adopted at a lawful meeting of the stockholders of same, there being more than a majority of such stockholders voting for the above resolution, and the same has been spread upon the minutes of said meeting, the above resolutions being a true and correct copy of the resolution adopted by said stockholders.

Given under our hands and the seal of said corporation on this the 20th day of April, A. D. 1936. (SEAL) George Mori, President.
Mrs. Katherine S. Mori,
Secretary.

State of Mississippi,
Hinds County.

This day personally appeared before, the undersigned lawful authority herefor, this day personally appeared George Mori, President, and Mrs. Katherine Schaaf Mori, Secretary, of Corporation known as Walthall Luggage Store., Incorporated, who each acknowledged that they signed and delivered and foregoing instrument on the day and date thereof.

Given under my hand and official seal this the 20th day of April, 1936.
(SEAL) Polly Bethune, Notary Public.

Received at the office of the Secretary of State, this the 20th day of April, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion. Walker Wood, Secretary of State.

Jackson, Miss., April 21st, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Mori Luggage Store, by amendment to charter of Walthall Luggage Store, Incorporated, is hereby approved.

In testimony whereof, I have hereunto set my hand abd caused the Great Seal of the State of Mississippi to be affixed, this Twentieth day of April, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 22, 1936.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the Chancery Court of Hinds County, Mississippi dated January 23, 1943 Certified Copy of said decree filed in this Office this the 4th day of February 1943. Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Minutes of the Regular meeting of the Greenwood Civic Improvement Society held in the Office of the said Corporation on the 6th day of June, 1936.

Be It Remembered that at this, a regular meeting of the Greenwood Civic Improvement Society held in the office of the said organization on this the 6th day of June, 1936, the following officers were present, towit: H. T. Odom, President, presiding; B. B. Provine, Jr., Vice-President; R. B. Yates, Secretary and Treasurer; A. H. Bell, R. C. McBee, P. D. Montjoy, Jr., members, being a sufficient number of members to constitute a quorum for the transaction of business, when and where the following was had and done, to-wit:

On motion of R. B. Yates and seconded by P. D. Montjoy, Jr., and being unanimously carried the following resolution was adopted, to -wit:

Resolution adopting Form of Charter and authorising three members to apply to Secretary of State of Mississippi for charter of incorporation of the Greenwood Civic Improvement Society.

Whereas, there is now an organization known as the Greenwood Civic Improvement Society, located in the City of Greenwood, Mississippi; and

Whereas, it is the purpose of the said organization to function as a Civic Improvement Society in the operation, maintenance, and regulation of public play grounds, parks, recreation grounds, and swimming pools for the public benefit and health of the community, and that the aims of the said organization can best be promoted by being incorporated as a Civic Improvment Society, and that application be filed with the Secretary of State ~~of the State~~ of Mississippi, according to law, for a charter of incorporation of the Greenwood Civic Improvment Society, and that the Charter as now prepared be attached to this resolution and be submitted to the said Secretary of State by H. T. Odom, B. B. Provine, Jr., and A. H. Bell, members of this organization, for such action as is required by law to affect the incorporation of the same.

It is therefore, resolved that the Charter of Incorporation of the Greenwood Civic Improvement Society this day submitted to this organization be, and the same is, hereby approved and adopted as the Charter of Incorporation of this organization, and that the same be submitted to the Secretary of State of Mississippi for granting and approving under the laws of the State of Mississippi.

Be It Further Resolved that H. T. Odom, B. B. Provine, Jr., and A. H. Bell, be, and they are hereby designated and named as the members hereof to apply for the said Charter of Incorporation to the Secretary of State of Mississippi for and on behalf of this organization, and that the charter above mentioned be submitted by them to the said state authorities for approval for approving and granting under the laws of the State of Mississippi.

There being no further business the meeting adjourned. H. T. Odom, President.

Attest: R. P. Yates.

Charter of Incorporation of the
GREENWOOD CIVIC IMPROVEMENT SOCIETY

1. The corporation title of said organization is Greenwood Civic Improvement Society.
2. The names and postoffice addresses of the incorporators: H. T. Odom, Greenwood, Mississippi; A. H. Bell, Greenwood, Mississippi; B. B. Provine, Jr., Greenwood, Mississippi.
3. Thedomicile of the corporation is Greenwood, Leflore County, Mississippi.
4. No shares of capital stock shall be issued by the said corporation.
5. The period of existence (not to exceed fifty years) is fifty years.
6. The purposes for which its is created are as follows: To purchase, lease, to acquire by gift or otherwise public parks, recreation grounds, public swimming pools, and public play grounds; to manage, regulate, and maintain the same; to encourage and promote the public health of the citizens of the City of ~~the~~ Greenwood, Leflore County; to promote and encourage healthful recreation with the end in view to provide wholesome exercise, entertainment, and outdoor recreation to the public in general under modern heathful regulations and supervision; to cooperate with public health authorities, municipal and State authorities in the accomplishment of these purposes, and to encourage generally the practices of healthful and invigorating outdoor exercises and recreation; to buy, lease, acquire by gift or otherwise play ground equipment and to erect buildings and acquire any and all other property used in connection with public parks, recreation grounds, swimming pools, and play grounds; to regulate by proper rules the use of the said parks, play grounds, recreation grounds, and swimming pools and to charge a reasonable sum for the privilege of swimming in said swimming pools; to operate, manage and maintain said parks, public play grounds and swimming pools exclusively for the community and for the promotion of social welfare; to have full power to make all laws, pass resolutions, alter and repeal the same, that are not repugnant to the laws of the State of Mississippi or the ordinance of any municipality and to enforce such laws and regulations.

This corporation shall issue no shares of capital stock, shall divide no profits or dividends among its members; every member shall have the right to one vote in the election of all officers; expulsion shall be the only remedy for the non-payment of dues; loss of membership by death or otherwise shall terminate 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 so liable.

The corporation shall have power to buy, own, and sell real estate and personal property for corporate purposes, to borrow money for corporate purposes, and to have and exercise such additional powers as are conferred on such corporations by the laws of the State of Mississippi.

7. Said corporation may transact business on approval of the charter thereof by the proper authorities of law.

B. B. Provine, Jr.
H. T. Odom,
A. H. Bell,
Members designated by Resolution to Apply for Charter.

State of Mississippi, Leflore County, City of Greenwood?

I, R. B. Yates, of the Greenwood Civic Improvement Society do hereby certify that the foregoing contains a true copy of the minutes of the regular meeting of the Greenwood Civic Improvement Society on June 6, 1936, as the same appears of record on the minutes of said organization, and of Charter of Incorporation of Greenwood Civic Improvement Society adopted at said meeting.

Witness my hand this the 10 day of June, 1936.

R. B. Yates, Secretary.

State of Mississippi, County of Leflore.

Personally appeared before me, the undersigned authority in and for the above jurisdiction, the within named B. B. Provine, Jr., H. T. Odom, and A. H. Bell, who acknowledged that they signed and delivered the foregoing charter of incorporation of the Greenwood Civic Improvement Society in pursuant to authority delegated by the members of said society at a meeting held for said purposes; also personally appeared before, the within named R. B. Yates, who acknowledged that he attested the signature of the President to the minutes of the meeting of the Greenwood Civic Improvment Society and that he also certified to the minutes of said meeting as Secretary thereof.

Given under my hand and official seal on this the 10th day of June, 1936.

Mildred Burnham, Notary Public.

(SEAL)

Received at the office of the Secretary of State, this the 11th day of June, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Jackson, Missi, June 11, 1936.
I have examined this charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice,
Attorney General.
By J. A. Lauderdale,
Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Greenwood Civic Improvement Society is hereby approved.

In testimony whereof, I have hereunto set my hand abd caused the great seal of the State of Mississippi to be affixed, this eleventh day of June, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

RecordedL June 17th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Incorporation
of
FARMERS GIN OF DUBLIN (AAL)

We, the undersigned, all of whom are engaged in the production of Agricultural products, do hereby voluntarily associate ourselves together for the purpose of forming and incorporating a cooperative association with capital stock under the provisions of Article 1 of Chapter 99 of the Mississippi Code of 1900, known as the "Agricultural Association Law", and any amendments thereto, with all the benefits, rights, powers, privileges and immunities given or allowed by said statute or amendments thereto, or any other law or laws of the state of Mississippi in relation to corporations so formed, and for that purpose hereby adopt the following Articles of Incorporation.

Article I.

The name of the association shall be Farmers Gin of Dublin (AAL).

Article II.

The domicile of the association shall be at Dublin, Coahoma County, Mississippi.

Article III.

The period of existence of the Association shall be fifty years from date hereof.

Article IV.

The purposes of the association shall be to engage in any activity in connection with the marketing or selling of agricultural products of its members, or with harvesting, processing, preserving, drying, canning, packing, storing, shipping or otherwise handling such products, or in the manufacturing or marketing or by the by-products thereof; or in connection with the manufacturing, selling or supplying to its members, machinery, equipment or supplies; or in connection with any other activity granted or authorized by the laws or amendments thereto, hereinabove mentioned; or in financing any one or more of such activities. However, the association may engage in all of its activities, or any part thereof, with non-members provided the amount of such activities is not greater in value than that of its members.

Article V.

The association shall have all the powers granted, authorized or allowed to associations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930 and all other powers authorized or allowed by any other law or laws of the state of Mississippi to cooperative associations so formed.

Article VI.

Section 1. The authorized capital stock of the association shall be Twenty Five Thousand Dollars ($25,000.00), of which the sum of Twenty Four Thousand Dollars ($24,000.00) shall be preferred stock divided into two hundred forty (240) shares of a par value of One Hundred Dollars ($100.00) each and One Thousand Dollars ($1,000.00) shall be common stock divided into One Hundred (100) shares of a par value of Ten Dollars ($10.00) each.

Section 2. All outstanding stock shall bear non-cumulative dividends, not exceeding six per cent per annum, if and when declared in the conclusive discretion of the Board of Directors. Dividends shall not be paid on common stock for any year until the holders of preferred stock have received a six per cent dividend thereon and no distribution shall be made on a patronage basis until the holders of common stock have received a six per cent dividend thereon, Provided, that until all the indebtedness of the association is retired said dividends may be paid, in the discretion of the Board of Directors, in certificates of preferred stock and ad interim certificates representing the fractional part thereof, subject to conversion into full shares.

Section 3. The preferred stock shall have a preference up to the par value thereof, plus any declared dividend unpaid, in case of dissolution, liquidation or distribution of the assets of the association and shall carry no voting rights except as required by Section 194 of the Mississippi Constitution of 1890. Said preferred stock or any part thereof may be redeemed or retired by the association from time to time within the discretion of the Board of Directors, provided said stock is retired in the same order as issued.

Section 4. The common stock of the association shall only be issued or transferred to, or held by producers of agricultural products who makes use of the services and facilities of the association. No person shall receive or hold at one time more than one share of common stock and each share of such stock shall entitle the holder thereof to one vote.

In testimony whereof, we each have hereunto set our hands in duplicate this 15th day of June, 1936.

R. V. Posey,
H. K. Sage,
J. W. Gray, Jr.
J. P. Prather,
M. H. Mabry,
Spendthrift Pltg.Co. by M. H. Shields.
J. F. Muse.
P. L. Berryhill.
J. T. Hays,
J. H. Luckett,

State of Mississippi,
County of Coahoma.

Before me, the undersigned authority competent to take acknowledgments, personally appeared the within named, R. V. Posey, J. W. Gray, Jr., J. T. Hays, J. F. Muse, M. H. Mabry, J. H. Luckett, R. K. Sage, J. P. Prather, M. H. Shields, E. L. Berryhill, who then and there acknowledged that they signed and delivered the foregoing instrument of writing in duplicate as their free act and deed on the 15th day of June, 1936.

Given under my hand and seal this the 15th day of June, 1936.
(SEAL)

R. N. Baltzer, Notary Public.
My commission expires Sept. 26, 1936.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Incorporation of Farmers Gin of Dublin (A.A.L.), domiciled at Dublin, in Coahoma County, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 17th day of June, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 741, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 17th day of June, 1936.

Walker Wood,
Walker Wood, Secretary of State.

Recorded: June 17th, 1936/

TUCKER PRINTING HOUSE JACKSON MISS

State of Mississippi, County of Jackson,
City of Pascagoula, February 1st, 1936.

The Charter of Incorporation of
THE COSMOPOLITAN CLUB.

1.The corporate title of said company is The Cosmopolitan Club.

2. The names of the incorporators are: Thomas E. Stout, postoffice, Pascagoula, Miss.; S. C. Friedrich, postoffice, Pascagoula, Miss.; Otto Karl Wisenburg, postoffice, Pascagoula, Miss.

3. The domicile is at Pascagoula, Mississippi.

4. Amount of capital stock NONE.

5. The par value of shares is NONE.

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

7. The purpose for which it is created: This corporation is formed for the purpose of taking over the affairs and assuming the rights and obligations of the Cosmopolitan Club of Pascagoula, now operating at Pascagoula, Mississippi, as a voluntary association, and its corporate purposes are as follows: To encourage athletic achievement, foster social endeavor, further civic enterprise, promote public spirit, and to advertise and develop the commercial, industrial, business, climatic, and recreational advantages of Pascagoula, Jackson County, and contiguous territory. To initiate, sponsor, manage, and conduct athletic contests, social functions, and projects of a civic nature. To function as a business, athletic, social, and civic improvment society. To contribute to, solocit contributions for, and aid worthy charitable causes. To co-operate with municipal, county, state, and national governments in the enactment and enforcement of legislation social, remedial, and curative in nature. To acquire, own, manage, and operate a club house or meeting place for the members of the organization and their invited guests, and to acquire, own, manage, and operate any property, of whatever description or nature, real or personal, that may be used for athletic, social, or civic purposes by members of the corporation. To be non-political, non-sectarian, and not to engage in any undertaking or activity for the personal gain or profit of any individual, but to devote any property, howevern acquired, to the corporate purposes herein set out. To acquire and own, whether by purchase, gift, devise, bequest, or otherwise, such property, real or personal, as shall be necessary to carry out the corporate purposes, to rent, lease, mortgage, sell, or otherwise dispose of such property, and in connection therewith to execute contracts of insurance and assurance, and to create, make, and issue mortgages, deeds of trust, trust agreements, and negotiable or transferable instruments and securities, secured by mortgage, collateral, or otherwise, and to do every act and thing necessary to effectuate the same, and to exercise such further powers as granted by Chapter 100 of the Mississippi Code of 1930. To aid and encourage the arts and sciences, to instigate and promote research in both fields, and to own any equipment, materials, or things necessary to effectuate the same. The officers of the corporation shall consist of a president, vice-president, Secretary, Treasurer, and an Alternate, who shall be elected under such rules, and hold such office for such terms, and under such conditions, as the members of the corporation shall prescribe. The officers hereinabove enumerated shall constitute a Board of Directors, and shall manage the property and business of the corporation under such rules and regulations, not inconsistent with this charter, as shall be enacted by the membership. The corporation, through its board of directors, may employ such agents or employees, as shall be deemed necessary. The corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of 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.

8. The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100, Mississippi Code, 1930.

Thomas E. Stout,
Thomas E. Stout.
S. C. Friedrich
S. C. Friedrich.
Otto Karl Wiesenburg
Otto Karl Wiesenburg.

ACKNOWLEDGMENT

State of Mississippi, County of Jackson.

This day, personally appeared before me, the undersigned authority, Thomas E. Stout, S. C. Friedrich, and Otto Karl Wiesenburg, incorporators of the corporation known as the Cosmopolitan Club, 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 May, 1936.

(SEAL)

H. G. Olver,
H.G.Olver, Justice of the Peace and Ex-officio Notary Public.

Received at the office of the Secretary of State this the 11th day of June, A. D. 1936, together with the sum of $10.00 recording fee and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.
Jackson, Miss., June 11, 1936.

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

Greek L. Rice, Attorney General.
By J.A.Lauderdale, Assistant Attorney General.

State of Mississippi, County of Jackson.

Be it remembered, that at a regular meeting of the Cosmopolitan Club of pascagoula was held at the appointed meeting place on Wednesday, the 29th day of April, 1936, at seven-thirty p.m., seventeen members, constituting a quorum, being present. At said meeting the following resolution was offered on motion by Otto Karl Wisenburg, and having been duly seconded by Dr. Thomas E. Stout, and submitted to a vote, was unanimously adopted, reading as follows, to-wit:

Whereas, the Cosmopolitan Club of Pascagoula has been in existence from the 26th day of February, 1935, as a voluntary association, and WHEREAS, this organization is composed of representative professional and business men of the City of Pascagoula, joined together by a common interest, that of improving the business, social, and athletic conditions now existing in this community, and suggesting and aiding civic improvements, and WHEREAS, it was intended from the outset that this organization be incorporated, such intention having been declared at the first regular meeting of its members, and WHEREAS, Thomas E. Stout, S. C. Friedrich, and Otto Karl Wiesenburg are members in good standing and have been since the inception of this organization, and WHEREAS, it is the desire of this organization to file an application for a charter of incorporation with the Secretary of State through Otto Karl Wisenburg, its attorney, Now, Therefore, Be It Resolved, that the said Thomas E. Stout, S.C.Friedrich, and Otto Karl Wiesenburg, be,and they are hereby authorized, empowered, and requested to submit to the Secretary of State an application for a charter of incorporation for this organization, and that their said acts to that effect are hereby approved, ratified, and confirmed, and the proper officers of the State of Mississippi are hereby requested to issue said Charter as applied for. Be It Further Resolved, that this resolution be spread on the minutes of this organization, and that a copy thereof, duly certified by the acting President and Secretary, towit: W. T. Sparkman and S.C.Friedrich,be forwarded with such application for a charter of incorporation."

We, the undersigned, acting President and Secretary respectively of the Cosmopolitan Club of Pascagoula, do hereby certify that the foregoing is a true copy of the resolution adopted by the Cosmopolitan Club of Pascagoula, on the 29th day of April, 1936, and duly appearing of record on the minutes of this organization. Witness our hands, this the 29th day of April A.D. 1936.

W. T. Sprakman, Jr., Acting President
S. C. Friedrich, Secretary.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Charterx of Incorporation of The Cosmopolitan Club is hereby approved. In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this eleventh day of June, 1936.

Hugh White, Governor.

By the Governor, Walker Wood, Secretary of State.

Recorded: June 17th, 1936.

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SUGGESTED FORM OF AMENDMENTS TO ARTICLES OF INCORPORATION FOR CONTINUING MISSISSIPPI STATE BANKS AND TRUST COMPANIES ISSUING ONE CLASS OF PREFERRED STOCK.

Proposed Amendments to Articles of Incorporation of

Kaben Home Bank (Name of Bank) Kaben (City) Oktibbeha (County) Mississippi. (State)

Resolved First, that the capital of this Corporation be increased in the sum of $20,000.00 by the issuance of $20,000.00 of preferred stock under the provisions of Section 52 of Senate Bill No. 227, Laws of 1934, making the total capital[1] of the Corporation $35,000.00, of which $20,000.00 is preferred and $15,000.00 is common stock.

Resolved Second, that the Articles of Incorporation be amended by striking out Article 4th and inserting in place thereof the following:

Article 4th "The Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

Resolved Third, That the Articles of Incorporation be further amended by striking out Article 5th and inserting in the place thereof the following:

Article 5th. (1) Amount, classes, and shares of capital stock. The amount of capital stock of the Corporation shall be $35,000.00 divided into classes and shares as follows: (a) $20,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 200 shares of par value of $100.00 (1) each; and (b) $15,000.00 par value of common stock (subject to increase on retirement of preferred stock as provided in the second and third paragraphs of section 4 of this Article 5th) divided into 150 shares of the par value of $100.00 each.

(1) The per share par value of the preferred stock will be fixed by Reconstruction Finance Corporation.

(2) Assessability of stock. -- The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock. -- The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of profits of the Corporation (determined as provided in section 5 of this Article 5th) accruing after December 8th, 1934 (2), (hereinafter referred to as the "Recapitalization Date"), cash dividends thereto and including March 31, 1939, at the rate of four per cent per annum of the par value thereof, and no more, and thereafter at the rate of five per cent per annum of the par value thereof, and no Such dividends shall be payable semi-annually on each February 1 and August 1, and shall accrue to any given share of such stock, from the date of issuance of such share; provided, however, that, the case of any share of such stock issued after February 1, 1935, (3), such dividends shall accrue such share from the February 1 or August 1, as the case may be, next preceding the date of issuance hereof. Such dividends shall be cumulative so that if dividends at the full rate required by this tion 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart such preferred stock, the deficiency shall be fully paid or declared and set apart before any dividend or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock ll be deemed to accrue from day to day.

(4) Dividends on Common Stock. -- Dividends or other distributions, whether in cash, property, ck or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ored, set apart, paid, or made in respect of the common stock only out of the net profits of the poration (determined as provided in section 5 of this Article 5th) accruing after the Recapitalizaon Date. If any call or purchase for retirement of preferred stock pursuant to the provisions of tions 8 or 9 of this Article 5th would reduce the outstanding capital of the Corporation below the imum amount at the time required by law, the Board of Directors, prior to or simultaneously with h retirement, shall declare on the common stock out of net profits of the Corporation accruing after Recapitalization Date, a dividend in an amount equal to the sum required to maintain the capital the Corporation at such minimum amount after giving effect to such retirement, such dividend to be able in shares of common stock which shall be issued (without any action on the part of the holders stock of any class or on the part of the Superintendent of Banks) pro rata to the holders of common

(2) Insert date on which Articles of Incorporation amended by shareholders.

(3) Insert the February 1 or August 1 next succeeding the proposed date of purchase of preferred stock.

ock.

(5) Determination of net profits. -- For the purpose of this Article 5th, the net profits or the loss (as distinguished from usage of terms "net profits" and "net loss" in reports required by the perintendent of Banks) of the Corporation shall be determined for each six months' period ending December 31 or June 30 by deducting from the gross earnings from all sources for such period: All expenses for such period; (b) All interest accrued during such period; (c) All losses demined during such period, and such charge-offs and write-downs of assets and transfers to reserves ether from income, undivided profits or surplus) for such period (including all charge-offs, write-ns and transfers to reserves requested by the Superintendent of Banks for such period) as may be sonably necessary to make proper provision for doubtful assets, depreciation, and undetermined ses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-s of assets exceed reserves previously set up therefor in such period or any prior period, or ilable unallocated reserves; (d) Provision for all taxes for such period, including taxes measured income and taxes based on the ownership of stock in the Corporation paid or payable by the Corpora-on for the account of its shareholders, without prejuduce to such right as the Corporation may have recover the same; (e) Such transfers for such period to surplus as may be required by law; provided, ever, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws 1934, shall not be deducted from gross earnings in determining net profits available for the div-nd and retirement requirements of the preferred stock; and (f) The net loss, if any, determined in ordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated and existing at the beginning of such period; provided, however, that no deductions from gross nings for the six months' period ending December 31st, 1935 (4), shall be required by reason of any arge-offs or write-downs of assets or transfers to reserves made during said period on account of sses sustained on or prior to the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or against reserves have been set up, and all transfers from reserves to surplus or undivided profits (other

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than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recoveries or transfers are effected.

