TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MODEL TAXICAB COMPANY, INC.

Chapter 15, Laws of Mississippi 1934

OCT 12 1938

1. The corporate title of said company is Model Taxicab Company, Inc.

2. The names of the incorporators are: Paul Chambers, postoffice, Jackson, Miss.; Wade H. Creekmore, postoffice, Jackson, Mississippi.

3. The domicile is at Jackson, Miss.

4. Amount of capital stock and particulars as to class or classes thereof : The amount of capital stock is 500 shares of no-par common stock, to be sold at a price not exceeding $10.00 per share.

5. Number of shares for each class and par value thereof.: 500 shares of no par common stock.

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

7. The purpose for which it is created: To own, lease and operate taxicabs and cars for hire; to buy, sell and otherwise deal in automobiles; to buy, sell, lease, and deal in land and real estate; to own, lease and operate filling stations and do all incidental things necessary in the exercise of the functions of the Corporation.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 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.
Paul Chambers,
Wade H. Creekmore.

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Paul Chambers and Wade H. Creekmore,

incorporators of the corporation known as the Model Taxicab 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 22nd day of July, , 1936.

Marion Parker Shields
My commission expires Feb. 3,1940.

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 22nd 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 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: By W. W. Pierce, Assistant Attorney General. , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Model Taxicab Company, Inc., is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 27th day of July, , 1936.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

July 27th, 1936.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

UNITED FOOD STORES, Inc., JACKSON, MISSISSIPPI

1. The corporate title of said company is United Food Stores, Inc.
2. The names of the incorporators are: W. C. Hinkle, postoffice, Jackson, Miss.; O. S. Willoughby, Postoffice, Jackson, Miss.
3. The domicile is at Jackson, Miss.
4. Amount of capital stock and particulars as to class or classes thereof $5,000.00 common stock; 500 shares; par value $10.00.
5. Number of shares for each class and par value thereof. 500 shares common stock, par value $10.00.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To own and operate, to buy, lease, rent and sell stores handling general merchandise, groceries, meats and all merchandise common to such business; and dry goods, notions and all such merchandise commonly handled in department stores. To own, maintain and operate such equipment, including delivery, as may be necessary in the operations; to buy, sell, rent, own and lease real estate; to own and operate or lease out branch stores in such towns or cities as may be judicious, and to do all things legal in developing and operating the foregoing.

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:

75 shares common stock.

W. C. Hinkle,
O. S. Willoughby,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, W. C. Hinkle and O. S. Willoughby

incorporators of the corporation known as the United Food Stores, 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 22 day of July, 1936.

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

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of United Food Stores, Inc.,

is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 27th day of July, 1936.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

July 28th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SUNFLOWER SUPPLY COMPANY

MAR [illegible], 1943.

1. The corporate title of said company is Sunflower Supply Company

2. The names of the incorporators are: Henry Fant, postoffice, Clarksdale, Mississippi; G. E. Boyce, postoffice, Clarksdale, Mississippi; Everette J. Mullen, postoffice, Clarksdale, Mississippi.

3. The domicile is at Clarksdale, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Five Thousand and no/100 ($5,000.00) Dollars Common Stock.

5. Number of shares for each class and par value thereof. Fifty shares of the value of One Hundred and no/100 ($100.00) Dollars each.

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

7. The purpose for which it is created: To run, maintain and operate a store or stores, doing a general mercantile business, wholesale or retail, selling good or articles of merchandise of all kinds, including farm implements, automobiles, tractors, and all parts therefor, vehicles of all kinds, general supplies, hardware, groceries, dry goods; to own and maintain stores in different parts of the state, dealing in all sorts of merchandise of every kind, character 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:
Ten shares of $100 each, being $1,000.00.

Henry Fant,
G. E. Boyce,
Everette J. Mullen,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Coahoma.

This day personally appeared before me, the undersigned authority, Henry Fant, G. E. Boyce, and Everette J. Mullen

incorporators of the corporation known as the Sunflower 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 July, 1936. , 193 . (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 20th 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 20th, 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 Sunflower 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 the 27th day of July , 193 6.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:
July 28th, 1936.

4 Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934. 1/27/44

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

1100 CABS, INC.

1. The corporate title of said company is 1100 CABS INC.
2. The names of the incorporators are: H. S. Simmons, postoffice, Tupelo, Mississippi; Ernestine Mattox Simmons, postoffice, Tupelo, Mississippi; L. G. Simmons, postoffice, Pontotoc, Mississippi.
3. The domicile is at Tupelo, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $1,000.00 all common.
5. Number of shares for each class and par value thereof. 100 shares of the par value of $10.00 per share, common.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To own, equip, maintain and operate, for hire, a general taxicab and transfer business in the city of Tupelo, Mississippi, and in such other municiaplities of said state asx may be desired, with the right to purchase, lease, acquire, hold, own, sell and mortgage any and all equipment, appliances and fixtures as may be necessary and incidental to the carrying on of such business.

This suspension dated by Sec. of State pursuant to Section 116 Chapter 274 Laws of 1938 and filed in office, this 27th day of January 1944. Walker Wood Sec'y 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:

100 shares of the common stock.

H. S. Simmons,
Ernestine Mattox Simmons,
L. G. Simmons,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lee.

This day personally appeared before me, the undersigned authority, H. S. Simmons, Ernestine Mattox Simmons and L. G. Simmons,

incorporators of the corporation known as the 1100 Cabs, Inc.

who acknowledged that (hexx (they) signed and executed the above and foregoing articles of incorporation as (xxx) (their) act and deed on this the 14th day of July, 1936. (SEAL)

F. G. Thomas,
Notary Public Lee County, Miss.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the 23rd 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 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.

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 1100 Cabs, Inc., is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 27th day of July, 1936.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: July 28th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

1/5/42.

The Charter of Incorporation of

Mortimer Flour & Feed Company

1. The corporate title of said company is Mortimer Flour & Feed Company.

2. The names of the incorporators are: B. M. Stephens, postoffice, Meridian, Mississippi; J. G. Mortimer, postoffice, Meridian, Mississippi; Arthur Becker, postoffice, Tupelo, Mississippi.

3. The domicile is at Meridian, Lauderdale County, Mississippi.

4. Amount of capital stock $5,000.00.

5. The par value of shares is $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 conduct the general business of buying and selling at wholesale and retail flour, groceries, feedstuffs, clothing, and any other class and kind of merchandise usually handled and sold by wholesale grocery and clothing houses in Mississippi.

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.