(6) Application of net profits. -- As long as any shares of preferred stock are outstanding the Corporation, on each February 1 and August 1, shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 or June 30, as the case may be, to the following purposes and in the following order of priority: (a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be;

(4) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(b) To the payment into the preferred stock retirement fund (referred to in section 8 of this Article 5th) of a sum equal to forty per cent of the remainder, if any, of such net profits; provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever; provided, further, however, that unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund except from such net profits as may have accrued from and after December 31, 1935; Subject to compliance with the provisions of Section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this Article 5th.

(7) Limitations on retirement of stock. -- Except with the approval of the Superintendent of Banks no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement fund provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $35,000.00 (5), by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of Preferred Stock by purchase. -- Subject to the provisions of section 7 of this Article 5th, Whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000.00 (6), the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within ten days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this Article 5th, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law.

(5) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.

(6) This figure will be fixed by Reconstruction Finance Corporation.

Subject to the provisions of section 7 of this Article 5th, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be canceled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call. -- Subject to the provisions of section 7 of this Article 5th, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part, pro rata, or by lot in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, and provided always that the capital shall in no event be reduced below the minimum amount required by law, by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the Corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be canceled forthwith and shall not be reissued.

(10) Increase or decrease of capital stock: Amendments of Articles of Incorporation, etc. -- By the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the Superintendent of Banks and such other conditions as at the time may be required by law -- (a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common

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stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article 5th in connection with the retirement of shares of preferred stock; (b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock; (c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may be changed, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches; (d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding; (e) The Corporation may be consolidated or merged into or with any other bank; (f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; (g) The Corporation may go into voluntary liquidation; and (h) Any plan of reorganization of the Corporation may be carried into effect -- Provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of sections 12 or 13 of this Article 5th and the fair value of the assets of the Corporation as determined by the Superintendent of Banks shall be less than an amount equal to all of its liabilities, including all capital stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this Section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the Superintendent of Banks.

(11) Preemptive rights. -- In case of any increase in the capital stock of the Corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of ~~such subscription of~~ such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12) Voting rights. -- (a) Except as otherwise provided in sections 10 and 13 of this Article 5th and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him. (b) In all elections of directors, each holder of stock of any class shall have the right to vote the votes allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votes and give one candidate as many votes as the number of directors multiplied by the number of votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit. (c) In case as many as two semiannual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semiannual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled; (d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) of this section 12 or in sub-paragraph (2) of section 13 of this Article 5th, any one or more of the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled;

(13) Other voting rights. -- If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding --- (a) The Corporation shall be in arrears in the payment of as many as two semiannual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or (b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this Article 5th) on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or (c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Reconstruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the Superintendent of Banks, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or (d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of its Articles of Incorporation --- then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c), and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maximum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at any time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the Superintendent of Banks, at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Reconstruction Finance Corporation as unsatisfactory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, resigned with a director, officer, or employee, sarisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all

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matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provisions of subdivisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof without the affirmative vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits, which may continue to be accepted by the Corporation, under such conditions as may be provided by law.

(14) Rights of Preferred Stock on Liquidation. --- In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each chare of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

Article 6th. (a) Officers --- The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The directors shall have power to elect one or more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence of inability of the President from any cause, to perform all acts and duties pertaining to the office of President except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and, subject to the provisions of subparagraphs (1) and (2) of section 13 of Article 5th hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand.

(b) Powers of Board of Directors. --- The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs, and generally to do and perform all acts that is may be legal for a Board of Directors to do and perform according to law and within the limits of these Articles of Incorporation.

Article 7th. Special meetings of shareholders. --- Except as otherwise specifically provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the them outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED FOURTH, That each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED FIFTH, That the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/ or to such other person or persons as the Board of Directors may deem advisable.

At a meeting of the shareholders of The Maben Home Bank, Maben, Mississippi, held on the 8th day of December, 1934, 7 days notice of the proposed business having been given by registeres mail, all of the foregoing resolutions were adopted by the following vote, - the affirmative vote representing 73% of the total number of shares of capital stock outstanding.

Total number of shares of capital stock - - - - - - - - - - - - -	150
Total number of shares represented at the meeting - - - - - - - -	110
Total number of shares voted in favor of the resolution - - - - -	110
Total number of shares voted against the resolution - - - - - - -	None

I hereby certify that this is a true and correct report (a) of the number of days notice, given by registered mail, of the meeting of shareholders of this bank held on the date above mentioned, (b) of the vote and (c) of the resolutions adopted at said meeting and (d) that a complete list of the shareholders voting therefor and the number of shares voted by each is on file in the bank; (e) that voting permits were procured from the Federal Reserve Board by such holding company affiliates of this bank as voted at said meeting the stock of this bank owned by such holding company affiliates; (f) that no shares of stock of this bank owned by this bank were voted at said meeting; (g) that no shares of stock held by this bank as sole trustee were voted at said meeting; and (h) that no shares of stock of this bank held by this bank as co-trustee were voted at said meeting by this bank; and (i) that no director, other officer or employee acted as proxy at said meeting.

W. C. Sanders, V. Pres.
(SEAL OF BANK) J. H. Douglas, Cashier.

Subscribed and sworn to before me this 8th day of December, A. D., 1934.

(SEAL OF NOTARY) W. T. Harpole, Notary Public.

Department of Bank Supervision
State of Mississippi, Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the

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proposed to increase the capital stock of said bank in the sum of $20,000.00 by the issuance of $20,000.00 of preferred stock under the provisions of Section 52 of Chapter 146 of the Laws of the State of Mississippi for the year 1934, making the total capital of Maben Home Bank $35,000.00, of which $20,000.00 is preferred stock and $15,000.00 is common stock, and I do hereby approve the proposed amendment.

Given under my hand and the seal of the Department of Bank Supervision, this the 16th day of June, 1936.

(S E A L)

M. D. Brett, State Comptroller.

Received at the office of the Secretary of State, this the 16th day of June, A. D., 1936, together withe the sum of $40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 16th, 1936.

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

Greek L. Rice, Attorney General
By W. W. Pieree, Assistant Attorney General.

State of Mississippi
Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Maben Home Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Seventeenth day of June, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: June 17th, 1936.

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The Charter of Incorporation of

THE CRYSTAL AMUSEMENT COMPANY

1. The corporate title of said company is The Crystal Amusement Company.
2. The names of the incorporators are: William J. Junkin, Postoffice, Natchez, Miss.; John R. Junkin, postoffice, Natchez, Miss.; Richard T. Junkin, Postoffice, Natchez, Miss.
3. The domicile is at Natchez, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: One Thousand Dollars. All common stock.
5. Number of shares for each class and par value thereof: One hundred shares at Ten Dollars per share.
6. The period of existence (not to exceed fifty years) is Fifteen years.
7. The purpose for which it is created: To own, lease, operate and conduct wading pools, swimming pools and bathing resorts and places of amusements and entertainments of all kinds, and to produce and conduct and display all manner and kinds of exhibits, shows, performances, theatricals, motion pictures, talking pictures and reproductions of every kind, and to act as broker and agent for the owners, operators and producers of shows, theatricals, motion pictures and other pictures and reproductions, and all other kinds of performances, exhibitions and amusements, and to own and hold real estate in fee simple and otherwise, (within the limit presecribed by law), and to buy, sell, rent amd lease real estate, and to mortgage and otherwise legally encumber the same, and to own and acquire, buy and sell, at wholesale or retail or both, for cash or on credit and to otherwise handle and deal in all kinds and character of property, the purchase, sale or handling of which is not prohibited by law; and to own, operate, lease and rent restaurants, cafes, soft drink stands and lunch stands; and to act as the agent for others in buying, selling, leasing and handling all manner and kind of property, real, personal and mixed.

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

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

Wm. J. Junkin,
John R. Junkin,
Richard T. Junkin,
Incorporators.

Acknowledgement.

State of Mississippi,
County of Adams.

This day personally appeared before me, the undersigned authority William J. Junkin, John R. Junkin, and Richard T. Junkin, incorporators of the corporation known as the The Crystal Amusement Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the _____ day of _____, 1936.

J. H. Keyes,
Notary Public.

(SEAL)

My commission expires Oct. 5th, 1938

Received at the office of the Secretary of State, this the 2nd day of July, A. D. 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., July 2nd, 1936.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of The Crystal Amusement Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this third day of July, 1936.

(SEAL)

Hugh White, Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: July 3rd, 1936.

This corporation dissolved and its charter surrendered by action of stockholders at meeting held Aug. 30, 1939. Certificate of dissolution issued by Secretary of State, Aug. 6, 1939. Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Articles
of incorporation of

LAKE CORMORANT COOPERATIVE GINNING ASSOCIATION
A.A.L.

I.

The corporate title of said company is Lake Cormorant Cooperative Ginning Association (A.A.L.)

II.

The names and postoffice addresses of the incorporators, who are all producers of agricultural products, are:

NAME	P. O. ADDRESS
W. W. Blythe	Lake Cormorant, Mississippi.
L. P. Gillentine	Lake Cormorant, Mississippi.
Joe Blythe	Lake Cormorant, Mississippi.
Sam Frank	Lake Cormorant, Mississippi.
Chappell Harris	Lake Cormorant, Miss.
Harry L. Price	Lake Cormorant, Miss.
J. D. Connell	Banks, Miss.
W. H. Austin,	Lake Cormorant, Miss.
J. P. Shannon	Lake Cormorant, Miss.
S. R. Shannon	Lake Cormorant, Miss.
A. V. Shannon,	Lake Cormorant, Miss.
W. B. Cody	Lake Cormorant, Miss.

III.

The said company shall have a capital stock of $15,000.00, all of which shall be preferred stock, and which shall be issued in shares of a denomination of $25.00 each, which said preferred stock shall be entitled to earn dividends annually, but not cumulative, at not more than 8%. Said stock shall be issued only to and held by producers of agricultural products who make use of the service and facilities of the association, and which shares of stock shall be transferable only to producers of agricultural products, and the rights and privileges of the holders thereof shall be provided by Section 4090 of the Mississippi Code of 1930, and there shall be no individual liabilities on the part of shareholders, members, officials, or directors of the association.

IV.

The association may issue certificates of membership to producers of agricultural products which shall entitle the certificate holders to avail themselves of the facilities of the association without requiring such members to purchase stock in the association.

V.

The period of existence of the said association shall be fifty years.

VI.

The domicile of said association shall be at Lake Cormorant, DeSoto County, Mississippi.

VII.

Said association shall be organized and incorporated under Article I of Chapter 99 of the Mississippi Code of 1930 providing for the organization of incorporated agricultural cooperative associations.

VIII.

The rights and powers of said association shall be such as conferred by said Chapter 99 of the Mississippi Code of 1930 and such other laws of the State of Mississippi as may pertain to said association:

L. P. Gillemtine,
W. H. Austin,
Harry L. Price,
Joe M. Blythe,
J. P. Shannon,
A. V. Shannon,
J. D. Connell,
Chappell Harris
W. W. Blythe,
Sam Frank,
S. R. Shannon,
W. B. Cody.

State of Mississippi,
County of DeSoto.

Before me, the undersigned Justice of the Peace in and for said county and state, this day personally appeared L. P. Gillentine, J. D. Connell, W. H. Austin, Chappell Harris, Harry L. Price, W. W. Blythe, Joe M. Blythe, Sam Frank, J. P. Shannon, S. R. Shannon, A. V. Shannon, and W. B. Cody, who each and severally acknowledged that they signed, delivered, and executed the above and foregoing Articles of Incorporation, for the purpose therein indicated.

Given under my hand and official seal, this the 19th day of June, 1936.

(SEAL)

R. E. Buford.
Justice of the Peace.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Incorporation of Lake Cormorant Cooperative Ginning Association (A.A.L.) domiciled at Lake Cormorant, DeSoto County, Mississippi, hereto attached, with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 6th day of July, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 749, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this 6th day of July, 1936.

(GREAT SEAL)

Walker Wood,
Walker Wood, Secretary of State.

Recorded: July 7th, 1936.

This corporation dissolved by decree of the Chancery Court of Harrison Co., Miss., rendered Dec. 24, 1937 in cause No. 15,665 pending styled In the matter of the Dissolution of Batson and Hatten Lumber Company, Inc., and numbered on the General Docket of said Court.
Certified Copy of said decree filed here Dec 28, 1937

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BATSON & HATTEN LUMBER COMPANY, INC.

1. The corporate title of said company is Batson & Hatten Lumber Company, Inc.
2. The names of the incorporators are: R. Batson, postoffice, Hillsdale, Mississippi; W. H. Hatten, postoffice, Gulfport, Mississippi; N. H. Hatten, postoffice, Gulfport, Mississippi.
3. The domicile is at Lyman, in Harrison County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $100,000.00, represented by 1000 shares each of a par value of $100.00.
5. Number of shares for each class and par value thereof: All Common Stock.
6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: It is to do a general saw mill, turpentine and mercantile business and it shall have the right to do any and all things necessary for the successful carrying on of said business, to manufacture lumber, piling, turpentine and all the by-products of the same, and for that purpose may own and operate saw mills, logging railroad, turpentile stills and stores in which are carried a general line of merchandise; may own real and personal property; may buy and sell land, timber and timber lands; may do a general wholesale and retail lumber business. It shall also have the right to buy, sell and deal in all kinds of commercial paper and securities and the right to operate branches of its said businesses at such places as the stockholders may determine. Except that it shall not have the right to own agricultural lands in violation of the laws of the State of Mississippi, nor to operate its logging railroads except in the conduct of the business authorized by this Charter.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business. 700 shares.

R. Batson,
W. H. Hatten,
N. H. Hatten,
Incorporators.

Acknowledgment.

State of Mississippi,
County of Harrison.

This day personally appeared before me, the undersigned authority, C. S. Connerly, a Notary Public in and for the above mentioned County and State, the within named, R. Batson, W. H. Hatten, and N. H. Hatten, incorporators of the corporation known as the Batson & Hatten Lumber Company, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 3rd day of July, 1936.

(SEAL)

C. S. Conerly, Notary Public.
My commission expires Feb. 11, 1940.

Received at the office of the Secretary of State, this the 6th day of July, A. D. 1936, together with the sum of $210.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., July 6th, 1936.

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

Greek L. Rice,
Attorney General.
By W. W. Pierce,
Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Batson & Hatten Lumber Company, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Seventh day of July, 1936.

Hugh White,
Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: July 7th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Recorded by State Tax C... as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 8/13/41

The Charter of Incorporation of

ALUMINA-SILICATES CORPORATION

1. The corporate title of said company is ALUMINA-SILICATES CORPORATION.

2. The names of the incorporators are: Harry E. Bovay, postoffice, Memphis, Tennessee; Jas. R. McDowell, postoffice, Memphis, Tennessee; J. C. Rutschman, Jr., postoffice, Memphis, Tennessee.

3. The domicile is near Holly Springs, Marshall County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: The capital stock shall be divided into two classes to be known as (a) Class A Common Stock: Five Thousand ($5,000) shares without par value. (b) Class B Common Stock: Twenty-five Thousand (25,000) shares without par value.

From the earnings of the corporation the holders of Class A. stock shall be paid a dividend of One Dollar and Twenty Cents ($1.20) per share per annum before any dividends shall be paid to the holders of Class B. stock, who shall then be entitled to a dividend of One Dollar and Twenty Cents ($1.20) per share.

After the payment of a dividend of One Dollar and Twenty Cents ($1.20) per share on each share outstanding pf both Class A stock and Class B stock in any one year, then any further dividends which may be earned and declared by the corporation in said year shall be paid in the same amount on each outstanding share of stock in both classes.

In event of liquidation of the corporation the holders of Class A stock shall be paid Twenty Dollars ($20.00) per share from the assets of the Company before the holders of Class B stock receive any liquidating dividends; the holders of Class B stock shall then be entitled, in liquidation, to be paid Twenty Dollars ($20.00) per share of stock outstanding; and any balance of the assets to be distributed among the stockholders shall be distributed share and share alike on both classes of stock.

5. Number of shares for each class and par value thereof: The number of shares of Class A Common Stock shall be five thousand shares ($5,000), without par value.

The number of shares of Class B Common Stock shall be twenty-five thousand shares (25,000) without par value.

The holders of all stock shall be vested with voting power and the management of the business of the corporation.

The value of Class A Common Stock, without nominal or par value, is hereby fixed at Twenty Dollars ($20.00) per share.

The value of Class B Common Stock, without nominal or par value, is hereby fixed at One Dollar ($1.00) per share.

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

7. The purpose for which it is created: The purpose for which this corporation is created to engage in mining operations for Clay, Kaolin, Silica, Alumina, Alumina-silicates, Sand, Gravel, stone, Bauxite, Bentonite, Fuller's Earth, Diatomaceous Earth, and all other minerals and metals, metallic and non-metallics; to engage in the mining, shipment and sale of all of said products; to manufacture said products into finished articles and sell the same; to acquire, own, and/or lease, and sub-lease land, and to erect improvements thereon for use in its business; to build tracks and operate cars thereon for use in mining said products; and conveying same into suitable terminals or shipping points; to establish and operate commissaries; to borrow money, issue notes, bonds, and/or mortgages and pledge the property of the corporation as security for the same; to make such by-laws, rules and regulations as are not inconsistent with law, and to do all things necessary and incident to the purposes for 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 100, Code of Mississippi of 1930.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: The corporation shall begin business when five hundred (500) shares of Class A Stock shall have been subscribed and as amuch as Ten Thousand Dollars ($10,000.00) paid for same.

Harry E. Bovay,
Jas. R. McDowell,
J. C. Rutschman, Jr.,
Incorporation.

ACKNOWLEDGMENT

State of Tennessee, County of Shelby.

This day personally appeared before me, the undersigned authority Harry E. Bovay, Jas. R. McDowell and J. C. Rutschman, Jr., incorporators of the corporation known as the ALUMINA-SILICATES CORPORATION who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 13 day of June, 1936.

Lora McAdoo, Notary Public.

My commission expires April 17, 1938.

Received at the office of the Secretary of State, this the 16th day of June, A. D. 1936, together with the sum of $260.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 16th, 1936.

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

Greek L. Rice, Attorney General.

By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Alumina-Silicates Corporation is hereby approved.

Intestimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Seveneteenth day of June, 1936.

Hugh White, Governor.

By the Governor: Walker Wood, Secretary of State.

Recorded: June 17th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to Charter of KAY'S, INC.
Meridian, Mississippi.

"That the charter of incorporation of Kay's, Inc., be amended so as to increase the authorized capitalization from Five Thousand Dollars ($5,000) to Fifteen Thousand Dollars ($15,000.)"

State of Mississippi,
County of Lauderdale.

Personally appeared before me, the undersigned authority in and for said county and state, (Mrs) Miriam H. Hatcher who affirms that she is the Secretary of Kay's, Inc., a Mississippi corporation domiciled at Meridian in the county of Lauderdale, and that the above and foregoing is the amendment to the charter of Kay's, Inc., authorized and requested by a joint meeting of the stockholders and directors of the said corporation held on the 29th day of May, 1936.

Miriam H. Hatcher.

Witness my hand and seal this the 8th day of May, 1936.

(SEAL)

Sylvan B. Straus, Notary Public.
My commission expires Nov. 16, 1938.

Resolution adopted at a joint meeting of the stockholders and directors of Kay's, Inc., Meridian, Mississippi, on the 29th day of May, 1936.

Whereas, the authorized capitalization of Kay's, Inc., a Mississippi corporation domiciled at Meridian, in the County of Lauderdale of the aforesaid State, is now Five Thousand Dollars ($5,000), and

Whereas, the entire amount of the said authorized capitalization has heretofore been subscribed and fully paid in, and

Whereas, the said capitalization is inadequate to properly finance the affairs of the corporation, now therefore,

Be It Resolved by the stockholders and directors of Kay's, Inc. in joint meeting assembled this the 29th day of May, 1936:

Section 1. That the charter of incorporation of Kay's, Inc., be amended so as to increase the authorized capitalization from Five Thousand Dollars ($5,000) to Fifteen Thousand Dollars ($15,000.00);

Section 2. That the Secretary of the Corporation be and she is hereby authorized and directed to furnish a certified copy of this resolution to the Secretary of State and to execute and file with the said State Official the proper and necessary application requesting the amendment as provided in Section 1 hereof;

Section 3. That the Secretary of the Corporation he and she is hereby authorized and directed to pay to the Secretary of State the fee fixed by law for the recording of such amendment and for such increase in capitalization and upon receipt of notice that such amendment has been authorized and approved to make such publication thereof as is required by law and to file such approved amendment for recording by the Chancery Clerk of Lauderdale Countym Mississippi.

State of Mississippi,
County of Lauderdale.

Personally appeared before me, the undersigned authority in and for the said State and County, Mrs. Miriam H. Hatcher, who affirms that she is the secretary of Kay's, Inc., a Mississippi corporation domiciled at Meridian, in the County of Lauderdale, and that the attached and foregoing is a true, correct and compared copy of a resolution adopted on May 29, 1936, by a joint meeting of the stockholders and directors of the aforesaid corporation.

Miriam H. Hatcher, Secretary.

This the 8th day of June, 1936.

(SEAL)

Sylvan E. Straus, Notary Public.
My commission expires Nov. 16, 1938.

Received at the office of the Secretary of State, this the 11th day of June, A. D. 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

~~Jackson~~, Miss., June 11, 1936.

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

Greek L. Rice, Attorney General.
By J. A. Lauderdale, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Kay's, Incorporated, is hereby approved.

In testimony whereof, I have hereunto set my hamd and caused the Great Seal of the State of Mississippi to be affixed, this Eleventh Day of June, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 17th, 1936.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the Chancery Court of Lauderdale County, Mississippi, dated July 20, 1940. Certified Copy of said decree filed in this office, this January 7, 1941. Walker Wood, Sec'y of State.

TUCKER PRINTING HOUSE JACKSON MISS

AMENDMENT TO THE CHARTER OF INCORPORATION OF
DURANT BUILDING & LOAN ASSOCIATION.

Be it remembered that at the regular annual meeting of the stockholders of the Durant Building & Loan Association, held in the office of the Association, in the Town of Durant, Mississippi, on the 20th day of January, 1936, all stockholders being present in person or by proxy, the following proceedings were had, and the following resolution was offered and unanimously adopted.

"Whereas, the Durant Building & Loan Association is desirous that the number of directors of said association be reduced fron seven to five;

Therefore, Be It Resolved that Section Eleven of the Charter of said Association be amended so as to read as follows: "Section 11: The affairs of the Association shall be managed by a Board of five directors who shall be elected annually at such time and place in the Town of Durant, as the Board of Directors for the time being shall appoint, and shall hold their office for one year, or until their successors are elected and qualified. Said election shall be by ballot by a majority of stockholders voting, allowing one vote to every share; stockholders not personally present may vote by proxy made in writing to person representing them at such election."

Be it further resolved that the President and Secretary are instructed to take all necessary steps toward having said amendment to the Charter of the Durant Building & Loan Association legally made."

We, P. M. Elmore, President of the Durant Building & Loan Association, and L. E. Williams, Secretary thereof, do hereby certify that the above resolution is a true and correct copy of the resolution adopted by the stockholders of the Durant Building & Loan Association, at the annual stockholders meeting held, in Durant, Mississippi, on the 20th day of January, 1936.

P. M. Elmore, President. L. E. Williams, Secretary.

State of Mississippi,
Holmes County.

Personally appeared before me, the undersigned a Notary Public, in and for said County and State, P. M. Elmore, known to me to be the President of the Durant Building & Loan Association, of Durant, Mississippi, and L. E. Williams, known to me to be the Secretary of said Association, who severally acknowledged that they signed, sealed and delivered the above and foregoing amendment to the Charter of the said Durant Building & Loan Association, for and on behalf of the said association, and as its act and deed.

Witness my signature and seal of office, on this the 6 day of June, 1936.

Robt E. Rosson, Jr., Notary Public.

(S E A L)

Received at the office of the Secretary of State, this the 8th day of June, A. D., 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 10, 1936.

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

Greek L. Rice, Attorney General
By W. W. Pierce, Assistant Attorney General.

State of Mississippi
Executive Office, Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Durant Building & Loan Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Eleventh day of June, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: June 17, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

YOUNG BUSINESS MEN'S CLUB.

1. The corporate title of said company is Young Business Men's Club.

2. The names of the incorporators are: J. H. Van Dyke, postoffice, McComb, Mississippi; Wm. Neville, Jr., postoffice, McComb, Mississippi; J. Gordon Roach, postoffice, McComb, Mississippi; Bert Jones, postoffice, McComb, Mississippi; Junior O'mara, postoffice, McComb, Mississippi.

3. The domicile is at McComb, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: None. This is a Non-Share Corporation.

5. Number of shares for each class and par value thereof: None.

In accord with Section 4131, Mississippi Code of 1930:

This corporation shall not be required to make publication of its charters, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts ar obligations, but the entire corporate property shall be liable for the claims of creditors.

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

7. The purpose for which it is created: To maintain club rooms for meetings, to sponsor and carry on different movements of a civic nature or for the betterment of the community and people, to carry on activities for the welfare of the community and people and members of the organization. The club shall be a non-profit organization and shall at all times be governed strictly by the principles and spirit of the Constitution and laws of the State of Mississippi and the United States of America. The corporation may own property, real, personal or mixed, and make such contracts not inconsistent with law, as may be necessary, incident to, or convenient, in the carrying on of its business and activities. It may borrow money and secure its debts by conveyance, pledges or hypothecation of its assets. It may adopt by-laws, rules and regulations for the conduct of its affairs.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business. None.

J. H. Van Dyke,
J. Gordon Roach,
Bert Jones,
William Neville, Jr.,
Junior O'Mara,
Incorporators.

Acknowleggment.

State of Mississippi, County of Pike.

This day personally appeared before me, the undersigned authority, H. H. Van Dyke, Wm. Neville Jr., J. Gordon Roach, Bert Jones, Junior O'Mara incorporators of the corporation known as the Young Business Men's Club, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 22nd day of May, 1936.

(SEAL) Nell W. Hunt, Notary Public.

Received at the office of the Secretary of State, this the 15 day of June, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 19, 1936.

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

Greek L. Rice, Attorney General
By W.W.Pierce, Assistant Attorney General.

Certified copy of motions or resolutions in regard to the incorporation of the Young Business Men's Club of McComb, Mississippi; said motions and resolutions having been duly made, seconded, voted upon and carried unanimously at a duly and legal meeting of the said organization and having been spread upon the minutes of the Young Business Men's Club of McComb, Mississippi.

Regular Meeting of Tuesday Night, May 19th, 1936, Held in the Palm Room, McColgan Hotel.

Presiding: President Jack Van Dyke.

At this juncture, the chair asked for a report from the committee on incorporation of the Young Business Men's Club of McComb.

Speaking for the committee, Mr. O'Mara declared that after investigation of various plans of incorporation, the committee advised that the club proceed to obtain a charter of incorporation. Mr. O'Mara suggested that the club secure its charter as a non-profit organization without the sale of stock to any person. Under this plan, he said, a club charter could be obtained from the Secretary of State for a fee of $10.00. In connection with the charter proposal, Mr. O'Mara outlined the following suggestions in connection with articles of incorporation; and procedure in obtaining a charter: First---Expulsion as the only remedy for non-payment of dues. Second---Each member to have vote in elections. Third---Loss by death to terminate all interests in corporation of any person. Fourth--No individual liability attached to any member. Fifth---Necessity for having motion made giving three or more members of the Young Businessx Men's Club of McComb the right and authority to apply for charter, such motion to be spread upon the minutes of the club. Mr. O'Mara reported that he had written to the Secretary of State for various forms under which a charter might be secured.

Mr. O'Mara's suggestions on procedure for incorporation of the club, at the instance of the chair, were followed by a motion to incorporate the club; the motion authorizing the chair to name three or more members to be authorized to apply for the club charter. President Van Dyke, following carrying of this motion, named the following committee on incorporation of the club, with the right and power to apply for the club charter: J. Gordon Roach, Junior O'Mara and Bert Jones.

MEETING JUNE 2nd, 1936

Report from member Junior O'Mara on the incorporation of the Y.B.M.C. Briefly he outlined the papers of incorporation which have been drawn up.There will be a cost of $10.00 for the incorporating of the club. Motion made that two members, Jack Van Dyke and Wm.Neville,Jr., be added to group to secure charter and proceed with the securing of charter. Motion seconded and carried.

I, Earnest Watson, Secretary and treasurer of the young Business Men's Club of McComb, Mississippi, do hereby certify that the above and foregoing copy of motions or resolutions in regard to the incorporation of said organization are true and correct, and that said motions or resolutions were duly legally made at a regular and duly meeting of the Young Business Men's Club of McComb, Mississippi, and have been copied in the minutes of the aforesaid organization. Witness my signature this the 15th day of June, A. D. 1936.

Earnest Watson, Earnest Watson, Secretary and Treasurer, Young Business Men's Club of McComb, Miss.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Young Business Men's Club is

TUCKER PRINTING HOUSE JACKSON MISS

Jenkins-Boyle & Lanham, Inc., Agents.
Masonic Building, Clarksdale, Miss.

June 12, 1936.

Secretary of State of the
State of Mississippi,
Jackson, Mississippi.

The undersigned N. C. Boyle, President of Jenkins, Boyle and Lanham, Inc., Corporation chartered under the laws of the State of Mississippi, hereby presents the proposed amendment of the Charter of said Corporation.

To*wit: The change of the name of said Corporation from that of Jenkins, Boyle and Lanham, Inc., to that of Boyle and Lanham, Inc., and, herewith, presents a certified copy of the resolution of the stockholders adopting and approving of the proposed amendment, and request that the said Charter be so amended.

N. C. Boyle, President.

Sworn to and subscribed before me this 15th day of June, 1936.

Lillian Sack, Notary Public.

(SEAL)

I, the undersigned J. A. Helms, Secretary and Treasurer of Jenkins, Boyle and Lanham, Inc., a corporation, do hereby, certify that the above is a true and correct copy of the minutes of the meeting of Stockholders of said Corporation of February 1, 1936, as appears in the minutes of said Corporation, page 43.

Witness the signature of the Secretary, Treasurer with the seal of said Corporation, this 15 day of June, 1936.

J. A. Helms,
J.A.Helms, Secretary-Treasurer.

Be it known that on this day pursuant to written request of stockholders holding the majority of the outstanding stock of the Corporation of Jenkins, Boyle and Lanham, Inc., and pursuant notice in accordance with Article II of the by-laws of said Corporation, the said stockholders met in the offices of the said corporation in Clarksdale, Mississippi, February 1, 1936, at 2 o'clock, P.M., there being present at said meeting all of the stockholders of said Corporation, when and where the following proceedings took place:

The minutes of the last regular meeting and special meeting were read and approved.

Thereupon, N. C. Boyle offered the following resolution which was 2nd by J.A.Helms:

To-wit: Be it resolved that the charter of Jenkins, Boyle and Lanham, Inc., a Corporation, be amended so asto change the name of said Corporation to that of Boyle and Lanham, Inc., and was unanimously adopted and approved by the stockholders present.

Thereupon, the said Resolution was put to a vote by the President and was unanimously

The following were elected as directors of the Corporation to serve for the year, 1936, N.C. Boyle and J. A. Helms. Thereafter, by vote of the stockholders, N.C.Boyle was elected President and J. A. Helms, Secretary and Treasurer.

There being no further business, the meeting adjourned.

N. C. Boyle,
N. C. Boyle, President.

J. A. Helms,
J.A.Helms, Sect.& Treas.

Received at the office of the Secretary of State, this the 16th day of June, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 16th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Boyle & Lanham, Inc., formerly Jenkins-Boyle & Lanham, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Seventeenth day of June, 1936.

Hugh White, Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: Unne 17, 1936.

Proof of Publication, Showing publication made on..... 19.....
Filed in this office..... Secretary of State

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
MAGNOLIA STATE MATERIALS COMPANY, INC.

(1) The corporate title of said Company is MAGNOLIA STATE MATERIALS COMPANY, INC.
(2) The names and postoffice addresses of the incorporators are: Paul F. Jahncke, Jr., New Orleans, Louisiana; Geo. J. Becker, New Orleans, Louisiana; Jos. W. Heap, Crystal Springs, Mississippi.
(3) The domicile of the Corporation in this State is Jackson, Hinds County, Mississippi.
(4) The amount of authorized capital stock is Five Thousand Dollars ($5,000.00), all of which is hereby classified as, and is, common stock. The number of shares thereof shall be five hundred (500), and each share shall have a par value of Ten Dollars ($10.00). The privileges and restrictions thereof are those fixed by law without the necessity of corporate action, together with such further privileges and restrictions as may be from time to time fixed by corporate act or acts not in violation of law.
(5) None of the capital stock of the Corporation is without nominal or par value, but all of its authorized capital stock is common stock, and therefore, the sale price thereof not fixed by the Board of Directors.
(6) The period of existence (not to exceed fifty years) is fifty (50) years.
(7) The purposes for which the Corporation is created are: (a) To engage in business generally as a commission merchant, manufacturer's agent, seller's 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. (b) 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. (c) 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, roadways, 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. (d) 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. (e) To acquire, own, purchase, mortgage, exchange, rent, lease, sell, and otherwise encumber or dispose of, real estate of every kind and character, improved and unimproved, and any right or interest therein. (f) To do business on credit as well as for cash; to lend money; to borrow money; to acquire, own, and purchase accounts, notes, deeds of trust, mortgages, evidences of debts, and any and all kinds of security, real and personal, for any money or debts due to any other person, firm, association, or corporation, and to collect accounts, notes, deeds of trust, mortgages, and evidences of debt, for any money or debt due to any other person, firm, association, or corporation, to take notes, deeds of trust, mortgages, evidences of debt, and any and all kinds of security, real and personal, for money or debts due to the Corporation, and to mortgage, pledge, sell, transfer, assign and otherwise encumber or dispose of the same, and in general to mortgage, pledge, sell, transfer, assign and otherwise encumber or dispose of its personal property. (g) 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. (h) 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 the State of Mississippi, 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. (i) To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage, or otherwise dispose of, letters patent of the United States, or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trade-marks, and trade-names, relating to or useful in connection with any business of the Corporation. (j) 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, firms or firms, association or associations, corporation or corporations, municipality or municipalities, county or counties, body politic or bodies politic, state or states, or any governmental sub-division or sub-divisions, district or districts, or any part or parts thereof, or any governmental agency or agencies, body or bodies, or any government or governments. (k) To own, acquire, purchase, rent, lease, construct, establish, operate, and maintain any and all offices, buildings, improvements, plants, projects, 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 hereby 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. (l) To do and perform any and all acts or things necessary, desirable, convenient or incidental to the exercise and attainment of the objects and purposes hereinabove set out, or any part thereof, not contrary to law. (m) 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. (n) The rights and powers that may be exercised by the Corporation, in addition to the foregoing, are those conferred by the provisions of Chapter 100, Mississippi Code of 1930, and by all other laws of the State of Mississippi.

The foregoing Clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific objects and powers of the Corporation shall not be held to limit or restrict the powers of the Corporation in any manner or to any extent, and the objects and powers specified in the foregoing several clauses are and shall be independent objects and powers, respectively, except as otherwise provided herein.

8. The number of shares of stock necessary to be subscribed and paid for before the Corporation shall commence business is one hundred (100) shares, and the Corporation may commence business when as much as One Thousand Dollars ($1,000.00) in cash shall have been paid in for shares of stock subscribed for and sold.

Paul F. Jahncke, Jr.,
Geo. J. Becker,
Jos. W. Heap,
Incorporators.

State of Louisiana,
Parish of Orleans,
City of New Orleans.

This day, personally came and appeared before me, the undersigned authority, Paul F. Jahncke, Jr., and Geo. J. Becker, two of the incorporators of the Corporation known as Magnolia State Materials Company, Inc., who severally acknowledged that they signed, executed and delivered the

Proof of Publication, Showing publication made on June 30 1936
Filed in this office July 14 1936 Walker Ward Secretary of State

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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above and foregoing Articles of Incorporation as their act and deed on this the 22 day of June, 1936.
(SEAL)

Leo L. Dubourg, Notary Public.
Leo L. Dubourg, Notary Public.
My commission expires at my death.

State of Mississippi,
Hinds County,
City of Jackson.

This day personally came and appeared before me, the undersigned authority, Jos. W. Heap, one of the incorporators of the Corporation known as Magnolia State Materials Company, Inc., who acknowledged that he signed, executed and delivered the above and foregoing Articles of Incorporation as his act and deed on this the 23 day of June, 1936.
(SEAL)

A. R. Covington, Notary Public.
My commission expires 1-24-39.

Received at the office of the Secretary of State, this, the 24th day of June, 1936, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi,
June 24th, 1936

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charterx of Incorporation of Magnolia State Materials Company, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 25th day of June, 1936.

J. B. Snider, Acting Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 25th, 1936.

A Certified Copy of a decree of the Chancery Court of Hinds County, Mississippi Was filed in this office, October 9, 1943. Said decree was dated October 9, 1943, dissolving a corporation by the name of "Magnolia State Materials, Inc." and was intended to be "Magnolia State Material company, Inc." and to dissolve said Corporation - See files for said decree. This October 9, 1943.
Walker Wood, Secretary of State.

FOR AMENDMENT SEE BOOK 36-37 PAGE 488

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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Charter of Incorporation of

D. C. GREEN & CO.

1. The corporate title of said company is D. C. Green & Co.
2. The names of the incorporators are: D. C. Green, postoffice, Jackson, Mississippi; H. H. Creekmore, postoffice, Jackson, Mississippi; Mrs. Lester Jones, postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Hinds County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The capital stock shall be all common stock in the amount of $10,000.00.
5. Number of shares for each class and par value thereof: 100 shares of the par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To conduct, maintain and conduct a general fire, life, fidelity, surety, and casualty insurance agency and to carry on every branch of business usually transacted in connection therewith; and to transact a general real estate agency; and to buy, or sell and encumber real estate and personal property including stocks, bonds and other securities; and to make or obtain loans upon real estate and personal property and to supervise and manage such property and loans.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business. 100 shares of common stock of the par value of $100.00 per share.

D. C. Green,
H. H. Creekmore,
Mrs. Lester Jones,
Incorporators.

State of Mississippi,
County of Hinds:

This day personally appeared before me, the undersigned authority, D. C. Green, H. H. Creekmore and Mrs. Lester Jones, incorporators of the corporation known as the D. C. Green & Co., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 24th day of June, 1936.

(SEAL)

Ione Smith, Notary Public.

Received at the office of the Secretary of State this the 25th day of June A. D. 1936, together with the sum of $30.00, deposited to cover the recording fee and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Mississippi,
June 25th, 1936.

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

Greek L. Rice, Attorney General.
By J. A. Lauderdale, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson,

The within and foregoing Charter of Incorporation of D. C. Green & 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 25th day of June, 1936.

J. B. Snider, Acting Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: June 26, 1936.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of 1934, as amended.
FEB 13 1947

Walker Wood
SECRETARY OF STATE

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Amendment of correction to Articles of Incorporation of

THE MERCHANTS & FARMERS BANK
Vardaman, Calhoun County, Mississippi.

Whereas, heretofore on the 22nd day of January 1935, the stockholders of The Merchants & Farmers Bank, Vardaman, Mississippi, adopted amendments to the Charter of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

WHEREAS, said amendments, except those three parts or paragraphs thereof as are designated therein as Resolved First, Resolved Second and Resolved Third are incomplete and incorrect and do not set forth the facts of substance intended by the stockholders to be shown therein and do not meet the agreed requirements of the purchasers of said Preferred Stock; and

WHEREAS, in making said Amendments, there was inadvertently stricken from the original Charter, Article Second (which was erroneously designated in said Amendments as Article 2 Section 1) which established the domicile of the Bank and that said Article Second should be readopted and reinstated into said charter; and

WHEREAS, it is necessary and for the best interests of this Bank, that said Amendments be corrected and completed; it is therefore

RESOLVED, that regardless of any omissions, errors or defects in said Amendments or in the corporate proceedings connected therewith, all action taken by the Stockholders, Officers and Agents of this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted January 22nd, 1935 to be certified to and approved by the Comptroller, Governor, Secretary and Attorney General of the State and in the recording of said approved Amendments in the office of the Chancery Clerk of this County, the use thereof in the operation of the Bank and the issuamce and sale of the Preferred stock authorized thereunder, be and the same are hereby and in all things ratified and confirmed. And

BE IT FURTHER RESOLVED that for the purpose of correcting and completing the said amendments heretofore adopted by the stockholders on the 22nd day of January 1935, all of said Amendments, except those three parts or paragraphs designated therein as Resolved First, Resolved Second and Resolved Third (which three parts or paragraphs are hereby specifically retained) be, and the same are hereby stricken out, and in lieu thereof there is hereby inserted the following:

RESOLVED "A", That to reinstate the corporate domicile of the Bank, heretofore stricken out through error, said Article Second be and the same is hereby re-inserted into said Charter, reading as follows:

"Article Second: That the place where the business is to be transacted is at Vardaman, in the State of Mississippi."

RESOLVED FOURTH, That the Articles of Incorporation be amended by inserting a new paragraph therein to be designated as Article Seventh, reading as follows:

"Article Seventh: That Board of Directors shall consist of such number of shareholders, not less than five nor more than twenty-five, as from time to time shall be determined by a majority of the votes to which all shareholders are at the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED FIFTH, that the Articles of Incorporation be further amended by striking out Article Fourth and inserting in the place thereof the following:

"Article Fourth: (1) Amount, classes, and shares of capital stock.---The amount of capital stock of the Corporation shall be $10,000.00 divided into classes and shares as follows:

(a) $5,000.00 par value of Preferred Stock (subject to retirment as hereinafter provided[1]) divided into 80 shares of the par value of $62.50 each; and

(b) $5,000.00 par value of common stock (subject to increase upon retirement of preferred stock as provided in the second and third paragraphs of section 4 of this Article Fourth) divided into 100 shares of the par value of $50.00 each.

(2) Assessability of stock.---The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation.

(3) Dividends on preferred stock.---The holders of preferred stock, in preference to the holders of common stock, shall be entitled to receive, when and as declared by the Board of Directors, out of net profits of the Corporation (determined as provided in section 5 of this Article Fourth) accruing after January 22, 1935 (2) (hereinafter referred to as the "Recapitalization Date[2]), cash dividends thereon to and including March 31, 1939, at the rate of four percent per annum of the par value thereof, and no more, and thereafter at the rate of five per cent per annum of the par value thereof and no more. Such dividends shall be payable semi-annually on each February 1 and August 1 and shall accrue, as to any given share of such stock, from the date issuance of such share; provided, however, that, in the case of any share of such stock issued after Agust 1, 1935, (3) such dividends shall accrue on such share from the February 1 or August 1, as the case may be, next preceeding the date of issuance thereof. Such dividends shall be cumulative so that if dividends at the full rate required by this section 3 to be paid on the preferred stock shall not have been paid upon or declared and set apart before any dividends or other distribution, whether in cash, property, stock, or otherwise, shall be declared, ordered, set apart, paid, or made in respect of the common stock. Dividends on the preferred stock shall be deemed to accrue from day to day.

(4) Dividends on common stock.---Dividends or other distributions, whether in cash, property, stock or otherwise, shall, so long as any shares of preferred stock are outstanding, be declared, ordered, set apart, paid, or made in respect of the common stock only out of the net profits of the Corporation (determined as provided in section 5 of this Article 4th) accruing after the Recapitalization Date.

If any call or purchase for retirement of preferred stock pursuant to the provisions of sections 8 or 9 of this Article Fourth would reduce the outstanding capital of the Corporation below the minimum amount at the time required by law, the Board of Directors, prior to or simultaneously with such retirement, shall declare on the common stock out of net profits of the Corporation accruing after the Recapitalization Date, a dividend in an amount equal to the sum required to maintain the capital of the Corporation at such minimum amount after giving effect to such retirement, such dividend to be payable in shares of common stock which shall be issued (without any action on the part of the holders of stock of any class

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[1] Insert date of which Articles of Incorporation amended by shareholders.