B. M. Stephens,
J. A. Mortimer,
Arthur Becker,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, B. M. Stephens, J. G. Mortimer, and Arthur Becker, incorporators of the corporation known as the Mortimer Flour & Feed 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 July, 1936. (Seal)

. Inez Daniels,
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 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 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 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 Mortimer Flour & Feed 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 27th day of July, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:
July 28th, 1936.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

HANCOCK INSURANCE AGENCY

1. The corporate title of said company is Hancock Insurance Agency.
2. The names of the incorporators are: Leo W. Seal, postoffice, Bay St. Louis, Mississippi; A. A. Scafide, postoffice, Bay St. Louis, Mississippi; S. L. Engman, postoffice, Bay St. Louis, Mississippi.
3. The domicile is at Bay St. Louis, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Three Thousand Dollars ($3,000.00) all of which is common stock.
5. Number of shares for each class and par value thereof. Thirty (30) shares par value $100
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: To act as a general insurance agency, and to act as agent for insurance company authorized to do business in Mississippi; to own property for the purpose of carrying on 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.

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

Leo W. Seal,
A. A. Scafide,
S. L. Engman,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hancock,

This day personally appeared before me, the undersigned authority, Leo W. Seal, A. A. Scafide, and S. L. Engman,

incorporators of the corporation known as the Hancock Insurance Agency,

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 July, , 193 6. (SEAL) Geo. R. Rea, 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 ~~May~~ July, 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., July 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 Hancock Insurance Agency is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 27th day of July, 193 6.

By the Governor:

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

Recorded:

July 28th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MOTOR PEP OIL COMPANY OF MISSISSIPPI

1. The corporate title of said company is Motor Pep Oil Company of Mississippi.

2. The names of the incorporators are: Jack Smokler, postoffice, Gulfport, Mississippi; Grace L. Nolen, postoffice, Mobile, Alabama; J. G. Bowen, Jr., postoffice, Mobile, Alabama.

3. The domicile is at Gulfport, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Two Thousand Dollars ($2,000) capital stock, all common.

5. Number of shares for each class and par value thereof. 200 shares common, $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 wholesale and retail trade of gasoline, lubricating oil and grease and other petroleum products; to own, maintain, lease, buy, sell and operate storage tanks, trucks, distribution plants, depots and buildings to be used inx the conduct of the business of said corporation; to employ help and assistance as necessary to do a general oil and petroelum 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:

200 shares common stock, at $10.00 per share.

Grace L. Nolen,
J. G. Bowen, Jr.,
Jack Smokler,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, Jack Smokler,

incorporators of the corporation known as the Motor Pep Oil Company of Mississippi

who acknowledged that (he) ~~XXX~~) signed and executed the above and foregoing articles of incorporation as (his) ~~XXXXX~~ act and deed on this the 23 day of July, 193 6/ (SEAL)

Gaston H. Hewes,
Notary Public.

Alabama

STATE OF ~~XXXXXXXX~~I, County of Mobile.

This day personally appeared before me, the undersigned authority, Grace L. Nolen and J. G. Bowen, Jr., two of the

incorporators of the corporation known as the Motor Pep Oil Co., Inc., of Miss.

who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXXX~~ (their) act and deed on this the 22nd day of July, 193 6. My commission expires 5/3/38

J. G. Bowen, Notary Public
Mobile County, Ala.

Received at the office of the Secretary of State, this the 24th 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 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: By W. W. Pierce, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Motor Pep Oil Company of Mississippi is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 27th day of July, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

July 28th, 1936.

This corporation dissolved and its charter surrendered to the State of Mississippi by decree of the Chancery Court of Harrison County, Mississippi, dated May 4, 1960. Entered of record this May 4, 1960. Walker Wood, Secretary of State.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

The Acme Planting Company

1. The corporate title of said company is The Acme Planting Company.
2. The names of the incorporators are: Jefferson Davis, postoffice, Indianola, Mississippi; C. C. Moody, postoffice, Indianola, Mississippi.
3. The domicile is at Indianola, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof The capital stock of this Corporation shall be $5,000.00 to be divided into 50 shares of $100.00 each, but the Corporation may commence business when 25 shares of stock have been subscribed and paid for either in cash or property. No preferred stock.
5. Number of shares for each class and par value thereof. The number of shares are 50 of par value of $100.00 each as stated in the preceding paragraph.
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 and lease real estate and to work, farm, improve and develop the same; and to do and perform everything that is necessary in the accomplishment of that purpose. The stockholders of this Corporation may adopt by-laws providing for a Board of Directors. But unless the by-laws, so adopted by the stockholders, shall otherwise provide the management of the business and affairs of this Corporation shall be vested in the President and Secretary-Treasurer (the latter office to be held by the same person) to be elected by the stockholders. And All deeds, deeds of trust, mortgages, conveyances and other contracts, executed in the name of this Corporation by the President and attested by the Secretary-Treasurer, shall be the valid and binding acts of this Corporation, provided that this corporation shall not be authorized to hold and cultivate for agricultural purposes more than ten thousand acres of land in any one year.

This charter can-
celled by reason of
no report of organization
received within two
years from date of
Charter, July 27, 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:

Jefferson Davis,
C. C. Moody,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Sunflower.

This day personally appeared before me, the undersigned authority, Jefferson Davis and C. C. Moody,

incorporators of the corporation known as the The Acme Planting 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 15th day of July , 193 6.

(SEAL)

Ethel Pittman,
Notary Public of Sunflower 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 16th day of July , 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., July 17th, 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 Acme Planting 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 27th day of July , 193 6.

By the Governor:

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

Recorded: July 28th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

UNITED CASH GROCERY

1. The corporate title of said company is United Cash Grocery.

2. The names of the incorporators are: J. I. Hexbert, postoffice, Baton Rouge, La.; Gertrude Hexbert, postoffice, Baton Rouge, La.: L. A. Koenenn, postoffice, Gulfport, Mississippi.

3. The domicile is at Gulfport, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof $~~250,000.00~~ $25,000.00 Common Stock.

5. Number of shares for each class and par value thereof. 250 Shares of Common Stock, $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, 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 and any and all other types of merchandise or products 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, plants, 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 the furtherance of said purposes to buy, own, sell, lease, rent, or mortgage any and all personal property and real estate which the company shall not be prohibited by the law from owning or controlling, and in the furtherance of said purposes to buy, own, and operate automobiles, trucks, and boats for the successful carrying on of said purposes.

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

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

250 shares of commpn stock.