[2] Insert the February 1 or August 1 next succeeding the proposed date of purchase of preferre stock.

(5) Determination of net profits.---For the purpose of this Article Fourth, the net profits or net loss (as distinguished from usage of terms "net Profits" and "net loss" in reports required by the Superintendents of Banks) of the Corporation shall be determined for each six months' period ending on December 31 or June 30 by deducting from the gross earnings from all sources for such period:

(a) All expenses for such period;

(b) All interest accrued during such period;

(c) All losses determined during such period, and such charge-offs and write-downs of assets and transfers to reserves (whether from income, undivided profits or surplus) for such period (including such period) as may be reasonably necessary to make proper provision for doubtful assets, depreciation, and undetermined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up therefor in such period or any prior

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period, or available unallocated reserves;

(d) Provision for all taxes for such period, including taxes measured by income and taxes based on the ownership of stock in the Corporation paid or payable by the Corporation for the account of its shareholders, without prejudice to such right as the Corporation may have to recover the same;

(e) Such transfers for such period to surplus as may be required by law; provided, however, that transfers to earned surplus as required by Section 7-(b) of Senate Bill No. 227, Laws of 1934, shall not be deducted from gross earnings in determining net profits available for the dividend and retirement requirements of the preferred stock; and

(f) The net loss, if any, determined in accordance with the provisions of this section 5, accrued since the Recapitalization Date, accumulated to and existing at the beginning of such period; provided, however, that no dedeuctions from gross earnings for the six months' period ending June 30, 1935, (4) shall be required by reason of any charge-offs or write-downs of assets or transfers to reserves made during said period on account of losses sustained on or prior to the Recapitalization Date.

All recoveries over net book value on assets previously charged off or written down or against which reserves have been set up, and all transfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earnings), shall be considered gross earnings for the respective periods during which such recovreies or transfers are effected.

(6) Application of net profits.---As long as any shares of preferred stock are outstanding the Corporation, on each February 1 and August 1, shall apply the net profits of the Corporation for the six months' period ending on the next preceding December 31 and June 30, as the case may be, to the following purposes and in the following order of priority:

(a) To the payment of dividends on the outstanding preferred stock accrued to such February 1 or August 1, as the case may be;

(4) Insert June 30 or December 31 next succeeding the Recapitalization Date.

(b) To the payment into the preferred stock retirment fund (referred to in section 8 of this Article Fourth) of a sum equal to forty per cent of the remainder, if any, of such net profits; provided, however, that the aggregate amount paid into the preferred stock retirement fund in any one year need not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever; provided, further, however, that unless otherwise elected, from time to time, by the Corporation by action of its Board of Directors, it shall not be required to make such payment into the preferred stock retirement fund except from such net profits as may have accrued from and after December 31, 1935;

Subject to compliance with the provisions of Section 7-(b) of Senate Bill No. 227, Laws of 1934, any balance of net profits for any such period may be applied from time to time to such lawful purposes as may be determined by the Board of Directors, subject, however, to the provisions of section 7 of this Article Fourth.

(7) Limitations on retirement of stock.---Except with the approval of the Superintendent of Banks, no preferred stock shall be called or purchased for retirement by the Corporation unless the then unimpaired capital, surplus and undivided profits of the Corporation, and the retirement funds provided for herein (after giving effect to the proceeds of the issuance of any stock issued to provide funds for such retirement) exceed $1[illegible],000.00 (5) by an amount at least equal to the sum necessary to effect such retirement. No shares of preferred stock shall be called or purchased for retirement unless all accrued dividends (whether or not earned or declared) to the dividend payment date next preceding the date of such retirement shall have been paid on all shares of preferred stock at the time outstanding.

(8) Retirement of preferred stock by purchase.---Subject to the provisions of section 7 of this Article Fourth, whenever the balance in the preferred stock retirement fund shall amount to as much as $1,000.00 (6), the Corporation shall (unless the Board of Directors shall elect to use the entire amount of such balance in the preferred stock retirement fund for the retirement of preferred stock by call as provided in section 9 hereof) within ten days thereafter mail, by first-class postage prepaid, to all holders of record of preferred stock at their respective addresses as shown on the books of the Corporation, a notice specifying the balance in such fund and stating that the same is available for the purchase for retirement of preferred stock at the lowest prices (not in excess of the par value thereof and accrued dividends thereon, whether or not earned or declared, to the date of purchase) offered within twenty days after the date of such notice. At the expiration of such twenty days, the Corporation shall apply such balance to the purchase for retirement of preferred stock, if obtainable, in accordance with the terms of such notice. Within ten days after such expiration, subject to the provisions of section 7 of this Article Fourth, the Corporation shall call for retirement, in the manner provided in section 9 hereof, the largest number of shares of preferred stock which can be retired from the balance in such retirement fund remaining after deducting the amount paid or to be paid for the purchase for retirement of preferred stock as aforesaid, and shall set aside from such retirement fund the sum necessary to effect such retirement, but the minimum capital shall in no event be reduced below the minimum amount of capital required by law.

(5) This figure, representing approximately the unimpaired capital structure of the Corporation after giving effect to the issue of the preferred stock, will be fixed by Reconstruction Finance Corporation prior to the purchase of the preferred stock.

(6) This figure will be fixed by Reconstruction Finance Corporation.

Subject to the provisions of section 7 of this Article Fourth, at any time and from time to time the Corporation may make such lawful transfers from its surplus and/or undivided profits to the preferred stock retirement fund as the Board of Directors may determine. All shares of preferred stock purchased for retirement by the Corporation, whether from the retirement fund or otherwise, shall be canceled forthwith and shall not be reissued.

(9) Retirement of preferred stock by call.---Subject to the provisions of section 7 of this Article Fourth, the Corporation may at any time, at its election as expressed by resolution of the Board of Directors, retire the outstanding preferred stock as a whole, or from time to time in part, pro rata, or by lot, in such equitable manner to carry out the purpose of this section 9 as the Board of Directors of the Corporation in its discretion shall from time to time determine, and provided always that the capital shall in no event be reduced below the minimum amount required by law, by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividends thereon, whether or not earned or declared, accrued to the date of such retirement. At least thirty day prior written notice of every such retirement, stating the retirement date and the retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of each share to be retired, at the address of such holder as shown on the books of the corporation. Such notice having been so mailed, each holder of shares so called for retirement shall be entitled to receive payment of the retirement price of such shares (without interest) upon surrender to the Corporation, on or after the retirement date, at the place designated in such notice, of the certificate or certificates therefor in transferable form and, if required, properly stamped for transfer. In case less than all of the shares represented by any such certificate are retired, a new certificate shall be issued representing the unretired shares. From and after the retirement date (unless the Corporation shall default in payment of the retirement price), all dividends on shares called for retirement shall cease to accrue, such shares shall be deemed to be no longer outstanding, and all rights of the holders thereof as shareholders of the Corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be cancelled forthwith and shall not be re-issued.

(10). Increase or decrease of capital stock: Amendments of Articles of Incorporation, etc.---By

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the affirmative vote of the holders, voting by classes, of at least two-thirds of the shares of each class of stock at the time outstanding, and not otherwise, and subject to such approval by the Superintendent of Banks and such other conditions as at the time may be required by law---

(a) The capital stock of the Corporation may be increased at any time and from time to time through issuing additional shares of preferred stock and/or common stock, and/or through the creation of one or more additional classes of stock; provided, however, that no vote of the holders of preferred stock shall be required with respect to any issue of additional shares of common stock if the entire proceeds of such issue are to be used for the retirement of shares of preferred stock; and provided further, that no vote of the holders of stock of any class shall be required with respect to any issue of additional shares of common stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article Fourth in connection with the retirement of shares of preferred stock;

(b) The capital stock of the Corporation may be decreased at any time and from time to time to any amount not below the amount at the time required by law; provided, however, that no vote of the holders of stock of any class shall be required with respect to the retirement of preferred stock;

(c) The name of the Corporation and/or the place where its operations of discount and deposit are to be carried on may bechanged, but this clause shall not be construed to abridge the powers of the Board of Directors under applicable law with reference to the establishment or change of location or closing of branches;

(d) These Articles of Incorporation may be amended at any time and from time to time in any other respect, but not so as to change the respective voting rights of the preferred stock and common stock so long as any of the preferred stock remains outstanding;

(e) The Corporation may be consolidated or merged into or with any other bank;

(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan of reorganization of the Corporation may be carried into effect---

provided, however, that if and as long as the voting rights of the preferred stock are increased in accordance with the provisions of section 12 or 13 of this Article Fourth and the fair value of the assets of the Corporation as determined by the Superintendent of Banks shall be less than an amount equal to all of its liabilities, including all capotal stock outstanding, any of the actions specified in the foregoing paragraphs (a) to (h) inclusive, of this section 10 may be taken by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled, and not otherwise, except that the Corporation may not be put into voluntary liquidation without the approval of the Superintendent of Banks.

(11). Preemptive rights.---In case of any increase in the capital stock of the corporation of any class other than by way of a stock dividend, the new shares shall be offered for subscription to the holders of record of all shares of stock of that class at the time outstanding, in proportion to the number of shares of such stock of that class held by them respectively, by mailing, first-class postage prepaid, to such holders, at their respective addresses as shown on the books of the Corporation, transferable subscription warrants exercisable at any time on or before thirty days from the date of such mailing. If at the expiration of such subscription rights, any of the new shares have not been subscribed for, such shares shall be offered for subscription to the holders of record of all other shares of stock of all other classes at the time outstanding, in proportion to the number of such shares held by them respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any or the new shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less than the par value thereof, to such persons and on such terms as the Board of Directors may determine.

(12). Voting rights.-----(a) Except as otherwise provided in sections 10 and 13 or this Article Fourth and in this section 12, each holder of stock of any class shall be entitled to vote on all matters one vote for each share of stock of any class held by him.

(b) In all elections of directors, each holder of stock of any class shall have the right to vote the vote allocable to the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate such votea and give one candidate as many votes as the number of directors multiplied by the number or votes allocable to his shares shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit.

(c) In case as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock shall be in arrears (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock), and then, and until all arrears of dividends upon the preferred stock shall have been paid and the full dividend on the outstanding preferred stock for the then current semi-annual dividend period shall have been declared and funds set apart for the payment thereof, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and each holder of preferred stock shall beentitled to a pro rata share of the votes to which his class is entitled, or this section 12 or in sub-paragraph (2) of section 13 of this article Fourth, any one or more of

(d) At any time while the votes of the preferred stock are increased as provided in paragraph (c) the directors, officers, or employees of the Corporation may be removed at any annual or special meeting of shareholders, for or without cause, and their successors elected, by the affirmative vote of two-thirds of the votes to which the holders of all classes of stock, voting as one class, are at the time entitled.

(13) Other voting rights.---If at any time while the Reconstruction Finance Corporation shall hold not less than twenty-five per cent of the total number of shares of preferred stock at the time outstanding---

(a) The Corporation shall be in arrears in the payment of as many as two semi-annual dividend payments (whether or not consecutive and whether or not earned or declared) on the preferred stock (exclusive of any such dividend which may be payable at any time within three (3) months from the date of issuance of the preferred stock); or

(b) The amounts paid into the preferred stock retirement fund (referred to in section 8 of this Article Fourth) on and after February 1, 1937, shall not have amounted in the aggregate to five per cent of the maximum par value of the preferred stock at any time outstanding (whether or not any such stock shall have been subsequently retired or the aggregate par value thereof reduced in any manner whatsoever) multiplied by the number of calendar years which shall have elapsed since January 1, 1936; or

(c) The fair value of the assets of the banking corporation as determined by an examination of the banking corporation by the Recosntruction Finance Corporation (which may be made by the Reconstruction Finance Corporation once in each calendar year if the Reconstruction Finance Corporation shall so elect), or as determined by the Superintendent of Banks, shall be less than an amount equal to all of its liabilities, including all capital stock outstanding; or

(d) The Corporation shall violate or fail to observe any of the terms, provisions, or conditions of the Articles of Incorporation---

then after written notice from Reconstruction Finance Corporation of the existence of any of said conditions and so long as any of said conditions in (a), (b), (c) and (d) above shall continue:

(1) All directors, officers, and employees of the Corporation shall receive compensation at rates not exceeding such maxmimum limitations as may be fixed by the vote of the holders of a majority of the shares of preferred stock at the time outstanding.

(2) In case Reconstruction Finance Corporation, with the approval of the Superintendent of Banks,

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at any time shall notify the Corporation that any director, officer or employee of the Corporation is regarded by Recosntruction Finance Corporation as unsatisf ctory, and in case such director, officer, or employee is not removed from office (and, if requested by Reconstruction Finance Corporation, replaced with a director, officer, or employee, satisfactory to it) within thirty days after receipt by the Corporation of such notice, then, and until such removal and replacement shall have been effected, the holders of preferred stock at the time outstanding shall be entitled, as a class, to vote on all matters twice the number of the votes to which the holders of common stock, as a class, are at the time entitled, and such holder of preferred stock shall be entitled to a pro rata share of the votes to which his class is entitled.

(3) The Corporation shall not directly or indirectly purchase or otherwise acquire any real estate for its own use, or lease any real estate for its own use for a term longer than one year, without in each case the affirmative vote of the holders of a majority of the preferred stock at the time outstanding, or a written waiver of voting rights in respect thereto by the holders of such majority; provided, however, that this limitation shall not apply to real estate acquired under the provsions of sub-divisions 2 and 3 of Section 53 of Senate Bill 227, Laws of 1934.

(4) The Corporation shall not incur indebtedness maturing more than one year from the creation thereof, without the affirantive vote of the holders of a majority of the preferred stock at the time outstanding or a written waiver of voting rights with respect thereto by the holders of such majority, but the indebtedness herein referred to shall not be construed to include the issuance of circulating notes and the acceptance of time deposits which may continue to be accepted by the Corporation under such conditions as may be provided by law.

(14). Rights of preferred stock on Liquidation.---In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, before any payment or other distribution, whether in cash, property, or otherwise shall be made to the holders of common stock, the holders of preferred stock shall be entitled to receive, for each share of such stock held by them, an amount equal to the par value thereof, plus an amount equal to all unpaid dividends thereon, whether or not earned or declared, accrued to the date of payment, but shall not be entitled to any other or further payment; provided, however, that a merger or consolidation in accordance with law and these Articles of Incorporation, shall not be deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

Article Eighth. (a) Officers---The Board of Directors shall elect one of its members President of the Corporation. The Board may designate a director in lieu of the President to be Chairman of the Board, who shall perform such duties as may be designated by the Board. The Directors shall have power to elect one or more Vice Presidents, at least one of whom shall also be a member of the Board of Directors, and who shall be authorized, in the absence or inability of the President from any cause, to perform all acts and duties pertaining to the office of president except such as the President only is authorized by law to perform; and to elect or appoint a Cashier, and such other officers and clerks as may be required to transact the business of the Corporation; and, subject to the provisions of sub-paragraphs (1) and (2) of section 13 of Article Fourth hereof, to fix the salaries to be paid to them, and to continue them in office or to dismiss them as in the opinion of a majority of the Board the interests of the Corporation may demand.

(b) Powers of Board of Directors.---The Board of Directors shall have the power to define the duties of the officers and clerks of the Corporation, to require bonds from them, and to fix the penalty thereof; to regulate the manner in which election of directors shall be held and to appoint judges of the elections; to make all by-laws that it may be proper for them to make, not inconsistent with law and these Articles of Incorporation, for the general regulation of the business of the Corporation and the management of its affairs, and generally to do and perform all acts that it may be legal for a board of directors to do and perform according to law and within the limits of these Articles of Incorporation.

Article Ninth. Special meetings of shareholders.---Except as otherwise specificially provided by statute, special meetings of the shareholders may be called for any purpose at any time by the Board of Directors or by the holders of at least ten per cent of the then outstanding shares of any class. Every such special meeting shall be called by mailing, not less than ten days before the time fixed for the meeting, to all shareholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the Corporation, a notice stating the purpose of the meeting. Such notice may be waived in writing.

RESOLVED, SIXTH, that each shareholder of record may subscribe within five days from and after the date of this meeting to such issue of preferred stock in proportion to the number of shares of common stock of the Corporation standing on the books of the Corporation in his name; and

RESOLVED, SEVENTH, that the Board of Directors through its proper officers, at the expiration of the said five days, shall sell the unsubscribed portion of such preferred stock at such price (not less than the par value thereof) to Reconstruction Finance Corporation and/or ro such other person or persons as the Board of Directors may deem advisable.

At a Special meeting of the shareholders of The Merchants & Farmers Bank, Vardaman, Mississippi, held on December 30th, 1935, 10 days' notice of the proposed meeting having been given by mail, all of the foregoing resolutions were adopted by the following vote, representing all of the shares of Preferred stock outstanding and at least two-thirds of the total number of shares of Common stock outstanding.

Total number of shares of Preferred stock outstanding	80
Total number of shares of preferred stock represented at the meeting	80
Total number of shares of preferred stock voted in favor of the resolution	80
Tptal number of shares of preferred stock voted against the resolutions	NONE
Total number of shares of Common stock outstanding	100
Total numver of shares of common stock represented at the meeting	72
Total number of shares of common stock voted in favor of the resolutions	72
Total number of shares of common stock voted against the resolutions	NONE

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

M.F.Young, President.

(SEAL OF BANK)

Subscribed and sworn to before me this 18 day of January, A. D. 1936.

Lottie M. Enochs, Notray Public.

(SEAL)OF NOTARY)

My commission expires June 22, 1936.

Approved:

D.C.B.

A.M.W.

I hereby certify that the foregoing document has been compared with and is a true and correct copy of the original thereof.

F. C. Lee,
Title Agency Office Counsel.

Deaprtment of Bank Supervision,
State of Mississippi,
Jackson.

I, M. D. Brett, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed amendment to the Charter of Incorporation of Merchants & Farmers Bank, Vardaman, Mississippi, wherein certain corrections are made in a former amendment of the Charter of said Bank under which the issuance of preferred stock was authorized and I do hereby approve the proposed amendment.

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Given under my hand and the seal of the Department of Bank Supervision this the 22nd day of June, 1936.
(SEAL OF DEPARTMENT)
M. D. Brett,
State Comptroller.

Received at the office of the Secretary of State, this the 22nd day of June, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.
Walker Wood,
Secretary of State.

Jackson, Miss., June 22, 1936.

I have examined this amendment of charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.
Greek L. Rice,
Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Merchants & Farmers bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-third day of June, 1936.
J. B. Snider, Acting Governor.

By the Governor:
Walker Wood,
Secretary of State.

(GREAT SEAL)

Recorded: June 24, 1936.

762 ✓ Suspended by State Tax Commission on September 26, 1962 for non-payment of franchise tax. Heber Ladner, Secretary of State

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Proof of Publication, Showing publication made on July 17th 1936
filed in this office Nov. 19th 1936
Walker Wood Secretary of State

Charter of Incorporation of
THE FARMERS GIN COMPANY

1. The corporate title of said Company is The Farmers Gin Company.
2. The names of the incorporators are: W. C. H. McKinney, Postoffice, Anguilla, Mississippi. W. T. McKinney, postoffice, Anguilla, Mississippi. Henry Kline, Postoffice, Anguilla, Mississippi.
3. The domicile is at Anguilla, in Sharkey County, Mississippi.
4. Amount of capital stock Twenty Five Thousand Dollars ($25,000.00), but said company may organize and commence business when Twelve Thousand, Five Hundred Dollars ($12,500.00) shall have been subscribed; all stock in said Corporation being of one class, common stock.
5. The par value of shares is One Hundred Dollars($100.00) each.
6. The priod of existence is Fifty (50) years.
7. The purpose for which it is created is to own and operate, purchase, construct or lease cotton gins and in connection with the operation of said gin the corporation is authorized and empowered to buy and sell seed, to operate grist mills and to buy and sell and deal in cotton cotton seed and seed cotton, and to gin, bale and store cotton and charge and collect tolls therefor, and said corporation may own, rent, lease or otherwise acquire such real estate and personal property as may be necessary, useful, proper or convenient for any of its purposes, and may sell or otherwise dispose of any part, or all, of such real estate or personal property when the interest of said corporation to do so, and may do any other lawful thing necessary and proper in the orderly and necessary operation of the said business.
8. The number of shares of common stock necessary to be subscribed and paid for before the corporation shall commence business is One Hundred Twenty Five (125) shares.
9. The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930 and amendments thereto.
10. Publication of notice of first meeting of the persons in interest is hereby dispensed with.

W. C. H. McKinney,
W. T. McKinney,
Henry Kline,

State of Mississippi,
County of Sharkey.

This day personally appeared before me, the undersigned, a Notary Public, in and for the County and State aforesaid, W.C.H.McKinney, W. T. McKinney and Henry Kline, the incorporators of the corporation known as The Farmers Gin Company, who each acknowledged that he signed and delivered the above, attached and foregoing articles of incorporation as his act and deed.

Witness my hand and official seal, this the 26th day of June, 1936.

H. W. Pippin,
Notary Public.

(SEAL)

My commission expires Jan. 16, 1940.

Received at the office of the Secretary of State, this the 1st day of July, 1936, together with the sum of $60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

July 2, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of The Farmers Gin Company is hereby approved.

In testimony whereof, I have eherunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Third day of July, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: July 3rd, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation of

MISSISSIPPI FRUIT AND STEAMSHIP COMPANY

First: The corporate title of this corporation is Mississippi Fruit and Steamship Company.
Second: The names and postoffice addresses of the incorporators are: Name: J. R. Dent, address: Gulfport, Mississippi; Name: Stanford E. Morse, Address: Gulfport, Mississippi; Name W. H. White, Address: Gulfport, Mississippi.
Third: The domicile of the corporation is Gulfport, Harrison County, Mississippi.
Fourth: The amount of the authorized capital stock is Fifty Thousand Dollars ($50,000.00). The stock shall be common stock of the par value of $100.00 per share.
Fifth: The period of existence shall be fifty (50) years.
Sixth: The purpose for which the corporation is created are not contrary to the laws of the State of Mississippi, and in addition to the rights and powers conferred by Chapter 100 of the laws of 1930, includes the following: The nature of the business and the objects and purposes to be transacted, promoted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz: To plant, cultivate, grow, produce, buy, sell, import, export, prepare for market, market and in any other manner deal in and deal with tropical and other fruits, vegetables, foods and food products of every kind and nature; to acquire by purchase, lease, concession or otherwise and to hold, own, operate, conduct and otherwise deal in and deal with lands, farm land and plantations, and buildings, mills, factories, power houses, canning factories, preserving plants, refrigerating plants, warehouses, distributing stations, wholesale and retail establishments and stores, together with the equipment, machinery and other facilities necessary, useful or desirable in connection therewith, improve or otherwise deal in and with ships, boats, vessels and every kind of water craft; to own, hold, sell or otherwise deal in and with shares or interests therein; to acquire by purchase, lease or otherwise, operate, maintain, use, or otherwise deal in and with wharves, docks, piers, warehouses, and any and all shipping, docking, loading and terminal facilities; to carry on the shipping business, ocean, coastwise, or inland, and to do any and all things incident or related thereto or deemed necessary, advisable or advantageous in connection therewith.