J. I. Hexbert,
Gertrude Hexbert,
L. A. Koenenn,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, J. I. Hexbert, Gertrude Hexbert and L. A. Koenenn

incorporators of the corporation known as the United Cash Grocery

who acknowledged that ~~XX~~) (they) signed and executed the above and foregoing articles of incorporation as ~~XXXX~~ (their) act and deed on this the 20 day of July, , 193 6. (SEAL)

J. W. Savage,
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 July, 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., July 22nd, 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: By W. W. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of United Cash Grocery is hereby 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 27th day of July, 193 6.

HUGH WHITE,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:
July 28, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SOUTHERN SERVICE, INCORPORATED.

1. The corporate title of said company is Southern Service, Inc.
2. The names and post office addresses of the incorporators are: F. H. Grossner, Jackson, Mississippi; Johnye Grossner, Memphis, Tennessee.
3. The domicile of the corporation is Jackson, Mississippi.
4. The authorized Amount of capital stock with full particulars as to class ob classes thereof: There shall be twenty-five (25) shares of all common stock without nominal or par value.
5. The sale price per share of said stock, not to exceed $100.00 per share, shall be fixed or changed from time to time by the Board of Directors, and such authority is expressly vested in said board.
6. The period of existence of said corporation is fifty (50) years.
7. The purposes for which the corporation is created are: To buy, sell, hold, own and otherwise acquire and deal in as wholesale and/or retail, motor vehicles, tractors, and airplanes, and motor vehicles, tractor and airplane parts and accessories and supplies of every character and description and to own and operate facilities for owning, selling, purchasing, storing and repairing such properties; to buy and sell any and all kinds of petroleum products and by-products, at wholesale and retail and to engage in and operate what is generally known as a general retail filling station business; to buy, sell, own, hypothecate and otherwise acquire and dispose of any and every kind of real, personal and mixed property, for profit, which is not prohibited by the laws of the State of Mississippi; to own and operate a general garage and repair shop for the sale and/or repair of any and all kinds of motor vehicles, etc.

This corporation dissolved by decree of the Chancery Court of 1st Dist. of Hinds County, Miss., rendered June 4, 1937, in cause therein pending, styled In the matter of the dissolution of Southern Service Inc., and numbered 24244 on the General Docket of said Court. Certified copy of said decree filed in this office June 5, 1937.

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

8. Number of shares *of stock* necessary to be subscribed and paid for before the corporation shall ~~begin~~ *commence* business: are: Fifteen (15) shares of said stock shall be paid for in money, property, or services, the value of which shall be fixed by the Board of Directors, before the corporation shall commence business.

J. F. Grosner,
Johnye Grosner,
Incorporators.

ACKNOWLEDGMENT Incorporators.

The State of Tennessee, County of Shelby.

Before me, the undersigned authority in and for the jurisdiction aforesaid, personally came and appeared Johnye Grossner, one of the incorporators of Southern Service, Inc., who then and there acknowledged that she signed and delivered the above and foregoing articles of incorporation of the Southern Service, Inc., on the day and date therein written. Given under my hand and official Seal of office, this July 31, A. D. 1936. (SEAL) C. T. Kessler, Notary Public.
My commission expires on 17th day of Oct. 1937.

STATE OF MISSISSIPPI, County of Hinds.

Before me, the undersigned authority in and for the jurisdiction aforesaid, personally came and appeared F. H. Grossner, one of the incorporators of the Southern Service, Inc., who then and there acknowledged that he signed signed and delivered the above and foregoing articles of incorporation of the Southern 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~~ Inc., on the day and date therein mentioned. Given under my hand and official seal of office, this July 30th, A. D. 1936. (SEAL) J.H.Wells, Notary Public.
My commission expires 1st day of March, 1939.

Received at the office of the Secretary of State, this the 31st 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.

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

7/31/36.

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 Southern Service, Inc. is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 31st day of July, 1936

By the Governor:

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

Recorded: August 1, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SOUTHERN COAL COMPANY OF MISSISSIPPI

1. The corporate title of said company is Southern Coal Company of Mississippi.

2. The names of the incorporators are: Garner W. Green, Sr., Postoffice, Jackson, Mississippi; E. A. Knight, Postoffice, Jackson, Mississippi; Lulah Turner, Postoffice, Jackson, Mississippi.

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof : Capital Stock of Two Thousand ($2,000.00) Dollars. Twenty shares of par value $100.00 each.

5. Number of shares for each class and par value thereof. Twenty shares of par value 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 do a general oil business as principal or otherwise, and without limiting the foregoing therein: to buy, sell and deal in, at wholesale and retail, gasoline, kerosene, motor oil, fuel oil, grease and any and all other petroleum products and by-products; to buy, sell, rent, lease and/or own wholesale and retail facilities for the distribution of said petroluem products and by-products, and to operate same; to do any and all things incidental and/or necessary to the conduct of said business, both wholesale and retail.

This Corporation discharged
Its Charter Surrendered to the
State of Mississippi by a decree
of Chancery Court of Hinds
County, Mississippi, dated
June 27, 1941. Certified Copy
of said decree filed in this
Office, this June 27, 1941.
Walker Wood, Secy 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:

Fifteen shares.

Garner W. Green, Sr.,
E. A. Knight,
Lulah Turner,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Garner W. Green, Sr., E. A. Knight, Lulah Turner, incorporators of the corporation known as the Southern Coal Company 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 21st day of August, 1936.

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 21st day of August, 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., Aug. 21 193 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: J. A. Lauderdale, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Southern Coal Company of Mississippi, is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 20th day of August, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

August 21, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BAILEY TRUCK SERVICE, INC.