To carry on the business of importers and exporters, traders, and merchants and to act as agents, brokers, and factors for any person, firm, association, corporation, municipality, state or government; to carry on the business of freighting, elevating, lighterage, storage, wharfage, warehousing, forwarding, docking, receiving, unloading, loading, transferring, and handling in any manner, all kinds of goods, wares, merchandise and other commodities; to engage in, conduct and carry on the business of stevedores.

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, 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 goodwill, 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 guranatee, 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 corporation, but not of competing 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, trade-marks, trade names, rights, and licenses secured under letters patents, copyrights, or otherwise.

To enter into, make and perform contracts of every kind for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation, town, city, county, state, territory or government.

To draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, debentures, and other negotiable or transferable instruments.

To issue bonds, debentures, or other obligations and to secure the same by mortgage, pledge, deed of trust or otherwise.

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.

The objects specified herein shall, except where otherwise expressed, be in no way limited nor restricted by reference to or inference from the terms of any other clause or paragraph of this certificate of incorporation.

The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi.

Seventh: The number of shares of capital stock necessary to be subscribed and paid for before the corporation shall begin business is 100 shares.

Eighth: Unless and until otherwise provided in the by-laws, all the corporate powers of this corporation shall be vested in and the business affairs of the corporation shall be managed by a board of five directors.

The Board of Directors shall have authority to make and alter by-laws, including the right to make or alter by-laws fixing their qualifications, classification, or term of office or fixing or increasing their compensation, subject to the power of the shareholders to change or repeal the by-laws so made.

Each and every director shall own in his own right, at all times during the term of office, at least one full paid and unpledged share of the common stock of the corporation. The directors of this company shall be entitled to vote or participate by proxy at any regular or special meeting of the Board of Directors.

The annual meeting of the shareholders for the election of directors shall be held at the registered office of the corporation and shall take place on the 1st day of March of each year, beginning with March 1st, 1936, unless or until otherwise provided in the by-laws.

Meetings of the Board of Directors may be held at any place or places authorized by the by-laws and whether within or without the State of Mississippi.

The names of the first directors and their postoffice addresses are as follows: T. P. Richardson, 433 Gravier Street, New Orleans, La. J. R. Dent, Gulfport, Mississippi, Stanford E. Morse, Gulfport, Mississippi, W. H. White, Gulfport, Mississippi.

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The above named directors shall serve unto the first annual meeting of th shareholders of this corporation or until their successors have been duly elected and qualified.

Any vacancies for whatever reason occuring in the membership of th Board shall be filled by the remaining directors or director, whether or not constitutiong a quorum of the Board, at any regular meeting or at any special meetting of the Board called for that purpose.

Ninth: The officers of this corporation shall consist of a President, one or more Vice*presidents, a Secretary and a Treasurer. The offices of Secretary and Treasurer may be held, if desired, by one and the same person. Likewise, the office of Vice-President may be combined with either that of Secretary, or Treasurer, or both. The following named persons shall constitute the officers of the corporation until the general election of directors is held at the annual meeting of shareholders or until their successors have been duly qualified and installed, to-wit: J. R. Dent, Gulfport, Mississippi, President; T. P. Richardson, 433 Gravier St., New Orleans, La:, Vice-President. Stanford E. Morse, Gulfport, Mississippi, Secretary; W. H. White, Gulfport, Mississippi, Treasurer.

Tenth: If at any time this corporation should own wasting assets intended for sale in the ordinary couse of business or should own property having a limited life, it may pay dividends from the net profits arising from such assets without deduction for depreciation or depletion of assets thereby sustained.

Eleventh: If at any time when the corporation is able to meet its liabilities then matured, the Board of Directors shall have power and authority by resolution, adopted at any regular or special meeting called for that purpose and without the necessity of previous authorization on the part of the shareholders, to sell, lease or exchange or make any other disposition of all of the assets of the corporation, including its good will, franchise, and/or other rights upon such terms and conditions as it deems expedient including an exchange for shares and/or securities of another corporation, domestic or foreign; and if the corporation is unable to meet its liabilities then matured, the Board of Directors by a majority vote of the whole Board shall have power and authority to make such sale, lease, exchange or other disposition as aforesaid without the vote or consent of the shareholders.

J. R. Dent,
S. E. Morse,
W. H. White,
Incorporators.

State of Mississippi,
County of Harrison.

Personally appeared before the undersigned authority in and for said County and State, J. R. Dent, Stanford E. Morse and W. H. White, who each acknowledged that they signed and delivered the foregoing instrument on the day of the date thereof.

Given under my hand and seal of office this 20 day of June, 1936.

(SEAL)

Irene Hatten, Notary Public.
My commission expires Feb. 14, 1940.

Received at the office of the Secretary of State, this the 22nd day of June, A. D. 1936, together with the sum of $110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 22nd, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Mississippi Fruit and Steamship Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-third day of June, 1936.

J. B. Snider, Acting Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 25th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of the

MISSISSIPPI COMPRESS COMPANY.

(1) The corporate title of said Company is Mississippi Compress Company.
(2) The names and post office addresses of the incorporators are:

NAMES	POST OFFICE ADDRESSES:
R. L. Covington,	Hazlehurst, Mississippi;
S. E. Moreton,	Brookhaven, Mississippi;
C. H. Fugate,	Hazlehurst, Mississippi.

(3) The domicile of the Corporation in this State is Brookhaven, Mississippi.
(4) The amount of authorized capital stock is sixty thousand dollars, all of which is hereby classified as, and is, common stock. The number of shares thereof shall be six hundred and each share shall have a par value of one hundred dollars.
(5) None of the capital stock of this corporation is without nominal or par value but all of its authorized capital stock is common stock and the sale price thereof, therefore, not fixed by the Board of Directors.
(6) The period of existence is fifty years.
(7) The purposes for which the corporation is created, are:
(a) To compress cotton, to purchase, own, lease, rent, erect, operate and maintain one or more cotton compresses, when and where desired, for the purpose of compressing cotton. To purchase, own, lease, rent, erect and operate one or more warehouses and storage plants, when and where desired, and to store therein cotton, commodities, and all and every other article and product which may be stored.
(b) To purchase or lease, rent or otherwise acquire, and operate and use authomobiles, trucks or other motor vehicles of every kind and character, for the purpose of transporting cotton, agricultural products and other commodities and for general use in the furtherance of its business.
(c) To buy, purchase, lease and otherwise acquire, own and hold, and sell, exchange, and otherwise dispose of, a plant or plants, warehouses or warehouses, and any and all other buildings and structures of any kind and character, for the compression of cotton, and storage before and after compression.
(d) To buy, sell, store, compress and otherwise deal in cotton, in bales or otherwise, and in general, to operate one or more cotton compresses and engage generally in the business of dealing in and handling cotton, wholesale and retail, domestic and foreign.
(e) To purchase, own, lease, rent, construct and operate factories for the canning, storage and handling of fruits, cereals, vegetables and other agricultural products.
(f) To purchase, own, lease, construct and operate a warehouse or warehouses, and engage in the business of a warehouseman under the laws of the State of Mississippi and of the United States of America, now in existence and as may hereafter be enacted.
(g) To purchase, own, lease, rent, construct and operate factories for the manufacture of cotton and woolen fabrics of every kind and character, and the by-products thereof.
(h) To purchase, own, lease, rent, construct and operate plants for the manufacture and distribution of power and light for the operation, lighting and convenience of any of the enterprises hereinabove and herein after provided for.
(i) To purchase, own, lease and rent real estate of every kind and character, improved or unimproved, for the location of its compress, or compresses, warehouse or warehouses and for any and all other of its hereinabove and hereinafter mentioned purposes.
(j) To sell, lease and rent real estate of every kind and character, improved and or unimproved.
(k) To engage in farming and the development and cultivation of land, and to sell or otherwise dispose of crops grown thereon, provided however it shall not hold and cultivate for agricultural purposes more than ten thousand acres of land in any one year.
(l) To acquire, own, lease and operate an oil mill, feed mill and/or other plants and machinery for the manufacture of commodities grown on real estate owned or leased by it, and also to own and operate lunch counters, boarding and/or rooming houses.
(m) To own, lease, sell and/or operate all gas, mineral or oil rights located in or on its real estate.
(n) To deal in, purchase, own and sell such bonds and stock of every kind and character as may be lawfully sold under the laws of the State of Mississippi.
(o) To lend money, to sell its property, to furnish labor, to hire or furnish labor and service on credit as well as for cash, to take deeds in trust, mortgages, evidences of debt and all manner of security, real and personal, for all money and debts due to the corporation and to sell and dispose of same whenever it deems it to be to the interest of the corporation to do so, and to purchase, sell and transfer notes, deeds of trust, mortgages and other evidences of debts due to it or to other corporations.
(p) To assume the whole or any part of the obligations or liabilities of any person, firm, association, or corporation, unless prohibited by the laws of the State of Mississippi.
(q) 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 to exercise all the rights, powers and privileges of ownership not in violation of the laws of the State of Mississippi.
(r) To lease, own, construct, operate and maintain all buildings, improvementa, works and yard, and in general to carry on any other business, whether manufacturing or otherwise, necessary, convenient, incidental or desirable to the conduct of the enterprises hereby provided for, or any of them, or any enterprise necessary for the successful management of the Corporation not in violation of the Laws of The State of Mississippi, though not above specificially provided for.
(s) To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage, or otherwise dispose of letters patent of the United States, or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trade-marks, and trade-names, relating to or useful in Connection with any business of the Corporation.
(t) The rights and powers that may be exercised by said Corporation, in addition to the foregoing, are those conferred by the provisions of Chapter 100 of the Laws of 1930, and by all other statutes and 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 eumeration of specific powers of the Corporation shall not be held to limit or restrict in any manner the powers of the Corporation, and the objects and powers specified in several clauses above are and shall be independent objects and powers.
(8) The number of shares of stock necessary to be subscribed and paid for before the Corporation shall commence business is five hundred (500) shares, and the Corporation may commence, and continue to do, business when as much as fifty thousand dollars ($50,000.00) cash shall have been paid in for shares of stock subscribed and sold.

C. H. Fugate,
S. E. Morton,
R. L. Covington,
Incorporators.

TUCKER PRINTING HOUSE JACKSON MISS

State of Mississippi,
Lincoln County.

This day, personally appeared before me, the undersigned authority in and for the above County and State, S. E. Moreton, one of the incorporators of the Corporation known as the Mississippi Compress Company, who acknowledged that he signed, executed and delivered the foregoing Artixles of Incorporation as his act and deed, on this, the 22 day of June, 1936.

Stella T. Harper, Notary Public.
(SEAL)

State of Mississippi,
Copiah County.

This day, personally appeared before me, the undersigned authority in and for the above County and State, R. L. Covington and C. H. Fugate, two of the incorporators of the Corporation known as the Mississippi Compress Company who acknowledged that they signed, executed and delivered the foregoing Articles of Incorporation as their act and deed on this, the 23 day of June, 1936.

S. C. Caldwell, Notary Public.
(SEAL)

Received at the office of the Secretary of State this the 23rd day of June, 1936, together with the sum of one hundred and thirty and no/100 ($130,00), deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi, June 25th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Mississippi Compress 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 25th day of June, 1936.

J. B. Snider, Acting Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: June 26th, 1936.

State of Mississippi,
Office of
Secretary of State.

I, the undersigned Secretary of State of the State of Mississippi, hereby certify that J. B. Snider is the duly elected and qualified Lieutenant-Governor of the State of Mississippi, and that upon June 25, 1936, when he approved the charter of the MISSISSIPPI COMPRESS COMPANY, as Acting Governor, Governor Hugh L. White was temporarily absent from the State of Mississippi, and the said Lieutenant Governor was duly acting as Governor of the State of Mississippi.

WITNESS my hand and the Great Seal of the State of Mississippi, this July 1, 1936.

Walker Wood, Secretary of State.
(SEAL)

This corporation dissolved by decree of the Chancery Court of Lincoln County, Mississippi, on January 29, 1962. Certified copy of said decree filed this January 22, 1962.

Heber Ladner
Secretary of State

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Incorporation of
ARNOLD COOPERATIVE GINNING ASSOCIATION (AAL)

I.

The corporate title of said company is Arnold Cooperative Ginning Association (A.A.L.).

II.

The names and postoffice addresses of the incorporators, who are all producers of agricultural products, are: Name: H. C. Bizzell, Postoffice, Pace, Mississippi; Name: M. Hyman, postoffice, Pace, Mississippi; Name: Mrs. Rosa Morgan, Postoffice, Pace, Mississippi; Name: Mrs. M. Alexander, Postoffice, Pace, Mississippi; Name: A. K. Eckles, Postoffice, Pace, Mississippi; Name: P. J. Aylward, Postoffice, Pace, Mississippi; Name: P. H. Brooks, postoffice, Drew, Mississippi; Name: W. S. Redden, Postoffice, Pace, Mississippi; Name: D. N. Boyce, Postoffice, Pace, Mississippi; Name: J. A. Tucker, postoffice, Pace, Mississippi.

III.

The said company shall have no capital stock and there shall be no individual liability on the part of the organizers, their associates and successors, who may become members of said company, or on the part of the directors and officers of said company, notwithstanding indebtedness to be incurred by said company and that it be without capital stock.

IV.

The period of the existence of said company shall be fifty (50) years.

V.

The domicile of said company shall be at Pace, Bolivar County, Mississippi.

VI.

Said company shall be organized and incorporated under Article I of Chapter 99, of the Mississippi Code of 1930, providing for the organization of incorporated agricultural associations without capital stock.

VII.

The rights and powers of said company shall be such as conferred by said Chapter 99, of the Mississippi Code of 1930, and such other laws of the State of Mississippi as may pertain to such organizations.

H. C. Bizzell, Pace, Miss.; M. Hyman, Pace, Miss.; Mrs. Rosa A. Morgan, Pace, Miss.; Mrs. M. Alexander, Pace, Miss.; P. J. Aylward, Pace, Miss.; A. K. Eckles, Cleveland, Miss., R.F.D. Roube 2; P. H. Brooks, Drew, Miss.; W. S. Redden, Pace, Miss.; D. N. Boyce, Pace, Miss.; J. A. Tucker, Pace, Miss.

State of Mississippi,
County of Bolivar.

Before me, the undersigned Notary Public, in and for said County and State, this day personally appeared H. C. Bizzell, M. Hyman, Mrs. Rosa A. Morgan, Mrs. M. Alexander, P. J. Alyward, A. K. Eckles, P. H. Brooks, W. S. Redden, D. N. Boyce, & J. A. Tucker, who each and severally acknowledged that they signed, delivered and executed the above and foregoing Articles of Incorporation, for the purposes therein indicated.

Given under my hand and official seal, this the 25th day of June, 1936.

D. C. Shepherd, Notary Public.

(SEAL)

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the articles of incorporation of the Arnold Cooperative Ginning Association (A.A.L.) domiciled at Pace, in Bolivar County, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 27th day of June, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 767, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this 27th day of June, 1936.

Walker Wood

Walker Wood, Secretary of State.

(GREAT SEAL)

Recorded: June 27th, 1936.

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Articles of Incorporation of

UNION COUNTY GIN (AAL)

We, the undersigned, all of whom are engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of forming and incorporating a cooperative association with capital stock under the provisions of Article 1 of Chapter 99 of the Mississippi Code of 1930, known as the "Agricultural Association Law", and any amendments thereto, with all the benefits, rights, powers, privileges and immunities given or allowed by said statute or amendments thereto, or any other law or laws of the State of Mississippi in relation to corporations so formed, and for the purpose hereby adopt the following Articles of Incorporation.

ARTICLE I.

The name of the association shall be Union County Gin (AAL).

ARTICLE II.

The domicile of the association shall be at New Albany, Union County, Mississippi.

ARTICLE III.

The period of existence of the association shall be fifty years from date hereof.

ARTICLE IV.

The purpose of the association shall be to engage in any activity in connection with the marketing or selling of agricultural products of its members, or with harvesting, processing, preserving, drying, canning, packing, storing, shipping or otherwise handling such products, or in the manufacturing or marketing of the by-products thereof; or in connection with the manufacturing, selling or supplying to its members, machinery, equipment or supplies; or in connection with any other activity granted or authorized by the laws or amendments thereo, hereinabove mentioned; or in financing any one or more of such activities. However, the association may engage in all of its activities, or any part thereof, with non-members provided the amount of such activities is not greater in value than that of its members.

ARTICLE V.

The association shall have all the powers granted, authorized or allowed to associations organized under Article I of Chapter 99 of the Mississippi Code of 1930 and all other powers authorized or allowed by any other law or laws of the state of Mississippi to cooperative associations so formed.

ARTICLE VI.

The authorized capital stock of the association shall be Twenty Thousand Dollars ($20,000.00), of which the sum of Fifteen Thousand Dollars ($15,000.00) shall be preferred stock divided into six hundred (600) shares of a par value of Twenty Five Dollars ($25.00) each, and Five Thousand Dollars ($5,000.00) shall be common stock divided into five hundred (500) shares of a par value of Ten Dollars ($10.00) each.

All outstanding stock shall bear non-cumulative dividends, not exceeding five per cent per annum, if and when declared in the conclusive discretion of the Board of Directors. Dividends shall not be paid on common stock for any year until the holders of preferred stock have received a five per cent dividend thereon and no distribution shall be made on a patronage basis until the holders of common stock have received a five per cent dividend thereon. Provided, that until all the indebtedness of the association is retired said dividends may be paid, in the discretion of the Board of Directors, in certificates of preferred stock and as interim certificates representing the fractional part thereof, subject to conversion into full shares.

The preferred stock shall have a preference up to the par value thereof, plus any declared dividend unpaid, in case of dissolution, liquidation or distribution of the assets of the association and shall carry no voting rights except as required by Section 194 of the Mississippi Constitution of 1890. Said preferred stock or any part thereof may be redeemed or retired by the association from time to time within the discretion of the Board of Directors, provided said stock is retired in the same order as issued.

The common stock of the association shall only be issued or transferred to, or held by producers of Agricultural products, who make use of the services and facilities of the association. No person shall receive or hold at one time more than one share of common stock and each share of such stock shall entitle the holder thereof to one vote.

In ~~Witness~~ Testimony whereof, we each have hereunto set our hands in duplicate this ____ day of June, 1936.

J. A. Barkley, E. D. Robbins, E. F. Cox, H. T. McBryde, B. T. Goodwin, T. K. Craig, B. R. Sappington, J. W. Haynes, T. I. Parker, T. F. McAllister, L. L. Coleman, W. H. Speck, H. L. Stanford, T. A. Snipes, Mary Grace Armour, B. F. Sloan, J. P. Bennett, R. C. White.

State of Mississippi,
County of Union.

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the within named: J. A. Barkley, T. I. Parker, J. P. Bennett, E. D. Robbins, L. L. Coleman, R. C. White, E. F. Cox, T. F. McAllister, H. T. McBryde, W. H. Speck, B. T. Goodwin, H. L. Stanford, T. K. Craig, T. A. Snipes, B. R. Sappington, Mary Grace Armour, J. W. Haynes, B. F. Sloan, who then and there acknowledged that they signed and delivered the foregoing instrument of writing in duplicate as their free act and deed on the _____ day of June, 1936.

Given under my hand and seal this 16 day of June, 1936.

SEAL)

F. S. Wilbanks, Notary Public.

My commisions expires June 16,1939

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the articles of incorporation of Union County Gin (A.A.L.) domiciled at New Albany, in Union County, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 27th day of June, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 768, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this 27th day of June, 1936.

(GREAT SEAL)

Walker Wood

Walker Wood, Secretary of State

Recorded: June 27th 1936.

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Resolution.

Resolution offered and adopted at a Special Meeting of the Stockholders of The Natchez Building and Loan Association, of Natches, Mississippi, convened and held at its office and domicil in Natchez, Mississippi pursuant to Notice, for the purpose of Considering, acting and voting upon proposed Amendments to the Charter of Incorporation of said The Natchez Building and Loan Association.

.....

WHEREAS, The Board of Directors of The Natchez Building and Loan Association, at a special meeting called and held for the purpose on June 3rd, 1936, by Resolution directed the submission to the Stockholders at a meeting to be called for the purpose, of proposed Amendments to the Charter of The Natchez Building and Loan Association in form, words, substance and effect as contained in the type-written draft of said proposed Amendments presented with and following this preamble and resolution and herewith submitted to the Stockholders; and,

WHEREAS, Pursuant to said Resolution of the Board of Directors, and at the special request in writing signed by more than ten members, stockholders of the association the secretary did give notice by publication in the Natchez Democrat, a public newspaper published in Natchez, Adams Co., Mississippi, the domicil of the corporation, for the time and in the manner provided by the by-laws, that this Special Meeting of the stockholders of all classes of stock, would be held in the office of the association, at Natchez, Adams Co., Mississippi, on this day and date, for the purpose of considering, acting and voting upon said proposed Amendments to the Charter, and that, although not required, the secretary did also give notice and information in writing by mail postage prepaid, to each and everystockholder, of the time, place, and purpose of this Stockholders meeting; and,

WHEREAS, The said proposed Amendments to the Charter, the draft of which follows this Resolution, have now been presented to the Stockholders in this Special Meeting for the purpose convened, and in words, form and effect as in the draft thereof following this Resolution:-

Now, Therefore, Be It Resolved by the Stockholders of The Natchez Building and Loan Association, that, with the approval of the Governor of the State of Mississippi, The Charter of Incorporation of The Natchez Building and Loan Association, as has heretofore been granted, approved and amended, be and the same is now hereby further amended, to-wit:- that Sections numbers Two (2), Four (4), Five (5), Six (6), and Seven (7), of the Charter of Incorporation as heretofore granted, approved, amended and existing be and the same is now hereby further amended so as to read as appears in the following draft of said amendments, and that said Charter be also further amended by the addition thereto and the incorporation therein of the Sections in said draft designated as Sections "A", "B", "C", "D", "E", "G", "H", "I", "J", "K", reading as appears in said draft of said amendments.

Be IT Further Resolved, That upon the approval of these Amendments by the Governor of the State of Mississippi, that the same be and they are hereby accepted and ratified as Amendments to the Charter of Incorporation of The Natchez Building and Loan Association, and that the same be filed and recorded according to law:-

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State of Mississippi,
County of Adams,s.s.

I, the undersigned C. J. Profilet secretary of The Natchez Building and Loan Association, and exofficio keeper of the minutes of Stockholders meetings and custodian of the books and records of said corporation, hereby certify that the annexed and foregoing page and half of this page, contains a full, true , and correct copy of a Resolution duly and legally adopted by a majority vote of all stockholders and a majority vote of each of the two classes of stock in said Association, ratifying, and adopting proposed amendments to the Charter of Incorporation, as appears by the original on file and the minutes of said meeting; and that the annexed and following eleven typewritten pages contain the original draft of the proposed Amendments to said Charter referred to in and approved and adopted as in said Resolution set forth by the Stockholders at said Stockholders meeting.

C. J. Profilet, Secretary
of The Natchez Building and Loan Assn.

Sworn to and subscribed before me, this 27th day of June, A. D. 1936.
(SEAL) E. J. Profilet, Notary Public.

AMENDMENTS TO
CHARTER OF INCORPORATION OF
THE NATCHEZ BUILDING AND LOAN ASSOCIATION

SECTION 2. The objects and purposes for which this corporation is created are the accumulation of a fund or funds by subscription and/or payments by the stockholders, monthly payments of interest and principal on loans and advances and by other receipts, profits arising out of the purchase and sale of real estate and rentals derived from the real estate acquired, and, from other business transactions incident to the account of a Building and Loan Association, and the lending such funds to stockholders and to other persons to enable them to acquire, buy or build, or to improve or repair their own homes, or other real estate, or for other uses and purposes, and to otherwise invest such funds for the benefit and interest of said Association.

SECTION 4. This Corporation shall have power to accumulate funds and to advance or loan the same as hereinbefore provided and to evidence and secure the repayment of all money loaned or advanced and the performance of the terms, covenants and conditions upon which such loans or advancements may be made, by note or bond or deed in trust or martgage, or other security; to purchase land or lands and houses, or to erect houses for sale or rent or for the benefit of purchasers or borrowers, at such prices and on such terms and conditions as the by-laws may provide and the Board of Directors approve; to purchase at any trustee's sale, sheriff's sale or other judicial sale, or at any other sale public or private, any real estate or personal property upon which said Association may have or hold any deed in trust, mortgage, tax lien, judgment lien or other incumbrance, or in which said Association may any interest; and the real estate so purchased or any other real estate that said Association may hold or be entitled to, to sell, convey, lease or mortgage to any person or persons or corporation whatsoever and whomsoever, for such price and consideration and on such time, terms and conditions and security as the Board of Directors may approve and the by-laws provide; and in general shall have, possess and enjoy all the rights, powers, privileges and immunities granted, bestowed and provided in Chapter 28 of the Code of 1880, and Chapter 26 of the Laws of Mississippi of 1882, the Mississippi Code of 1930 Annotated, and Subsequent laws of the State of Mississippi applicable to Building and Loan Associations.

SECTION 5. The Capital Stock of this Corporation shall be limited to and consist of Twenty Thousand (20,000) shares of the par value of One Hundred ($100.00) Dollars per share, which may be issued as subscribed, and which may be repurchased by the Association as herein provided, and retired; and within the limits allowed by the Charter new stock may be issued as subscribed in place of repurchased or retired stock. The shares shall be transferable only upon the books of the Corporation, and upon terms provided by the by-laws and approved by the Board of Directors. The Corporation is authorized to issue its Capital Stock in the following types or classes of shares only:

Accumulating Installment Thrift Shares: Installment Thrift Shares shall be issued as subscribed and shall be payable by the subscriber or his successors or assigns in monthly installments at the rate of one (1%) per cent. of the amount subscribed until the payments and the dividends credited thereon are equivalent to the par value of the shares subscribed.

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Full-Paid Income Shares: Full-paid Income Shares shall be issued as subscribed upon payment in full in advance of the par value thereof by the sunscriber.

All shares or Prepaid Stock heretofore issued and not pledged to the association as security for loans and also all shares of Accumulating Installment Stock heretofore issued in series and not pledged to the association as security for loans shall be called in, purchased, retired and cancelled, and the stockholders, at their respective options, may receive the value thereof in cash or in lieu thereof may convert the same or any part thereof into and receive an equivalent amount in Full-Paid Income Shares of the par value of One Hundred ($100.00) Dollars per share.

All stockholders who have pledged their shares of stock heretofore issued (whether Pre-Paid Stock or Accumulating Installment Stock) to the Association as collateral security for loans, and who are no t in default or delinquent in their payments or otherwise, shall have the right at their option to take credit upon their indebtedness for the value of their pledged shares, as shown by the audit on June 30, 1936, plus any additional payments thereon, since said audit, and to refinance and amortize the balance owning with interest at a rate per cent. per annum to be fixed by the By-Laws and over a period of time to be agreed on but not exceeding twenty years, as may be evidenced and provided by a Monthly-Payment and Reduction Promissory Note secured by first mortgage deed of trust on the same property, the note and deed of trust to be in form and substance to be approved by the Board of Directors; and any of such borrowing stockholders who are in default or delinquent may do likewise on making satisfactory arrangements for the settlement of delinquent amounts owing, and with the approval and consent of the Board of Directors; provided nevertheless that nothing in the Amendments of this charter shall affect the contract rights of any stockholder or borrower of of the association, without the consent of both.

SECTION 6. The Board of Directors shall hold stated monthly meetings and special meetings as the By-Laws may provide at which the money for loan in the treasury, if over One Hundred ($100.00), may be loaned to the applicant or applicants whose applications and security offered have been recommended by the Loan Committee and may be approved by the Board,- the money to be awarded to the approved applicants in the order of the filing of the applications with the secretary. There shall be no bidding for loans and no premiums charged; but applicants shall be required to pay the fees of the solicitor of the association for examining title, preparing deed of trust and other legal expenses, and the appraisal, inspection and recording fees, and any other expenses. Persons desiring loans shall make application upon forms provided by the Association and file same with the Secretary who shall note thereon the date of filing and promptly refer same to the Loan Committee of the Board which shall examine and apprise the security offered and report with their recommendations to the next regular or special meeting of the Board of Directors; and the Board shall act upon the applications in the order of their filing.

SECTION 7. A stockholder who has heretofore borrowed upon Accumulating Installment Serial Stock of this Association heretofore issued may repay such loan at any time, and in case of repayment thereof before the expiration of ten years after the issues of the particular series of stock on which his loan is based, there shall be refunded to such borrower one one-hundred-and-twentieth (1/120) part of the premium paid by him for every month of the ten year then unexpired; and in case of default by such borrower and recovery of his loan by the Association by foreclosure or process of law, if the amount thus collected by or distributed to the Association shall exceed the amount of said borrower's loan with interest and charges, the excess beyond the amount to repay the loan with interest and charges shall be returned to the borrower from whom the money was collected, or his legal representatives or assigns:-provided that said Section 7 now amended as above shall remain in force and effect only until all loans heretofore made on shares of Accumulating Installment Serial Stock shall have been paid, or otherwise collected or liquidated, and shall be applicable only to borrowers owing loans made on such stock, and thereafter shall have no longer any application force or effect:- and provided further that all the rest of said Section 7 as heretofore amended and approved, be and the same is hereby repealed and hereafter of no effect.

The original Charter of Incorporation of The Natchez Building and Loan Association is now further amended by the addition and adoption and approval of the following Sections "A", "B", "C", "D", "E", "F", "G", "H", "I", "J", "K", to-wit:-

Section "A".-Semi-annually on June 30th and Dec. 31st. of each year hereafter, after the payment of all expenses incurred prior to such dates, or making appropriation and provision for the payment thereof, the Board of Directors shall have made an audit of the books of the Association, so as to ascertain the Profit or Loss of the business of the Association during the preceding six months; and if there be a profit, then after paying all expenses of the Association for the preceding six months, or making provision for payment, the Net Profits ascertained as shown by the audit shall be placed to the Credit of an UNDIVIDED PROFITS ACCOUNT.-June 30th. and Dec. 31st. of each year are designated as Dividend Dates; but at each dividend date, before the declaration of a dividend, the Board of Directors shall transfer from the Undivided Profits Account to the Reserve Account an amount and credit equivalent to five per centum of the net profits for the preceding six months (after providing for expenses) until the amount standing to the credit of said Reserve Account is equal to five per centum of the total amount paid in on all outstanding shares of both Installment Thrift Stock and Full-Paid Stock of the Association; and if at any time the amount to the credit of said Reserve Account falls below five per centum of the amount paid in on shares of stock as above, at least five per centum of the earnings or profits shall be transferred thereto before the declaration of any dividend until said Reserve Account is brought back to at least five per centum of the total paid in on outstanding shares of stock, and said Reserve Account shall at all times be so maintained for the purpose of absorbing any losses sustained by the Association.

After provision for all expenses as above and for said Reserve Account as above, on the Dividend Dates of June 30th. and December 31st. upon resolution by the Board of Directors the remainder of the profits for the preceding six months period shall be declared and paid or credited as a dividend on shares and share accounts, and so that all shares in the association shall receive the same per cent. per annum or rate of earnings on the amount paid in on each share.

All shareholders in this Association shall have the same status as to the assets of the same, proportionate to the number of shares held and the amount paid in on each share by the respective shareholders.

Section "B".-Whenever Accumulating Installment Thrift Shares shall become paid up, the same may remain in the Association and shall be treated in all respects as Full-Paid Income Shares, or the same may be exchanged for Full-Paid Income Shares.

All Accumulating Installment Thrift Shares when issued by the Association shall be represented by a Share-Account Book, containing a certificate of the shares subscribed and the name of the subscriber.

All Full-Paid Income Shares shall be represented by separate certificates to the Subscribers for the number of shares subscribed.

Section "C".--The association shall have the right to repurchase its shares and pay to the holders thereof the value of the same and shareholders shall have the right to file with the association their written application for the association to repurchase their shares, in part or in full, at anytime; and upon the filing of such written application to repurchase, the association shall number and file the same in the order received and shall, after 30 days from the receipt of such application to repurchase, either pay the holder the value thereof, in part or in full as requsted, or apply at least one-third of the receipts of the association from its shareholders and borrowers to the repurchase of such shares in numerical order. Provided, however, that the Board of Directors shall have an absolute right to repurchase not exceeding $100, of any one share account in any one month in any order regardless of whether such shareholder has filed an application for repurchase or not, and provided further, that if any shareholder applies for the repurchase of

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more than $1,000 of his share account or accounts, he shall be paid $1,000 in oder when reached and his application shall be charged with such amount as paid and shall be renumbered and placed at the end of the list of applications to repurchase and thereafter upon again being reached, shall be paid a like amount, but not exceeding the value of his account, and until paid in full shall continue to be so paid, renumbered, and replaced at the end of the list until paid in full. Shareholders filing written application for the repurchase of their shares shall remain shareholders until paid and shall not become creditors. Dividends upon the shares of any shareholders to the extent of the amount of the application to repurchase shall be dsicontinued while such shareholders remain upon a list to repurchase shares.

In the event of the repurchase of any shares upon the application of a shareholder within one year of the date of investment, the association shall retain a sum equal to one-half of the dividends declared and paid or credited on the amounts so repurchased, and in the event of the repurchase of any shares upon the application of shareholder after one year but within three years of the date of the investment the association shall retain a sum equal to one-fourth of the dividend declared and paid or credited on the amount so repurchased. On shares repurchased after three years from the date of investment, the association shall pay the full amount paid in thereon without deduction, together with all unpaid dividends thereon, up to and including the last dividend date.

SECTION "D".-The association may lend its funds on the sole security of its shares and shall have a lien on such shares account to secure such loan, and in the event of a failure to pay such loan when due, the association may transfer funds from such share account in extinguishment of the debt; but loans on the sole security of shares shall not exceed 75 per cent, of the amount actually credited on such shares. Such loans on its shares shall not be made, however, when the association has applications to repurchase remaining on file for more than 30 days. The association may lend its funds on the security of first liens upon homes, or combination home-and-business property, within a radius of fiftyx miles of its home office; provided that not more than $10,000.00 shall be loaned on the security of a first lien upon such property; except that not exceeding 15 per cent. of the assets of such association may be loaned on other improved real estate without regard to the said $10,000.00 limitation, and without regard to said fifty mile limit, but secured by first lien thereon. Any portion of the assets of the association may be invested in obligations of the United States or in the stock or bonds of a Federal Home Loan Bank. No loan shall be made to an officer, director, or employee upon the security of a first lien upon real estate except for the bona fide financing of the home of such officer, director, or employee. The association may invest an amount not exceeding the total amount of its undivided profits and reserve accounts in real estate for its home office or a home office and for rental. No loan shall be made upon the security of a lien upon real estate except after the written, signed appraisal and recommendation of the majority of a loan committee of three members of the Board of Directors of the property upon which the loan is to be made. The association may lend not exceeding 75 per cent. of the value upon the security of a home or a combination home and business property and not exceeding 50 per cent. upon the security of other improved real estate. All borrowers on real estate security must be mmebers of the Association, and each borrower must subscribe for and be the owner of at least one share of stock (either Installment Thrift or Full-Paid) and assignx same as collateral security for his loan.

SECTION "E".---Loans on real estate shall be made by the association repayable in monthly installments sufficient to amortize the same, paying off interest and principal in not less than 5 years nor more than 20 years. The association may take a note, bond, or other instrument, legally sufficient to represent the indebtedness of the borrower, which shall require a monthly payment sufficient to amortize the debt in said period and said payments shall be applied first to the interest on the unpaid balance of the debt, and the remainder to the unpaid principal ofx the debt, until the same is paid in full. The primary obligation shall be secured by a mortgage or other instrument constituting a first lien upon the premises securing the loan according to the best legal practices of the state where the loan is made. Such loans may be paid off before maturity at any date with interest not exceeding 90 days beyond the date of payment. The associations may make such charges for the use of its money or for the privilege of an advance or both as are permitted by special or general laws of the State of Mississippi to be made by building and loan associations or savings and loan associations. Loans on the sole security of the shares may be made in such form as the Board of Directors may determine and at an interest rate legal within the state.

SECTION "F".---The association shall have power to borrow money, but shall not borrow exceeding an amount equal to 10 per cent. of the amount paid in on its shares, except from a Federal Home Loan Bank, and it may pledge any part of its assets to secure such borrowing. In no event shall the association borrow more than an amount equal to 35 per cent of the amount paid in on its shares.

SECTION "G". The association shall not accept deposits in any form or use certificates of indebtedness of any kind except for borrowed money as herein proved, and shall not represent itself as a deposit institutions and payments made on shares shall be called share payments? The profits of shareholders shall benonassessable and shareholders shall not be responsible for any losses incurred by the association in any way beyond the loss of the funds actually paid in;plus dividends credited thereto.

SECTION "H".---Minors, married women, and corporations may but and hold shares in the association and it may repurchase their shares as other shares, thereby relieving itself of responsibility. Two or more persons may hold shares in the association in common or in partnership or by joint and survivorship title.

SECTION "I".---The association shall have power to do such other things as may be incidental to or necessary for the accomplishment of the purpose of its incorporation as herein provided.

SECTION "J".---The by-laws adopted by the association shall provide for the management of the association within the provisions of the law and this charter.

SECTION "K".---This corporation is authorized to insure its shares and share accounts with the Federal Savings and Loan Insurance Corporation upon such terms and conditions as are or may be offered by it, and to pay the fees, charges, premiums and other expenses incident thereto and to charge the same to its expense account.

The Natchez Building & Loan Assn.,
By A. C. Berdon, President.

(SEAL)
Attest:-
C. J. Profilet, Secretary, of the Natchez Building and Loan Association.

.....

State of Mississippi,
County of Adams--s-s.

Before me, the undersigned Notary Public in and for said County and State, personally came and appeared the within named A. C. Berdon, the President of The Natchez Building and Loan Association, of Natchez, Miss., and C. J. Profilet, the Secretary of The Natchez Building and Loan Association, of Natchez, Miss.; and they respectively acknowledged that as such president andsecretary respectively, and by virtue and in pursuance of the authority and directions of a Stockholders Meeting of said corporation held on June 26th, 1936, they signed, affuxed the seal of said corporation to, executed and delivered the annexed and foregoing amendments to the Charter of Incorporation of said The Natchez Building and Loan Association, on the day and year therein mentioned as their voluntary act and deed as such president and secretary, respectively, and as the act and deed of The Natchez Building and Loan Association.

Given under my hand and official signature and notarial seal, at Natchez, Miss., this the 27th day of June, A. D. 1936. (SEAL)

E. J. Profilet, Notary Public.

TUCKER PRINTING HOUSE JACKSON MISS

Received at the office of the Secretary of State, this the 29th day of June, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 29th, 1936.

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

Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Natchez Building and Loan Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirtieth day of June, 1936.

Hugh White, Governor.

By the Governor, Walker Wood,
Secretary of State.

Recorded: July 1st, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation
of the
MISSISSIPPI COMPRESS COMPANY

(1) The corporate title of said Company is MISSISSIPPI COMPRESS COMPANY.
(2) The names and postoffice addresses of the incorporators are:

NAMES	POSTOFFICE ADDRESSES:
R. L. Covington	Hazlehurst, Mississippi;
S. E. Moreton,	Brookhaven, Mississippi;
C. H. Fugate,	Hazlehurst, Mississippi.

(3) The domicile of the Corporation in this State is Brookhaven, Mississippi.
(4) The amount of authorized capital stock is sixty thousand dollars, all of which is hereby classified as, and is, common stock. The number of shares thereof shall be six hundred and each share shall have a par value of one hundred dollars.
(5) None of the capital stock of this corporation is without nominal or par value but all of its authorized capital stock is common stock and the sale price thereof, therefore, not fixed by the Board of Directors.
(6) The period of existence is fifty years.
(7) The purposes for which the corporation is created, are:
(a) To compress cotton, to purchase, own, lease, rent, erect, operate and maintain one or more cotton compresses, when and where desired, for the purpose of compressing cotton. To purchase, own, lease, rent, erect and operate one or more warehouses and storage plants, when and where desired, and to store therein cotton, commodities, and all and every other article and product which may be stored.
(b) To purchase or lease, rent or otherwise acquire, and operate and use automobiles, trucks or other motor vehicles of every kind and character, for the purpose of transporting cotton, agricultural products and other commodities and for general use in the furtherance of its business.
(c) To buy, purchase, lease and otherwise acquire, own and hold, and sell, exchange and otherwise dispose of, a plant or plants, warehouses or warehouses, and any and all other buildings and structures of any kind and character, for the compression of cotton, and storage before and after compression.
(d) To buy, sell, store, compress and otherwise deal in cotton, in bales or otherwise, and in general, to operate one or more cotton compresses and engage generally in the business of dealing in and handling cotton, wholesale and retail, domestic and foreign.
(e) To purchase, own, lease, rent, construct and operate factories for the canning, storage and handling of fruits, cereals, vegetables and other agricultural products.
(f) To purchase, own, lease, construct and operate a warehouse or warehouses, and engage in the business of a warehouseman under the laws of the State of Mississippi and of the United States of America, now in existence and as may hereafter be enacted.
(g) To purchase, own, lease, rent, construct and operate factories for the manufacture of cotton and woolen fabrics of every kind and character and by-products thereof.
(h) To purchase, own, lease, rent, construct and operate plants for the manufacture and distribution of power and light for the operation, lighting and convenience of any of the enterprises hereinabove and hereinafter provided for.
(i) To purchase, own, lease and rent real estate of every kind and character, improved or unimproved, for the location of its compress, or compresses, warehouse or warehouses and for any and all other of its hereinabove and hereinafter mentioned purposes.
(j) To sell, lease and rent real estate of every kind and character, improved and unimproved.
(k) To engage in farming and the development and cultivation of land, and to sell or otherwise dispose of crops grown thereon, provided however it shall not hold and cultivate for agricultural purposes more than ten thousand acres of land in any one year.
(l) To acquire, own, lease and operate an oil mill, feed mill and/or other plants and machinery for the manufacture of commodities grown on real estate owned or leased by it, and also to own and operate lunch counters, boarding and/or rooming houses.
(m) To own, lease, sell, and/or operate all gas, mineral or oil rights located in or on its real estate.
(n) To deal in, purchase, buy, own and sell such bonds and stock of every kind and character as may be lawfully sold under the laws of the State of Mississippi.
(o) To lend money, to sell its property, to furnish labor, to hire or furnish labor and service on credit as well as for cash, to take deeds in trust, mortgages, evidences of debt and all manner of security, real and personal, for all money and debts due to the corporation and to sell and dispose of same whenever it seems it to be to the interest of the corporation to do so, and to purchase, sell and transfer notes, deeds in trust, mortgages and other evidences of debts due to it or to other corporations.
(p) To assume the whole or any part of the obligations or liabilities of any person, firm, association, or corporation, unless prohibited by the laws of the State of Mississippi.
(q) 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 not in violation of the laws of the State of Mississippi.
(r) To lease, own, construct, operate and maintain all buildings, improvements, works and yards, and in general to carry on any other business, whether manufacturing or otherwise, necessary, convenient, incidental or desirable to the conduct of the enterprises hereby provided for, or any of them, or any enterprise necessary for the successful management of the corporate business not in violation of the laws of the State of Mississippi, though not above specifically provided for.
(s) To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage, or otherwise dispose of letters patent of the United States, or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trade-marks and trade names, relating to or useful in connection with any business of the corporation.
(t) The rights and powers that may be exercised by said Corporation, in addition to the foregoing, are those conferred by the provisions of Chapter 100 of the Laws of 1930, and by all other statutes and 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 powers of the Corporation shall not be held to limit or restrict in any manner the powers of the Corporation, and the objects and powers specified in several clauses above are and shall be independent objects and powers.
(8) The number of shares of stock necessary to be subscribed and paid for before the Corporation shall commence business is five hundred (500) shares, and the Corporation may commence, and continue to do, business when as much as fifty thousand dollars ($50,000.00) cash shall have been paid in for shares of stock subscribed and sold.