1. The corporate title of said company is Bailey Truck Service, Inc.
2. The names of the incorporators are: Forrest I. Bailey, postoffice, Natchez, Mississippi; Thelma T. Bailey, postoffice, Natchez, Mississippi; Louis J. Mathieu, postoffice, Shreveport, Louisiana.
3. The domicile is at City of Natchez, Adams County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof The amount of capital stock is Twenty Thousand ($20,000.00) Dollars, par value; all common stock.
5. Number of shares for each class and par value thereof. The number of shares is two hundred (200) shares, each of the par value of One Hundred ($100.00) Dollars per share---all being common stock.
   Of said shares of stock said Forrest I. Bailey has subscribed for fifty-four shares, and said Thelma T. Bailey has subscribed for five shares, and said Louis J. Mathieu has subscribed for one share, as incorporators aforesaid; said shares to be paid for by said subscribers and issued to them upon approval and arganization under the charter.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purpose for which it is created: The objects and purposes for which this corporation is created and the nature of the business to be carried on by it are declared to be a general transfer, drayage, hauling, transportation, forwarding, car-loading, ware-house and storage business, and a general passenger and freight transportation business by motor transportation, barge or steamship lines or otherwise, inter-state and intra-state, as common carrier, contract carrier, or otherwise, by schedule, or otherwise; and to maintain, equip and build all necessary depots, warehouses, trucks, trailers, forwarding stations, barges, steamship lines, and all other equipment and everything incidental to such business; and to maintain and handle automobiles, trucks, trailers, and accessories, including oils, gasoline and grease; and to own, purchase, sell, mortgage, pledge, exchange, hypothecate and convey real-estate and personal property within the limits allowed by law, and to do all things lawful and necessary in connection 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. and all acts of the legislature amendatory thereof.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Sixty (60) shares, par value $100.00 per share, all common stock.
9. The first meeting of incorporators named for organization under this charter, may be held, without newspaper publication of notice, at the office of Brandon & Brandon, attorneys for the incorporators, in Natchez, Miss., three days after the mailing at Natchez, Miss., of postage prepaid letters to each incorporator at their above named address, stating the date of the meeting.

Forrest I. Bailey, Thelma T. Bailey, Louis J. Mathieu.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Adams.

This day personally appeared before me, the undersigned authority, Forrest I. Bailey, and Thelma T. Bailey, two of the above named incorporators of the corporation known as the Bailey Truck Service, Inc., who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the first day of September, 1936. (SEAL)

Ethel B. Smith, Notary Public.

STATE OF ~~Mississippi County~~ Louisiana Parish of Caddo.

This day personally appeared before me, the undersigned authority, Louis J. Mathieu, one of the above named incorporators of the corporation known as the Bailey Truck Service, Inc., who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 2nd day of September, A. D., 1936. (SeaL)

Geo. S. Stott, Notary Public.

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

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 Bailey Truck Service, Inc., Natchez, 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 the Ninth day of September, 1936

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded:

September 10th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

NICHOLSON GINNERY

1. The corporate title of said company is Nicholson Ginnery.

2. The names of the incorporators are: Felix Nicholson, postoffice, Glen Allen, Miss.;Minnie B. Nicholson, Glen Allen, Miss.;Ben F. Wasson, postoffice, Greenville, Miss.

3. The domicile is at Glen Allen, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Ten Thousand Dollars, all common.

5. Number of shares for each class and par value thereof. 100 shares 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 acquire, purchase, own aor lease real estate; to own, operate and/or lease cotton gins, either or both for private and public ginning; to gin and bale cotton for hire; to buy and sell cotton wrapping and tires; to buy and sell cotton seed, and to do any or all things usually connected with the operation of a public gin for ginning cotton.

This certificate is a true and correct copy of the original as filed in this office. Witness my hand and official seal this 11-23-1946.
certified copy of said charter filed in this office this 12-13-1946.
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:

Fifty shares common.

Felix Nicholson,
Minnie B. Nicholson,
Ben F. Wasson,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Washington.

This day personally appeared before me, the undersigned authority, Felix Nicholson, Minnie B. Nicholson and Ben F. Wasson,

incorporators of the corporation known as the Nicholson Ginnery,

who acknowledged that ~~MX~~) (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 1st day of August, 1936. (SEAL)

Clara Wing,
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 August, 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., August 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.

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 Nicholson Ginnery is hereby 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 Eighth day of August, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

August 8th, 1936.

14 V

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7094 W

The Charter of Incorporation of

Richardson & McLean Service Station, Inc.,

1. The corporate title of said company is Richardson & McLean Service Station, Inc.,
2. The names of the incorporators are: Donald J. McLean, Postoffice, Meridian, Mississippil Mrs. Annie Kate Richardson, Postoffice, Meridian, Mississippi; C. H. Sharp, 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 Dollars authorized capital stock, all Common Stock, with the same rights and privileges. Said stock may be paid for in cash or in property at the fair and reasonable value thereof.
5. Number of shares for each class and par value thereof. One Hundred, 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 maintain and operate a filling and service station; to buy and sell gasoline, oil and motor vehicle supplies of all kinds and character; repair and service motor vehicles; to wash and grease them and to do any and all things incidental to the maintenance and operation of a filling and service station where motor vehicles are supplied with gasoline and oil, and all other supplies where same may be repaired, greased, washed and serviced; to rent, buy, hold, own and sell such real extate and other property as may be necessary for the proper conduct of such business.

This Corporation dissolved and its charter surrendered to the State of Mississippi, by a decree of the Chancery Court of Lauderdale County, Mississippi, dated August 21, 1939. Certified copy of said decree filed in this office, this August 22, 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: Seventy shares.

Mrs. Annie Kate Richardson
Donald J. McLean
C. H. Sharp.
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale

This day personally appeared before me, the undersigned authority, Donald J. McLean, Mrs. Annie Kate Richardson and C. H. Sharp

incorporators of the corporation known as the Richardson & McLean Service Station, 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 August, , 193 6. (SEAL)

Madge Clark, 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 August 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., Aug. 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 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 Richardson & McLean Service Station, Inc.,

is hereby approved.

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

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: August 15, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 5/27/41.

The Charter of Incorporation of

The New McIvor Gin Company

1. The corporate title of said company is The New McIvor Gin Company.

2. The names of the incorporators are: W. M. Harmon, postoffice, Batesville, Mississippi; D. I. Harmon, postoffice, Batesville, Mississippi; W. V. Moore, postoffice, Oakland, Mississippi; Wash James, postoffice, Batesville, Mississippi.

3. The domicile is at McIvor, near Batesville, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Ten Thousand Dollars, all common stock.

5. Number of shares for each class and par value thereof. $10,000.00, all common stock, of the par value of $25.00 (Twenty-five dollars), per share, being 400 shares.

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

7. The purpose for which it is created: Is to gin, bale and prepare cotton for the market in the bale; purchase and sell bagging and ties; buy cotton in bales and in seed; buy and sell cotton-seed; to buy hulls and meal and sell same on the markets, either as wholesalers or retailers; to operate Grist Mill, and prepare meal for the market either as wholesaler or retailers; to buy and sell coal, either as wholesalers or retailers; and to do all things incident to the operation of a public gin.

To operate saw-mill in the manufacture of lumber, and wholesale and retail the same on the markets; and to operate a commissary or general mercantile business, public garage, blacksmith shop, filling station, retail oil and gas, automobile accessories, and all other material or accessories that may be incident to such business.

To buy and sell corn in the ear or shelled and sell same on the market either as retailers or wholesalers; to manufacture and sell wood in connection with said corporation's milling operations.

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 shares common stock, par value $25.00 per share, making a capital of $3000.00 of said corporate stock paid up to authorize and begin business.

D. I. Harmon,
W. M. Harmon,
W. V. Moore,
Wash James,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Panola.

This day personally appeared before me, the undersigned authority, Chancery Clerk in and for the county and state aforesaid, W. M. Harmon, D. I. Harmon, W. V. Moore, and Wash James,

incorporators of the corporation known as the The New McIvor Gin 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 25th day of July, , 1936.

C. M. Shinn,
Chancery Clerk Panola County,
Mississippi
By H.H.Fowler, 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 27th day of July, 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., August 3rd, 1936 193

I have examined this charter of 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. Piercey, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of The New McIvor 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 the Eighth day of August, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

August Eighth, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

LAUREL AUTO SUPPLY CO.

1. The corporate title of said company is Laurel Auto Supply Co.
2. The names of the incorporators are: G. C. Myrick, postoffice, Laurel, Mississippi; C. O. Upton, postoffice, Laurel, Mississippi.
3. The domicile is at Laurel, Jones County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof The amount of capital stock shall be $5,000.00, all of which stock shall be common stock. Said stock shall have such voting powers and rights as are not contrary to the Constitution and the laws of the State of Mississippi.

5. Number of shares for each class and par value thereof. Number of shares of stock of said corporation shall be fifty all of which shall be common stock and each share of which shall have a par value of $100.00.

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: Buy and sell motor vehicles, automobilex parts and supplies; to finance the purchase and sale of motor vehicles and parts and supplies therefor; to discount and re-discount paper evidencing the purchase and sales price of motor vehicles and parts and supplies therefor; to conduct a general garage and repair shop for the repair of motor vehicles, gasoline engines, etc.; to offer for sale and sell equipment of all kinds for motor vehicles; to buy and sell gasoline, motor oil, greases and all other substances used in the operation or maintenance of motor vehicles; to own, rent, lease or otherwise acquire and hold any real estate or personal property incident to the operation of any of the above powers set forth; and all other rights and powers that are granted to private corporations by Chapter 100 of the Code of 1930, and amendments thereto.

7/24/43

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 1930.

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

G. C. Myrick,
C. O. Upton,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jones.

This day personally appeared before me, the undersigned authority, G. C. Myrick and G. C. Upton,

incorporators of the corporation known as the Laurel Auto Supply Co.,
who acknowledged that ~~XXX~~(they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~(their) act and deed on this the 4th
day of August, A. D. , 1936. (SEAL)

H. H. 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 6th day of August, 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., August 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: J. A. Lauderdale, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Laurel Auto 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 the Eighth day of August , 193 6.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:
August 8th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7097 W

The Charter of Incorporation of

DAN BOTTRELL & CO.

1. The corporate title of said company is Dan Bottrell & Co.
2. The names of the incorporators are: Dan Bottrell, Postoffice, Jackson, Mississippi; H. H. Creekmore, Postoffice, Jackson, Mississippi; Wade H. Creekmore, 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 Five Thousand Dollars ($5,000.00).

5. Number of shares for each class and par value thereof. Fifty (50) shares 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 establish, maintain and conduct a general fire, life, fidelity, surety, and casulaty 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.

This corporation dissolved by decree of the Chancery Court of Hinds County, at Jackson, Miss. rendered Nov. 26th 1937 in cause therein pending styled In the matter of Dan Bottrell + Company, Petitioner, and to entered on Genrae docket of said Court. Certified copy of decree filed here Dec. 4th 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: Ten (10) shares of common stock of the par value of $100.00 per share.

Dan Bottrell
H. H. Creekmore
Wade H. Creekmore,
Incorporators.

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Dan Bottrell, H. H. Creekmore and Wade H. Creekmore incorporators of the corporation known as the DAN BOTTRELL & 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 21th day of August, 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 21st day of August, 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., Aug. 21, 1936. XMX

I have examined this charter of 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 DAN BOTTRELL & CO. is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 21st day of August, 1936.

By the Governor:

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

Recorded: August 22nd, 1936.

ET

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7103.

The Charter of Incorporation of

YAZOO SKEET CLUB, INCORPORATED

1. The corporate title of said company is Yazoo Skeet Club, Incorporated.
2. The names of the incorporators are: R. W. Crook, Jr., postoffice, Mazoo City, Mississippi; A. S. Manor, postoffice, Yazoo City, Mississippi; C. C. Whittelsxey, 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 None. The corporation shall issue no shares of stock, shall divide no dividends or profits among the 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 interest of such members in the corporate assets. The property rights and interests of each member shall be equal and each member shall have one unit of property rights only. Members shall be admitted upon such uniform terms and conditions as shall be prescribed by the by-laws.
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 own and operate a skeet club; to own or rent such real or personal property as shall be necessary or useful and desirable in the operation of a skeet club; to buy all kinds of ammunition; to buy skeet targets; to promote contests and tournaments for skeet or trap shooters; to do any and all things necessary or desirable in the operation of a skeet club.

The first meeting of the persons in interest may be held at such time and place as may be designated by an agreement in writing signed by the persons in interest or such first meeting may be called by any two of said incorporators by giving three days notice of the same by mail to all 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: None.

R. W. Crook, Jr.,
C. C. Whittelsley,
A. S. Manor,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Yazoo.

This day personally appeared before me, the undersigned authority, R. W. Crook Jr., A. S. Manor, and C. C. Whittelsxey,

incorporators of the corporation known as the Yazoo Skeet Club, Incorporated,

who acknowledged that (xxx) (they) signed and executed the above and foregoing articles of incorporation as (xxxx) (their) act and deed on this the 3rd day of September, , 1936. (SEAL)

E. L. Willett,
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 Sept., 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., Sept. 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 Yazoo Skeet Club, Incorporated, Yazoo City, Mississippi,

is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Ninth day of September, 1936.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

September 10th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7106.

The Charter of Incorporation of

THE STARKIST COMPANY

1. The corporate title of said company is The Starkist Company.

2. The names of the incorporators are: Howard W. Davis, postoffice, San Antonio, Texas; Helen Jo Davis, postoffice, San Antonio, Texas; Fred A. Anderson, Jr., postoffice, Gloster, Mississippi.

3. The domicile is at Gloster, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof $1000.00 capital stock; one hundred shares common stock, ten dollars per share.