C. H. Fugate,
S. E. Moreton,
R. L. Covington,
Incorporators.

TUCKER PRINTING HOUSE JACKSON MISS

State of Mississippi,
Lincoln County.

This day, personally appeared before me, the undersigned authority in and for the above County and State, S. E. Moreton, one of the Incorporators of the Corporation known as the Mississippi Compress Company, who acknowledged that he signed, executed and delivered the foregoing Articles of Incorporation as his act and deed, on this, the 22 day of June, 1936.

(NOTARIAL SEAL)

Stella T. Harper,
Notary Public.

State of Mississippi,
Copiah County.

This day, personally appeared before me, the undersigned authority in and for the above County and State R. L. Covington and C. H. Fugate, two of the incorporators of the Corporation known as the Mississippi Compress Company who acknowledged that they signed, executed and delivered the foregoing Articles of Incorporation as their act and deed on this the 23 day of June, 1936.

(NOTARIAL SEAL)

S. C. Caldwell,
Notary Public.

Received at the office of the Secretary of State this the 23rd day of June, 1936, together with the sum of One Hundred and thirty and no/100th ($130.00), deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Mississippi,
June 25th, 1936.

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

Greek L. Rice,
Attorney General.

By W. M. Pierce,
Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Mississippi Compress Company is hereby approved.

In testimony whereof, I have hereunto set my hand caused the Great Seal of the State of Mississippi to be affixed, this 25th day of June, 1936.

J. B. Snider,
Acting Goverhor.

(GREAT SEAL)
By the Goverhor:
Walker Wood,
Secretary of State.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State, do certify that the Charter of Incorporation hereto attached entitled the Charter of Incorporation of Mississippi Compress Company was pursuant to the provisions of Chapter 100, Code of Mississippi of 1930, Recorded in the Records of Incorporations in this office Book No. 35-36, page 765-766.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 26th day of June, 1936.

(GREAT SEAL)

Walker Wood,
Secretary of State.

State of Mississippi,
Office of Secretary of State.

I, the undersigned Secretary of State of the State of Mississippi, hereby certify that J. B. Snider is the duly elected and qualified Lieutenant-Governor of the State of Mississippi, and that upon June 25, 1936, when he approved the charter of the Mississippi Compress Company, as Acting Governor, Governor Hugh L. White was temporarily absent from the State of Mississippi, and the said Lieutenant-Governor was duly acting Governor of the State of Mississippi.

Witness my hand and the Great Seal of the State of Mississippi, this, July 1, 1936.

(GREAT SEAL)

Walker Wood,
Secretary of State.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Mississippi Compress Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirtieth day of June, 1936.

Hugh White,
Governor.

(GREAT SEAL)
By the Governor:
Walker Wood,
Secretary of State.

Recorded: July 1, 1936.

This corporation dissolved by decree of the Chancery Court of Lincoln County, Mississippi on January 20, 1962. Certified copy of said decree filed this January 22, 1962.

Nelle Ladner
Secretary of State

TUCKER PRINTING HOUSE JACKSON MISS

ARTICLES OF INCORPORATION
OF
DODDSVILLE GIN (AAL).

WE, THE UNDERSIGNED, all of whom are engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of forming and incorporating a cooperative association with capital stock under the provisions of Article 1 of Chapter 99 of the Mississippi Code of 1930, known as the "Agricultural Association Law", and any amendments thereto, with all the benefits, rights, powers, privileges and immunities given or allowed by said statue or amendments thereto, or any other law or laws of the state of Mississippi in relation to corporations so formed, and for that purpose thereby adopt the following Articles of Incorporation.

ARTICLE 1.

The name of the association shall be Doddsville Gin (AAL).

ARTICLE 11.

The domicile of the association shall be at Doddsville, Sunflower County, Mississippi.

ARTICLE 111.

The period of existence of the Association shall be fifty years from date thereof.

ARTICLE 1V.

The purposes of the association shall be to engage in any activity in connection with the marketing or selling of agricultural products of its members, or with harvesting, processing, preserving, drying, canning, packing, storing, shipping or otherwise handling such products, or in the manufacturing or marketing of the by-products thereof, or in connection with the manufacturing, selling or supplying to its members, machinery, equipment or supplies, or in connection with any other activity granted or authorized by the laws or amendments thereto, hereinabove mentioned; or in financing any one or more of such activities, However, the association may engage in all of its activities or any part thereof, with non-members provided the amount ot such activities is not grater in value than that of its members.

ARTICLE V.

The association shall have all the powers granted, authorized or allowed to associations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930 and all other powers authorized or allowed by any other law or laws of the state of Mississippi to cooperative associations so formed.

ARTICLE VI.

Section 1. The authorized capital stock of the association shall be Twenty Five Thousand Dollars ($25,000.00), of which the sum of Twenty Four Thousand Dollars ($24,000.00) shall be preferred stock divided into two hundred, forty (240) shares of a par value of One Hundred Dollars ($100.00) each, and One Thousand Dollars ($1,000.00) shall be common stock divided into one hundred (100) shares of a par value of Ten Dollars ($10.00) each.

Section 2. All outstanding stock shall bear non-cumulative dividends, not exceeding six per cent per annum, if and when declared in the conclusive discretion of the Board of Directors. Dividends shall not be paid on common stock for any year until the holders of preferred stock have received a six per cent dividend thereon and no distribution shall be made on a patronage basis until the holders of common stock have received a six per cent dividend thereon. Provided, that until all the indebtedness of the association is retired said dividends may be paid, in the discretion of the Board of Directors, in certificates of preferred stock and ad interim certificates representing the fractional part thereof, subject to conversion into full shares.

Section 3. The preferred stock shall have a preference up the par value thereof, plus any declared dividend unpaid, in case of dissolution, liquidation or distribution of the assets of the association and shall carry no voting rights except as required by Section 194 of the Mississippi Constitution of 1890. Said preferred stock or any part thereof may be redeemed or retired by the association from time to time within the discretion of the Board of Directors, provided said stock is retired in the same order as issued.

Section 4. The common stock of the association shall only be issued or transferred to, or held by producers of agricultural products who makes use of the services and facilities of the association. No person shall receive or hold at one time more than one share of common stock and each share of such stock shall entitle the holder thereof to one vote.

IN TESTIMONY WHEREOF, we each have hereunto set our hands in duplicate this 6th day of July 1936.

E. L. Coleman
O. B. Lindsey
W. P. Scruggs
M. M. Fisackerly
C. W. Coleman
P. J. Townsend
Chas. Kent
W. E. Young
E. C. Weeks
T. M. Coleman

State of Mississippi,
County of Sunflower.

Before me, the undersigned authority competent to take acknowledgments, personally appeared the within named E. L. Coleman, O. B. Lindsey, W. P. Scruggs, M. M. Fisackerly, C. W. Coleman, P. J. Townsend, Chas. Kent, W. E. Young, E. C. Weeks, T. M. Coleman, who then and there acknowledged that they signed abd delivered the foregoing instrument of writing in duplicate as their free avt and deed on the 6th day of July, 1936.

Given under my hand and seal this the 6th day of July, 1936.

J. Y. Coleman,
Notary Public.

(SEAL)

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the articles of incorporation of Doddsville Gin (A.A.L.), domiciled at Doddsville, Sunflower County, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 8th day of July, A. D. 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 36 at page 775, and the other copy thereof returned to said association. Given under my hand and the Great State of Mississippi hereunto affixed this 8th day of July, 1936

Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to the Charter of Incorporation of the

MISSISSIPPI HARDWARE COMPANY,
of Vicksburg, Mississippi

Increasing the Capital Stock to $25,000.00

ITEM FOUR of the Original Charter be, and it hereby is, amended, so as to read as follows:

4. Amount of Capital Stock, TWENTY-FIVE THOUSAND ($25,000.00) DOLLARS, of a par value of ONE HUNDRED ($100.00) DOLLARS PER SHARE.

MISSISSIPPI HARDWARE COMPANY
By E. J. Platte, President.

(SEAL)
Attest:
V. W. Logan, Secretary.

State of Mississippi,
Warren County.

Personally appeared before me, the undersigned, B. H. Colmery, a Notary Public in and for said County and State, the above named E. J. Platte and V. W. Logan, who acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned, and by and under the direction of the Stockholders and Directors of the Mississippi Hardware Company, as duly entered on its Minutes.

Given under my hand and Seal on this 6th day of July, 1936.

(SEAL)
B. H. Colmery, Notary Public.

State of Mississippi,
Warren County.

Personally appeared before the undersigned, B. H. Colmery, a Notary Public in and for said County and State, V. W. Logan, Secretary of the Mississippi Hardware Company, of Vicksburg, Mississippi, who being by me first duly sworn, says:

That at a special meeting of the stockholders of the Mississippi Hardware Company held in the office of the Company in the City of Vicksburg, on Monday, the 6th day of July, 1936, the proper and legal call therefor having been made and notice given to each stockholder as provided by the By-Laws of the Company, when all of the outstanding shares of stock were represented either in person or by proxy at said meeting, and that at said meeting the provision amending Item 4 of the Charter in order to increase the capital stock from Ten Thousand ($10,000.00) Dollars to Twenty-five Thousand ($25,000.00) Dollars, was unanimously passed, and furthermore, at the meeting of the Directors held on the same day, and immediately after the stockholders meeting, the said provision amending said Charter was also unanimously passed, and the said Item 4 as so amended, reads as follows:

4. Amount of Capital Stock, Twenty-Five Thousand ($25,000.00) Dollars, of a par value of One Hundred ($100.00) Dollars per share.

V. W. Logan, Secretary.

Sworn to and subscribed before me on this 6th day of July, 1936.

(SEAL)
B. H. Colmery, Notary Public.

Received at the office of the Secretary of State this 7th day of July, 1936, together with the sum of Thirty and no/100 ($30.00) Dollars, deposit to cover the recording fees, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi
July 7th, 1936.

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

GREEK L. RICE, Attorney General.
By W.W.PIERCE, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporationx of Mississippi Hardware Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Tenth Day of July, 1936.

HUGH WHITE,
Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: July 10th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Incorporation

Be It Known, That the undersigned do hereby voluntarily associate ourselves together for the purpose of forming a corporation under the laws of the State of Mississippi, and do herevy certify:

FIRST: That the name of this corporation shall be

"TALLAHATCHIE COUNTY BANK."

SECOND: That the place where its business is to be transacted is at Charleston, Tallahatchie County, in the State of Mississippi.

THIRD: That the purpose for which this corporation is formed is to transact Commercial and Savings Banking business in accordance with the provisions of the laws of the State of Mississippi governing banks and banking.

FOURTH: That the amount of the capital stock of this corporation shall be $65,000.00, $40,000.00 of which shall be preferred stock divided into 1600 shares of the par value of $25.00 per share, and $25,000.00 shall be common stock divided into 1000 shares of the par value of $25.00 per share.

The holders of preferred stock shall be entitled to receive dividends at the rate of 5 per centum per annum and shall have the same voting rights on the basis of the par value of the shares as those held by the holders of common stock and shall on this basis have the same rights in the control and management of the bank as the holders of common stock.

The dividends on the preferred stock shall be cumulative and no dividend shall be paid to the holders of common stock until all accrued dividends owing on preferred stock have been paid.

The directors shall be required to set aside 25 per cent of the net earnings of the bank each year for the purpose of creating a fund for the payment of dividends on the preferred stock before any net earnings of the bank can be used in paying dividends on the common stock, and this amount shall be in addition to the 25 per cent of the net earnings of the bank required by the law to be set aside by the bank for the purpose of building up its surplus.

By resolution of the Board of Directors of the bank, and upon sixty days' notice in writing to the record holders of the preferred stock, the preferred stock shall be callable, in whole, or in part, on the first day of January of any year, at par plus accumulated and unpaid dividends, provided, however, that in case less than all of said preferred stock then outstanding shall be called at any time, then such shares as are called shall be called in the order of the issuance of such shares as indicated by the order of the original issuances of the certificates originally representing them.

In the event the bank should be placed in voluntary or involuntary liquidation. no payment shall be made to the holders of common stock until the holders of the preferred stock have been paid in full the par value of the preferred stock plus accumulated dividends.

So long as any portion of this issue of preferred stock shall be outstanding, no other preferred stock shall be issued with any rights superior to the rights of this issue, except such issues as may be sold for cash to Reconstruction Finance Corporation or other governmental or semi-governmental agencies.

FIFTH: That the names and places of residence of the incorporators, and the number of shares subscribed by each are as follows:

Ned R. Rice, Charleston, Miss. 200 shares of common stock; Ned R. Rice, Charleston, Miss. 300 shares of preferred stock; Jas. A. Blount, Charleston, Miss. 200 shares of common stock; Jas. A. Blount, Charleston, Miss. 300 shares of preferred stock; D. G. Bardwell, Charleston, Miss. 100 shares of common stock; D. G. Bardwell, Charleston, Miss. 200 shares of preferred stock; Jake Weinstein, Charleston, Miss. 100 shares of preferred stock; Jake Weinstein, Charleston, Miss. 100 shares of common stock; C. E. Anderson, Charleston, Miss. 100 shares of common stock; C. E. Anderson, Charleston, Miss. 100 shares of common stock; C. E. Fox, Charleston, Miss. 200 shares of preferred stock; C. E. Fox, Charleston, Miss. 100 shares of Common stock; I. F. Sayle, Charleston, Miss., 200 shares of preferred stock; I. F. Sayle, Charleston, Miss. 100 shares of preferred stock; J. C. Adams, Charleston, Miss. 100 shares of common stock; J. C. Adams, Charleston, Miss. 100 shares of preferred stock.

SIXTH: That the term for which this corporation is to exist is (not exceeding Fifty Years) Fifty Years.

In Witness Whereof, We have hereunto subscribed our names this 25 day of June, A. D. 1936.

Ned R. Rice,
Jas. A. Blount,
Jake Weinstein,
C. E. Fox,
J. C. Adams,
D. G. Bardwell,
I. F. Sayle,
C. E. Anderson.

State of Mississippi,
Tallahatchie County, SS.

Personally appeared before me, a Notary Public in and for the said County, State above named, D. G. Bardwell, J. C. Adams, Ned R. Rice, Jas. A. Blount, I. F. Sayle, Jake Weinstein, C. E. Fox, and C. E. Anderson, who are personally known to me to be the same persons who executed the foregoing instrument of writing, and each for himself duly acknowledged the execution thereof as his free and voluntary act and deed.

In Testimony Whereof, I have hereunto subscribed my name, and affixed my Notarial Seal, this the 25 day of June, A. D. 1936.

Allen G. Neely,
My commission expires 2/27/37.

State of Mississippi.

We, the undersigned, do hereby certify that the public necessity requires the organization and operation of Tallahatchie County Bank at Charleston, Tallahatchie County, Mississippi, to suceeed and take over the affairs of Tallahatchie Home Bank at Charleston, Tallahatchie County, Mississippi.

Witness our signatures this the 10th day of July, 1936.

Hugh White, Governor.
Greek L. Rice, Attorney General.
M. D. Brett, State Comptroller.

Department of Bank Supervision,
State of Mississippi,
Jackson.

State of Mississippi:

I, M. D. Brett, State Comptroller of the State of Mississippi, do hereby certify that I have examined the Articles of Incorporation of Tallahatchie County Bank, a banking corporation to be domiciled at Charleston, in Tallahatchie County, Mississippi, with a total capital stock of $65,000.00, $40,000.00 of which is preferred stock divided into 1600 shares of the par value of $25.00 pershare, and $25,000.00 is common stock divided into 1000 shares of the par value of $25.00 per share, and I do hereby approve the Articles of Incorporation thereof.

Witness my hand and seal this the 10th day of July, 1936.

M. D. Brett, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 10th day of July, A. D. 1936, together with the sum of $140.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi, July 10, 1936

I have examined the Charter of Incorporation of the Tallahatchie County Bank of Charleston. Tallahatchie County, Mississippi, and I am of the opinion that it is not violative of the Constitution and

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laws of this state, or of the United States.

Greek L. Rice, Attorney General,
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and aforegoing Charter of Incorporation of Tallahatchie County Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 10th day of July, 1936.

Hugh White,
Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: July 10th, 1936.

RECORD OF CHARTERS 35--36 STATE OF MISSISSIPPI

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The Charter of Incorporation of

DOCKSON GAS, INC.

1. The corporate title of said company is Dockson Gas, Inc.
2. The names of the incorporators are: J. P. Dockery, postoffice, Clarksdale, Mississippi; M. M. Dockery, postoffice, Clarksdale, Mississippi; E. M. Yerger, postoffice, Clarksdale, Mississippi.
3. The domicile is at Clarksdale, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The amount of capitalx stock is $7,000.00; all common stock and all participating in dividends and in voting privileges.
5. Number of shares for each class and par value thereof: The capital stock shall be divided in seventy (70) shares, with a par value of $100.00 each.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To engage in the business of buying and selling, wholesale and/or retail, gas and gasoline products and by-products, oils, greases, kerosene, and all other petroleum products and by-products, whether particularly enumerated above or not. Also to own, buy, sell, mortgage, exchange and/or lease sufficient real property to properly enable the corporation to engage in and carry on the business for which it is created. Likewise to own, maintain and operate sufficient trucks, tanks, pumps, storage tanks, and other containers to efficiently carry on its business.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:45 shares, being $4,500.00 worth of the capital stock, shall be paid for before the corporation may begin business.

J. P. Dockery,
M. M. Dockery,
E. M. Yerger,
Incorporators.

Acknowledgement.

State of Mississippi,
County of Coahoma.

This day personally appeared beforem me, the undersigned authority the above named J. P. Dockery, M. M. Dockery, E. M. Yerger, incorporators of the corporation known as the Dockson Gas, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 9th day of July, 1936.

Hallie Mae Mitchell, Notary Public.

(SEAL)

Received at the office of the Secretary of State this the 11th day of July, A. D. 1936, together with the sum of $24.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss. July 11th, 1936.

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

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Dockson Gas, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 13th day of July, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: July 14th, 1936.

This corporation organized by order of Commission of Franchise Tax of the State of Mississippi, dated December 3, 1936
Walker Wood, Secretary of State

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Articles of Incorporation of

SWIFTWATER GIN ASSOCIATION (AAL)

Greenville, Washington County, Mississippi

We, the undersigned, all of whom are engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of forming and incorporating a cooperative association with capital stock under the provisions of Article 1 of Chapter 99 of the Mississippi Code of 1930, known as the "Agricultural Association Law", and any amendments thereto, with all the benefits, rights, powers, privileges and immunities given or allowed by said statute or amendments thereto, or any other law or laws of the State of Mississippi in relation to corporations so formed, and for that purpose hereby adopt the following Articles of Incorporation.

Article I.

The name of the association shall be Swiftwater Gin Association (AAL).

Article II.

The domicile of the association shall be at Greenville, Washington County, Mississippi.

Article III.

The period of existence of the association shall be fifty years from date hereof.

Article IV.

The association shall be organized and operated under Article 1 of Chapter 99 of the Mississippi Code of 1930 and amendments thereto.

Article V.

The purposes of the association shall be to engage in any activity in connection with the marketing or selling of agricultural products of its members, or with harvesting, processing, preserving, drying, canning, packing, storing, shipping, or otherwise handling such products, or in the manufacturing or marketing of the by-products thereof; or in connection with the manufacturing, selling, or supplying to its members, machinery, equipment or supplies; or in connection with any other activity granted or authorized by the laws or amendments thereto, hereinabove mentioned; or in financing any one or more of such activities. However, the association may engage in all of its activities, or any part thereof, with non-members provided the amount of such activities is not greater in value than that of its members.

Article VI.

The association shall have all the powers granted, authorized or allowed to associations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930 and all other powers authorized or allowed by any other law or laws of the State of Mississippi to cooperative associations so formed.

Article VII.

Section 1. The authorized capital stock of the association shall be $15,000.00, of which the sum of $14,000.00 shall be preferred stock divided into 560 shares of a par value of $25.00 each and $1000.00 shall be common stock divided into 100 shares of a par value of $10.00 each.

Section 2. All outstanding stock shall bear non-cumulative dividends, not exceeding six per cent per annum, if and when declared in the conclusive discretion of the Board of Directors. Dividends shall not be paid on common stock for any year until the holders of preferred stock have received a six per cent dividend thereon and no distribution shall be made on a patronage basis until the holders of common stock have received a six per cent dividend thereon. Provided, that until all the indebtedness of the association is retired said dividends may be paid, in the discretion of the Board of Directors, in certificates of preferred stock and ad interim certificates representing the fractional part thereof, subject to conversion into full shares.

Section 3. The preferred stock shall have a preference up to the par value thereof, plus any declared dividend unpaid, in case of dissolution, liquidation or distribution of the assets of the association and shall carry no voting rights except as required by Section 194 of the Mississippi Constitution of 1890. Said preferred stock or any part thereof may be redeemed or retired by the association from time to time within the discretion of the Board of Directors, provided said stock is retired in the same order as issued.

Section 4. The common stock of the association shall only be issued or transferred to, or held by producers of agricultural products who makes use of the services and facilities of the association. No person shall receive or hold at one time more than one share of common stock and each share of such stock shall entitle the holder thereof to one vote.

In Testimony Whereof, we each have hereunto set our hands in duplicate this 11th day of July, 1936.

R. L. Swain, R. F. Wineman Estate by Henry T. Crosby,Mgr., E. L. Draper, J. D. Alston, H. G. Matthews, N. D. Williams, Dot Farms, by W. D. Stovall, J. D. Durham, Shelby Edwrads, G. C. Weathers, G. C. Weathers, Jr.

State of Mississippi,
County of Washington.

Before me, the undersigned authority competent to take acknowledgements, personally appeared the within named: R. L. Swain, R.P.Wineman Estate by Henry T. Crosby, Mgr., E. L. Draper, J. D. Alston, H. G. Mathews, N. D. Williams, Dot Farms by W.D.Stovall, J. D. Durham, Shelby Edwards, G. C. Weathers, G. C. Weathers, Jr., who then and there acknowledged that they signed and delivered the foregoing instrument of writing in duplicate as their free act and deed on the 11th day of July, 1936.

Given under my hand and seal this 11 day of July, 1936.