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

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

7. The purpose for which it is created: Manufacture, make, distribute, sell, advertise, toothpaste, dental products and kindred items.

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 common stock at ten dollars per share.

Fred A. Anderson, Jr.,
Mrs. Helen Jo Davis,
Howard W. Davis,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Amite,

This day personally appeared before me, the undersigned authority, Fred A. Anderson, Jr., and Helen Joe Davis,

incorporators of the corporation known as the Starkist 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 10th day of August, 1936. (SEAL)

O. F. McPherson,
N.P.

Texas

STATE OF ~~MISSISSIPPI~~, County of Bexar.

This day personally appeared before me, the undersigned authority, Howard W. Davis,

incorporators of the corporation known as the Starkist 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 10th day of August, 1936.

Ruth Burleson, Notary Public.
My commission expires June 1, 1937.

Received at the office of the Secretary of State, this the 8th day of Sept., 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., Sept. 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 The Starkist Company, Gloster, Mississippi,

is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Ninth day of September, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: September 10, 1936.

This Corporation dissolved and its charter surrendered to the State of Mississippi by action of the Board of Directors January 14, 1943. Certified copy of said charter filed in this office this the 16th day of January, 1943. Letters issued, Secy. of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7107 W

The Charter of Incorporation of

HIGHWAY HI-TEST SAND & GRAVEL COMPANY

1. The corporate title of said company is Highway Hi-test Sand & Gravel Company.
2. The names of the incorporators are: S. A. Gano, postoffice, Jackson, Mississippi; H. V. Watkins, Jr., 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 $10,000.00, all common.

Received by State Tax Commission
as required by Section 15 Chapter
21, Laws of Extra Session 1932
9/13/41

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 acquire gravel and sand deposits ,bars and pits, and work, wash, prepare and market such materials, and to acquire and operate machinery and implements for the mining, working, washing, screening, loading, shipping and marketing of sand and gravel, and to acquire, hold, mortgage and sell lands, leases or interest therein, gravel and sand deposits, pits and bars, buildings, machinery and implements and tram roads and railroads and spurs for the obtaining, working, preparing and shipping to market sand and gravel; and to carry on any other business of the same general nature and character which may seem to the company capable of being convenienetly carried on in connection with the above or calculated, directly or indirectly, to enhance the value of the company's property of rights.

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.

S. A. Gano,
H. V. Watkins, Jr.,
Ralph B. Avery,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, S. A. Gano, H. V. Watkins, Jr., amd Ralph B. Avery,

incorporators of the corporation known as the Highway Hi-Test Sand & Gravel 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 5th day of September , 193 6.

(SEAL)

Clara M. Sims,
Notary Public.
My commission expires August 29, 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 8th day of Sept. , 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., Sept. 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 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 Highway Hi-Test Sand & Gravel Company, 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 the Ninth day of September , 193 6.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: September 10, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7104 W.

The Charter of Incorporation of

MISSISSIPPI MUNICIPAL BOND DEALERS' ASSOCIATION, INC

1. The corporate title of said company is Mississippi Municipal Bond Dealers' Association, Inc.

2. The names of the incorporators are: J. G. Hickman, postoffice, Vicksburg, Mississippi; E. S. Lewis, Jr., Postoffice, Jackson, Mississippi; George T. Carter, postoffice, Meridian, Mississippi.

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

4. Amount of capital stock and particulars as to class or classes thereof NONE.

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

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

7. The purpose for which it is created: To form and maintain an incorporated organization to be composed of individuals, partnerships and corporations, engaged in the acquisition, ownership, sale and brokerage of municipal bonds, issued by the State of Mississippi, or any political sub-division of any kind whatsoever of said state, who shall be elected to membership as provided by the by-laws to be adopted; and for the further purpose of promoting and spnnsoring sound business principles with respect to the acquisition, ownership and sale of such obligations, and to promote and maintain sound values and sound business principles in connection therewith, and to foster and protect such obligations in the hands of purchasers and owners.

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 memeb[illegible] in the corporate assets, and there shall he 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.

J. G. Hickman,
E. S. Lewis, Jr.,
George T. Carter,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of ~~Hinds~~ Warren,

This day personally appeared before me, the undersigned authority, E. S. Lewis, Jr., J. G. Hickman, and George T. Carter,

incorporators of the corporation known as the Mississippi MunicipalBond Dealers Association, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 15th day of August, 1936. (SEAL)

Carolyn H. Rogers, 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 Sept., 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., Sept. 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 Mississippi Municipal Bonds Dealers Associations, Inc., 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 the Ninth day of September, 1936.

HUGH WHITE,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

September 10, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Covington County Fair Association

1. The corporate title of said company is Covington County Fair Association.
2. The names of the incorporators are: J. M. Allred, postoffice, Collins, Miss.; L. E. Stubbs, postoffice, Collins, Miss.; W. A. Holloway, postoffice, ~~Collins, Miss.~~ Mt. Olive, Miss.
3. The domicile is at Collins, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof None.

Be it resolved that J. M. Allred, L. E. Stubbs, W.A.Holloway or any three of them be and they are hereby authorized and directed to apply for a Charter of Incorporation of Covington Fair Association.

I, John M. Allred, President of Covington County Fair Association hereby certify that the foregoing is a true and correct copy of a resolution unanimously passed at a meeting of the Covington County Fair Association duly called and held on the 27th day of August, Witness my hand and signature this 2nd day of Sept. 1936.

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 an annual fair; its purpose is to promote a permamnent live at home and buy at home program through modern agricultural and industrial activities and to bring about a better and closer relationship between the city and country people to operate an annual 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 connextion with said Fair to carry on its objects. 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 nonpayment of duesm 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 claim 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.

John M. Allred,
L. E. Stubbs,
W. A. Holloway,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Covington.

This day personally appeared before me, the undersigned authority, John M. Allred, and L. E. Stubbs,

incorporators of the corporation known as the Covington County Fair Association

who acknowledged that (~~xxx~~ (they) signed and executed the above and foregoing articles of incorporation as ~~xxx~~) (their) act and deed on this the 3rd day of Sept., 193 6. (SEAL)

W. A. Mathison,
Town Clerk & Clerk of Police Court, Collins, Miss.

STATE OF MISSISSIPPI, County of Covington,

This day personally appeared before me, the undersigned authority, W. A. Hollway, one of the

incorporators of the corporation known as the Covington County Fair Association,

who acknowledged that (he) (~~xxx~~ signed and executed the above and foregoing articles of incorporation as (~~his~~) (their ~~xxx~~) act and deed on this the 7th day of September, 193 6. (SEAL)

E. L. Calhoun, Notary Public.

Received at the office of the Secretary of State, this the 11th day of September A.D., 19 36 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. 11, 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: J. A. Lauderdale, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Covington County Fair Association, Collins, Mississippi, is hereby approved.

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

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

September 14th, 1936

RECORD OF CHARTERS 36--37 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: McW. Beers, postoffice, Laurel, Mississippi; C. S. Street, postoffice, Laurel, Mississippi; John H. Jones, postoffice, Laurel, Mississippi.
3. The domicile is at Laurel, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $20,000.00 common.

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

6. The period of existence ~~xxxxxxxxxxxxxxxxxx~~ is fifty years.
7. The purpose for which it is created: To mine and transport clay and other mineral products, and may treat same by various processes and sell same on the markets, and to that end it may buy, own, lease, and sell real estate and personal property, and may erect buildings and install machinery, and do any and all other lawful things necessary for the carrying out of the purposes for which it is created.

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 ~~years~~ shares.

McW. Beers,
C. S. Street,
John H. Jones,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jones.

This day personally appeared before me, the undersigned authority, McW. Beers, C. S. Street, John H. Jones,

incorporators of the corporation known as the Mississippi 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 12th day of September, 1936. (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 15th day of Sept., 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., Sept. 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 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 Mississippi Products Company is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Fifteenth day of September, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

September 15, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

UNITED PRODUCTION COMPANY

1. The corporate title of said company is United Production Company.
2. The names of the incorporators are: M. W. Mclaurin, postoffice, Laurel, Mississippi; H. E. Graves, postoffice, Laurel, Mississippi; W. S. Taylor, postoffice, Laurel, Mississippi.
3. The domicile is at Laurel, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $5,000.00 common.
5. Number of shares for each class and par value thereof. Five hundred shares Common of the par value of $10.00 each.
6. The period of existence XXXXXXXXXXXXXXXXXXXX is Fifty years.
7. The purpose for which it is created: To mine and transport clay and other mineral products, and may treat same by various processes and sell same on the markets, and to that end it may buy, own, lease, and sell real estate and personal property, and may erect buildings and install machinery, and do any and all other lawful things necessary for the carrying out of the purposes for which it is created.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter XXX 24 Code of Mississippi of XXXX 1906, and House Bill No. 655, Laws of Mississippi of 1928, and Chapter 100 Code of 1930 and amendments thereto.

8. NuXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX:

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

M. W. McLaurin,
H. E. Graves,
W. S. Taylor,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jones.

This day personally appeared before me, the undersigned authority, M. W. McLaurin, H. E. Graves, W. S. Taylor, incorporators of the corporation known as the United Production 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 12th day of September, 1936.

(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 15th day of Sept., 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., Sept. 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 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 United Production 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 XXX Fifteenth day of September, 1936

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

September 15, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

McKINNEY CHEVROLET CO.

1. The corporate title of said company is McKinney Chevrolet Co.

2. The names of the incorporators are: W.H.Cutcliff, postoffice,Amory,Mississippi;M.Q.Ewing,postoffice,Amory, Mississippi;L.A.Cutcliff,postoffice,Amory,Mississippi;J.W.McKinney,postoffice,Amory,Mississippi.

3. The domicile is at Amory, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof The amount of capital stock is twenty-four thousand dollars, all being common stock.

5. Number of shares for each class and par value thereof. The number of shares is two hundred forty, the par value of each being one hundred dollars.

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 corporation is to operate an automobile agency; selling and buying new and used automobiles and trucks, car and truck equipment, farm equipment, parts, accessories, gas, oil and grease; also radios, electric refrigerators and other electrical appliances; to operate a general repair shop and run an automobile agency in all of its branches.

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 one hundred twenty shares of the capital stock have been subscribed and paid for.

W. H. Cutcliff,
M. Q. Ewing,
L. A. Cutcliff,
J. W. McKinney,
J. W. McKinney,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Monroe.

This day personally appeared before me, the undersigned authority, W. H. Cutcliff, M. Q. Ewing, L. A. Cutcliff and J. W. McKinney,

incorporators of the corporation known as the McKinney Chevrolet 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 September, 193 6. (SEAL)

D. H. Streetman,
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., 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., Sept. 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 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 McKinney Chevrolet Company is hereby approved.

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

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:
September 15, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SUMMIT TEXTILE COMPANY

1. The corporate title of said company is Summit Textile Company.
2. The names of the incorporators are: Charles A.Buttersworth,Sr.,postoffice,Summit,Miss.;Charles A.Buttersworth, Jr.,Postoffice,Summit,Miss.; Florence S.Buttersworth, postoffice,Summit,Miss.;J. F. Schluter, Postoffice,Summit,Miss.;W.F.Cunningham,postoffice,Summit,Miss.;R.E.Baird,postoffice,Jackson,Miss.; J.T.Hutchinson,postoffice, Summit, Miss.
3. The domicile is at Summit, Miss.
4. Amount of capital stock and particulars as to class or classes thereof

$50,000.00 non-cumulative capital--divided into 500 shares of $100.00 each, par value of each share being the sum of $100.00.

5. Number of shares for each class and par value thereof. 500 shares $100.00 par value for each share.
6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: To manufacture narrow fabrics, braid, knitted specialties, ply yarns, wrapping twine, trot line and rope, mops, cleaner cloths, webbing for mechanical uses, non-stretch webbing, casket webbing, spinning and twister tapes, lopp edge wrapping tape, carpet rug and seat-cover bindings, etc.; to buy cotton products for manufacturing purposes; to own bands, manufacturing plants and machinery for manufacturing 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:
250 shares of $100.00 each.

C.A.Buttersworth,Sr. C. A. Buttersworth, Jr.,
Florence S. Buttersworth, W. F. Cunningham,
J. F. Schluter, J. T. Hutchinson,
R. E. Baird.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Pike.