(SEAL)

Maurice A. Bergman,
Notary Public.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the articles of incorporation of Swiftwater Gin Association (A.A.L.), domiciled at Greenville, Washington County, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 13th day of July, A. D. 1936, and one copy thereof recorded in this office in Records of Incorporations Book No. 35-36, at page 780, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this 13th day of July, 1936.

Walker Wood,
Walker Wood, Secretary of State.

Recorded: July 13th, 1936

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10/20/41

The Charter of Incorporation of

BROWNS MINERAL WELLS, INCORPORATED.

1. The corporate title of said company is Browns Mineral Wells, Incorporated.
2. The names of the incorporators of said company are as follows, towit: A. W. Berdon, Postoffice, Address, New Orleans, La. Dr. Herbert M. Shilstone, Postoffice Address, New Orleans, La. R. L. Covington, Postoffice Address, Hazlehurst, Miss. Webster Millsaps, Postoffice Address, Hazlehurst, Miss. W. A. Miller, Post Office Address, Hazlehurst, Miss.
3. The domicile is at Browns Mineral Wells, Hazlehurst, Miss.
4. The par value of shares is one hundred dollars.
5. The amount of capital stock is $50,000.00.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is two hundred fifty shares of common stock.
8. The purpose for which it is created:

To buy, own, lease and sell real estate; to buy, own, lease and sell lands for mineral rights and for mineral purposes: To conduct a business of farming, planting and tilling the soil and the operations of farms, ranches, orchards, plantations and all industries appertaining thereto: To buy, own and sell livestock; to buy and sell goods, wares and merchandise at wholesale and/or retail; to lend money, to make loans or extend credit, and to take security notes, deeds of trust and collateral as security for debts and accounts that may be advanced its customers in the future; to own and operate automobiles and bus lines and charge therefor; to own and operate garages; to buy, construct, own and operate hotels, inns, summer, winter health and pleasure resorts; to promote and foster, and afford opportunity for athletic and other like exercises, and such sports as golf, lawn tennis, polo, baseball, bowling, boating, swimming, sailing, driving, horseback riding, automobiling, canoeing, gun practice, rowing, hunting, fishing, fencing, gymnastics, and all indoor and outdoor social and athletic games and sports; to buy, sell, erect, hold, lease or otherwise acquire and to convey or otherwise alienate and to dispose of and to maintain and operate one or more clubhouses and apputenances, including grounds, outhouses, golf links, tennis courst, boat houses, garages, hangars, wharves, stables, hitching sheds, cafes and refreshments rooms, polo field, bowling alley, athletic grounds, shooting ranges, gymnasium, natatorium, and all other necessary paraphernailia and equipment, incidental to the carrying on of the sports above enumerated and kindred outdoor and indoor sports and games; to operate and maintain one or more laboratories for the purpose of preparing, mixing, compounding andpacking chemicals, drugs, compounds and their derivatives for sale; to buy and sell chemicals, drugs, compounds and their derivatives both wholesale and retail; to condition, distill and concentrate mineral waters, to ship water in bottles and other containers; to do any and all lawful things necessary or convenient, to the full enjoyment of the foregoing power.

9. The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100, Mississippi Code of 1930.

A. W. Berdon one share
Herbert M. Shilstone,
W. A. Miller,
R. L. Covington,
Webster Millsaps.

State of Mississippi,
Copiah County.

Personally appeared this day before me, the undersigned authority, W. A. Miller, R. L. Covington, and Webster Millsaps, incorporators of the corporation known as Browns Mineral Wells, incorporated, who acknowledge that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 9 day of July, 1936.

W. L. Covington, N.P.
(SEAL)

State of Louisiana,
Parish of Orleans.

Personally appeared this day before me, the undersigned authority, A. W. Berdon, one of the incorporators of the corporation known as Browns Mineral Wells, Incorporated, who acknowledges that he signed and executed the above and foregoing articles of incorporation as their act and deed on this the 6th day of July, 1936.

Henry G. Beach, Notary Public.
(SEAL)

State of Louisiana,
Parish of Orleans.

Personally appeared this day before me, the undersigned authority, Dr. Herbert M. Shilstone, one of the incorporators of the corporation known as Browns Mineral Wells, Incorporated, who acknowledges that he signed and executed the above abd foregoing articles of incorporation as their act and deed on this the 7th day of July, 1936.

Henry G. Beach, Notary Public.
(SEAL)

Received at the office of Secretary of State, this the 10th day of July, together with the sum of $110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi,
Office of Attorney General.

I have exemained 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.

7/10/36

Greek L. Rice, Attorney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Browns Mineral Wells, Incorporated, is hereby approved.

In testimony whereof, I Have hereunto set my hand and ca sed the Great Seal of the State of Mississippi to be affixed, this 10th day of July, 1936.

Hugh White,
Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: July 13, 1936.

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Proposed Amendment to the Charter of
Incorporation of

LELAND GIN COMPANY.

In accordance with a resolution of the stockholders of Leland Gin Company, and action by the Board of Directors thereof, the Charter of Incorporation of Leland Gin Company shall be amended so as to increase the authorized capital stock of the Corporation from Ten Thousand ($10,000.00) Dollars to Thirteen Thousand, Five Hundred ($13,500.00) Dollars.

E. H. Fisher,
President, Leland Gin Company.

H. B. Crosby,
Secretary, Leland Gin Company.

State of Mississippi,
Washington County.

Personally appeared before the undersigned Notary Public in and for said county and state, the within named E. H. Fisher, President of Leland Gin Company, and H. B. Crosby, Secretary of Leland Gin Company, who acknowledged that as President and Secretary, respectively, of Leland Gin Company, they signed and executed the above and foregoing Proposed Amendment to the Articles of Incorporation of Leland Gin Company as their act and deed, on this, the 8th day of July, 1936.

Given under my hand and official seal, this the 8th day of July, 1936.

R. K. Haxton, Notary Public.
(SEAL)

"Whereas, it is necessary for the business of the corporation that the authorized capital stock of the corporation be increased from $10,000.00 to $13,500.00:

"Now, therefore, be it resolved that the President and Secretary of the corporation be and they are hereby authorized, empowered and directed to proceed to have the articles of incorporation amended so as to increase the authorized capital stock of the corporation from $10,000.00 to $13,500.00, and to take all necessary steps to have the amendment made as soon as possible."

State of Mississippi,
Washington County.

I, H. B. Crosby, Secretary of Leland Gin Company, hereby certify that the foregoing is a true and correct copy of a resolution adopted by the stockholders of said Company at a meeting held on July 7, 1936, as the same appears in the Minute Book.

Given under my hand, this the 8th day of July, 1936.

H. B. Crosby,
Secretary of Leland Gin Company.

Received at the office of the Secretary of State, this the 13th day of July, A. D. 1936, together with the sum of $10.00 deposit to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Mississippi,
July 13th, 1936.

I have examined this proposed amendment to the Articles of Incorporation of Leland Gin Company and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice,
Attorney General.
By W. W. Pierce,
Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Leland Gin Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirteenth day of July, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: July 14, 1936.

TUCKER PRINTING HOUSE JACKSON Miss

Articles of Incorporation of
THE FARMERS COOPERATIVE GINNING ASSOCIATION (A.A.L.)

I.

The corporate title of said company is The Farmers Cooperative Ginning Association (A.A.L.)

II.

The names and postoffice addresses of the incorporators, who are all producers of agricultural products, are:

NAME	P.O.ADDRESS
J. W. McClintock	Belzoni, Miss.
J. M. Powell	"
W. B. Powell	"
G. M. Selden	"
Geo. P. Hendricks	"
J. W. McClintock, Jr.	"
Geo. T. McClintock	"
S. R. McClintock	"
L. P. Holingsworth	Inverness, "
S. K. Day	

III.

The said company shall have a capital stock of $35,000.00, all of which shall be preferred stock, and which shall be issued in shares of a denomination of $25.00 each, which said preferred stock shall be entitled to earn dividends annually, but not cumulative, at not more than 8%. Said stock shall be issued only to and held by producers of agricultural products who make use of the services and facilities of the association, and which shares of stock shall be transferable only to producers of agricultural products, and the rights and privileges of the holders thereof shall be as provided by Section 4090 of the Mississippi Code of 1930, and there shall be no individual liability on the part of the shareholders, members, officials, or directors of the association.

IV.

The association may issue certificates of membership to producers of agricultural products which shall entitle the holders of said certificates to avail themselves of the facilities of the association without requiring such members to purchase stock in the association.

V.

The period of existence of the association shall be fifty years.

VI.

The domicile of said association shall be at Belzoni, Humphreys County, Mississippi.

VII.

Said association shall be organized and incorporated under Article I of Chapter 99 of the Mississippi Code of 1930 providing for the organization of incorporated agricultural cooperative associations.

VIII.

The rights and powers of said association shall be such as are conferred by said Chapter 99 of the Mississippi Code of 1930 and such other laws of the State of Mississippi as may pertain to said association.

The names and postoffice addresses of the incorporators, who are all producers of agricultural products, are:

J. W. McClintock, J. M. Powell, W. B. Powell, Tid P. Hendricks, G. M. Selden, J. W. McClintock, Jr., G. T. McClintock, S. R. McClintock, L. P. Hollingsworth, S. K. Day.

State of Mississippi,
County of ~~DeSoto~~ Humphreys.

Before me, the undersigned Notary Public in and for said county and state, this day personally appeared J. W. McClintock, J. M. Powell, W. B. Powell, Tid P. Hendricks, G. M. Selden, J. W. McClintock, Jr., S. R. McClintock, Geo. T. McClintock, L. P. Hollingsworth, S. K. Day who each and severally acknowledged that they signed, delivered, and executed the above and foregoing Articles of Incorporation, for the purposes therein indicated.

Given under my hand and official seal, this the 6 day of July, 1936.

Robert Prickett, Notary Public.
My commission expires March 3rd, 1938.
(SEAL)

State of Mississippi,
Office of Secretary of State.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the articles ofx incorporation of The Farmers Cooperative Ginning Association (A.A.L.), domiciled at Belzoni, in Humphreys County, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 11th day of July, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 783, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 11th day of July, 1936.

Walker Wood

Walker Wood, Secretary of State

GREAT SEAL

Recorded July 11th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
LAUDERDALE COUNTY EROSION CONTROL ASSOCIATION (A.A.L.)

Sec. 1. Be It Known that We: W. B. Allen, of Lauderdale County, Postoffice Meehan, R. L. Mississippi; Name B. M. Stephens, of Lauderdale County, Post Office, Meridian, Mississippi; W. D. Hudson, of Lauderdale County, Postoffice, Bailey, R. 2, Mississippi; Name E. J. Trussell of Lauderdale County, Post Office, Bailey, R. 1, Mississippi; T. S. Pigford, of Lauderdale County, Post Office, Kewanee, Mississippi; Name S. O. Moore, of Lauderdale County, Post Office, Collinsville, R. 1, Mississippi; Name J. H. Long, of Lauderdale County, Post Office, Collinsville, R. 1, Mississippi; Name J. P. White, of Lauderdale County, Post Office, Bailey, R. 2, Mississippi; Name J. S. Gunn, of Lauderdale County, Post Office, Meridian, R. 4, Mississippi; Name T. L. Johnson, of Lauderdale County, Postoffice, Lauderdale, R. 3, Mississippi; Name J. M. Taylor, of Lauderdale County, Post Office, Meridian, R. 1, Mississippi; Name J. H. Hughes of Lauderdale County, Postoffice, Meridian, R. 7, Mississippi; Name W. H. Smith, of Lauderdale County, Post Office, Toomsuba, R. 2, Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all of those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, privileges, and immunities by said statute given or allowed, setting forth the following:

Sec. 2. The name of the organization shall be Lauderdale County Erosion Control Association (A.A.L.)

Sec. 3. The period of existence shall be fifty years.

Sec. 4. The domicile shall be at Meridian, in the County of Lauderdale, in the State of Mississippi.

Sec. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

Sec. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the laws of Mississippi of 1930 or by the laws of the State of Mississippi or the United States.

To engage in the collective purchasing or renting of machinery and equipment for the construction of terraces, spillways to control erosion, and to furnish financial, managerial and other services in connection with the various operations in building terraces on land of individual farmers, partnerships, companies or corporations, and doing all other things necessary and incident to the above mentioned purposes.

In testimony whereof we have hereunto set our hands in duplicate, this 23 day of July, 1936.

W. H. Smith, T. S. Pigford, B. M. Stephens, E. J. Trussell, S. O. Moore, J. P. White, J. H. Long, J. S. Gunn, T. L. Johnson, J. M. Taylor, J. H. Hughes, W. B. Allen, W. D. Hudson.

State of Mississippi,
County of Lauderdale.

Before me, the undersigned authority competent to take acknowledgments, personally came and appeared the above named B. M. Stephens, J. S. Gunn, W. D. Hudson, E. J. Trussell, T. L. Johnson, W. H. Smith, S. O. Moore, J. M. Taylor, T. S. Pigford, J. P. White, H. H. Hughes, J. H. Long, W. B. Allen, who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 23 day of July, 1936.

(SEAL)

Jacques Asbli, Notary Public.
My commission expires February 24, 1940

Meridian, Mississippi, July 23, 1936.

We, the undersigned organizing members of Lauderdale County Erosion Control Association (A.A.L.), hereby agree that the organization meeting of said corporation may be held at 3rd Floor Old Post Office Building, Soil Conservation Service's Offices, Meridian, Mississippi at a time fixed by H. L. Hopper, of which he shall have given us notice by mail or by personal delivery not less than five (5) days before such time of meeting, provided there shall be present at said time and place and assenting to the meeting not less than a majority of the members of said corporation who signed the Articles of association and incorporation, or at any other time and place when all of such signers are present and assent to the meeting, at which meeting permanent organization may be made, by-laws adopted and members of the Board of Directors elected.

B. M. Stephens, S. O. Moore, E. J. Trussell, J. H. Long, J. P. White, T. L. Johnson, S. J. Gunn, J. H. Hughes, J. M. Taylor, W. H. Smith, W. B. Allen, W. D. Hudson, T. S. Pigford,

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the articles of association and incorporation of Lauderdale County Erosion Control Association (A.A.L.), domiciled at Meridian, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 24th day of July, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 35-36, at page 784, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 24th day of July, A. D. 1936.

(GREAT SEAL)

Walker Wood, Secret
Walker Wood, Secretary of State.

Recorded: July 24, 1936.

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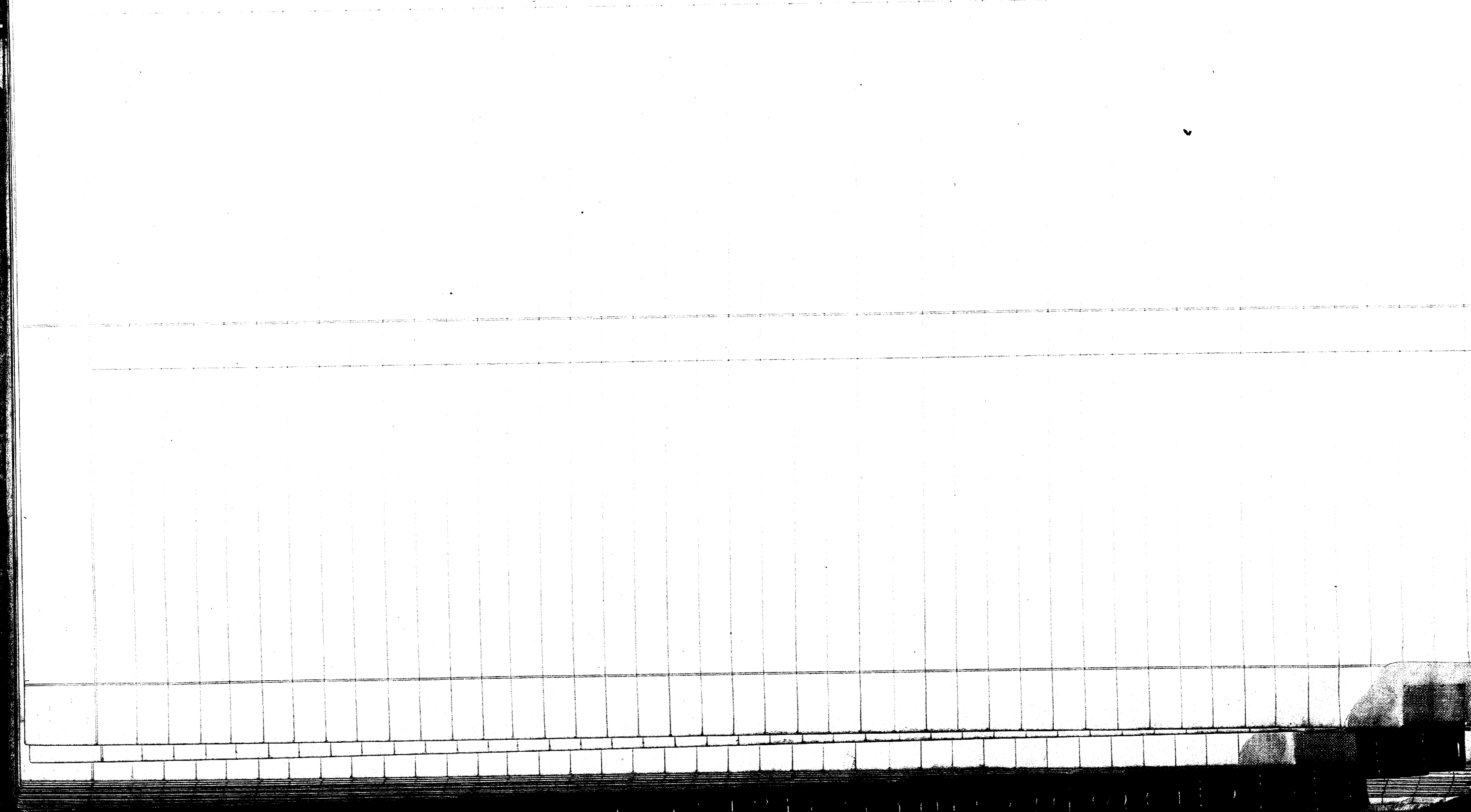

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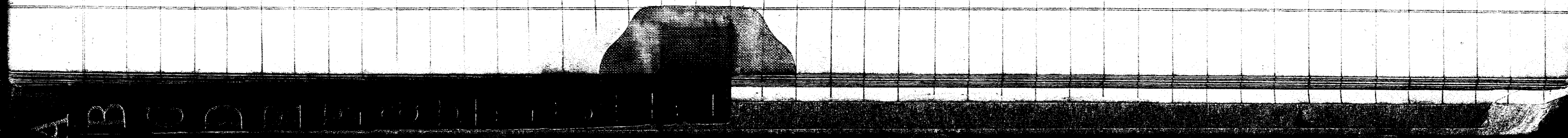

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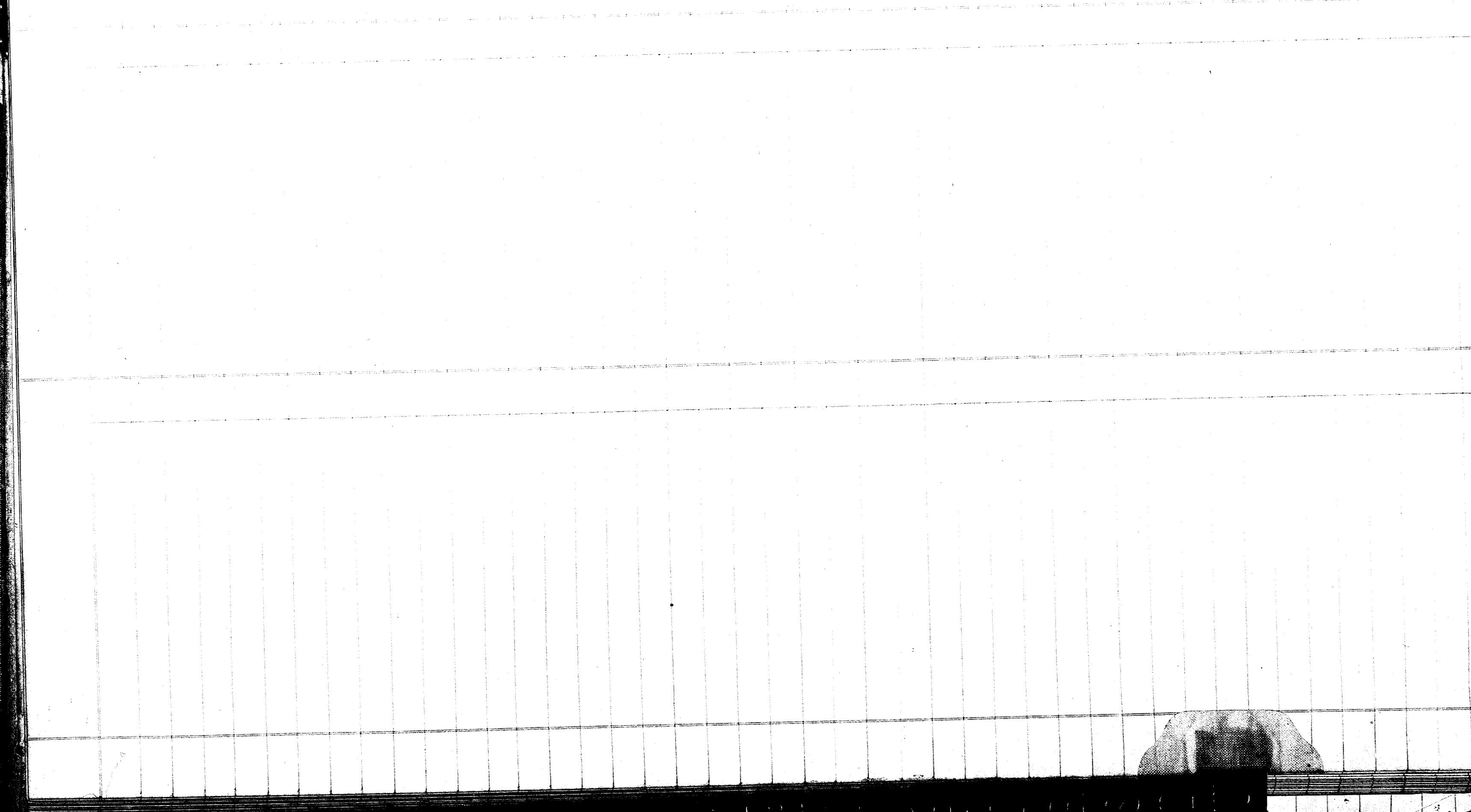

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