This day personally appeared before me, the undersigned authority, C.A.Buttersworth,Sr., Florence S. Buttersworth, C.A. Buttersworth, Jr., W.F.Cunningham, J. F. Schluter, J. T. Hutchinson,

incorporators of the corporation known as the Summit Textile 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 14th day of September, 193 6. (SEAL)

Joe A. Jones,
Notary Public.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, R. E. Baird

incorporators of the corporation known as the Summit Textile Company

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as ~~this~~ (their) act and deed on this the 15th day of September, 193 6. This day personally appeared before me the above R.E. Baird. (SEAL)

W. I. Hill, Notary Public.

Received at the office of the Secretary of State, this the 15th day of Sept., A. D., 19 , 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. 15, 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: J. A. Lauderdale, Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Summit Textile Company, Summit, 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 the Fifteenth day of September, 193 6

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:
September 16, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

HEMPHILL DRUG COMPANY

1. The corporate title of said company is Hemphill Drug Company.

2. The names of the incorporators are: F. P. Hemphill, postoffice, Jackson, Mississippi; Emily Batton Hemphill, postoffice, Jackson, Mississippi; Robert W. Collins, 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 is the amount of the capital stock, and the only class of stock shall be common.

5. Number of shares for each class and par value thereof. There shall be fifty (50) shares of the common stock, the par value of each share being One Hundred Dollars ($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 own and operate retail and wholesale drug stores; to buy, sell and deal in, either at wholesale or retail, all kinds of drugs, drug supplies, medicines, patent or otherwise; to buy, sell and deal in cigars, cigarettes, and other tobacco products, and magazines, periodicals, toilet articles, candies, and fill and compound prescriptions; and to own and operate a soda fountain for dsipensing soft drinks and light refreshments; and to own and operate a delivery system in connection with the operation of the business, using motorcycles, automobiles, motor trucks and/or other vehicles in such delivery system; and to own, buy, sell, lease, or otherwise deal in real estate to the extent necessary to carry on its business; and generally to do any and all things nsually incident to the drug store 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:
Fifty (50) shares.

F. P. Hemphill,
Emily Batton Hemphill,
Robert W. Collins,

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, F. P. Hemphill, Emily Batton Hemphill and Robert W. Collins,

incorporators of the corporation known as the Hemphill Drug 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 15th day of September, 1936. (SEAL)

A. R. Covington,
Notary Public.
My com. expires 1-24-39.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged 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 September, A. D. 1936, , ~~xxxxx~~, 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., September 15, 1936.~~xxx~~

I have examined this charter of 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: A. A. Lauderdale, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Hemphill Drug Company is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Fifteenth day of September, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: September 16th, 1936.

Filed in this office Sept 19th 1936
Sept. 23rd 1936
Walker Wood, Secretary of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

City Taxi Cab Co., Inc.

1. The corporate title of said company is

2. The names of the incorporators are: Roy L. Dorman, postoffice, Decatur, Miss.; Mrs. Henriette Myer Green, postofgice, Vicksburg, Miss.

3. The domicile is at Vicksburg, Warren County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof $5,000.00, all common stock of the par value of twenty-five dollars, ($25.00) per share, but the corporation may begin business when five hundred dollars, shall have been subscribed and paid for.

5. Number of shares for each class and par value thereof. shall be 200 shares, all of a twenty five dollar par, and all 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 in the business of wholesale and retail, gasoline, oils, and other petroleum products, to engage in and operate as a common carrier, to operate motor vehicles for hire, to operate taxicabs and jitneys for hire, to render terminal facilities other persons, who operate motor vehicles for hire, to engage in the business and operate as a automobile repair shop, to wholesale and retail automobile accessories, shop equipment and replacement parts. To engage in the business of buying and selling automobiles. To buy, own, operate, sell and otherwise dispose of any all property whether real, personal or mixed, where not prohibited by law, to engage in the general mercantile business, to engage as a trader.

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 of common stock.

Mrs. Henrietta Myer Green,
Roy L. Dorman,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Warren.

This day personally appeared before me, the undersigned authority, a notary public, Mrs. Henrietta Myer Green and Roy L. Dorman, incorporators of the corporation known as the City Taxi Cab Co., Inc., who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the 17th day of September, 193 6. (SEAL)

Jos. J. Gerache, 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 19th day of Sept., 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., Sept. 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 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 City Taxi Cab Co., Inc., is hereby approved.

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

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: Sept. 19, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

1. The corporate title of said company is Tate County Fair Assn.

2. The names of the incorporators are J.W.Young,postoffice,Senatobia,Miss.; M.H.Dandridge,postoffice,Senatobia,Miss; W.B.Hays,postoffice,Senatobia,Miss.;L.P.Puryear,postoffice,Senatobia,Miss.; and all other members of Whitten J. East Post No. 19, American Legion, Postoffice, Senatobia, Miss.

N. E. Dean, post-office Senatobia, Miss;

3. The domicile is at Senatobia, Miss.

4. Amount of capital stock and particulars as to class or classes thereof None. They shall issue no shares of stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for the nonpayment 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 fifty years.

7. The purpose for which it is created: To hold county fair or fairs annually in order to promote interest in agriculture, live stock and other farming interest. Give prizes for best exhibits. To accept donations from any and all parties for prizes for exhibits, and do any and all things necessary to promote said fair.

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. W. Young,
H. E. Dean,
M. H. Dandridge,
W. B. Hays,
L. P. Puryear,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Tate.

This day personally appeared before me, the undersigned authority, J. W. Young, H. E. Dean, W. B. Hays, M. H. Dandridge and L. P. Puryear,

incorporators of the corporation known as the Tate County Fair 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 September, 1936

(SEAL)

R. G. Dean,
Circuit Clerk, Tate 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 19th day of Sept., 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., Sept. 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 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 Tate County Fair Assn,

is hereby 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 Ninteenth day of September, 1936.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

Sept. 19, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

NORMIS TRANSPORT COMPANY

1. The corporate title of said company is Normis Transport Company.
2. The names of the incorporators are: W. N. Ethridge, postoffice, Houston, Mississippi; Eugene B. Ethridge, post-office Standard Life Building, Jackson, Mississippi; W. N. Ethridge, Jr., postoffice, Oxford, Mississippi.
3. The domicile is at Houston, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Three Thousand Dollars ($3,000.00), all common stock of the same class.
5. Number of shares for each class and par value thereof. Thirty (30) shares with par value of One Hundred ($100.00) Dollars each.
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 buses and trucks; to lease, purchase and own motor vehicles to be used in its business; to operate as a common carrier of passengers and freight in intra-state and inter-state commerce; to operate motor vehicles as a common carrier and as a contract carrier and otherwise; to carry passengers, baggage, mail, express and freight; to acquire rights and franchises to operate as such common carrier or contract carrier or otherwise on the highway; to acquire and own such lands and other property as may be required for stations or otherwise in the transaction of its business; to borrow money and execute liens on any or all of its property; and to do any and all things incident to and deemed to be necessary to an efficient and successful operation of its business as such a carrier.

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:

When thirty (30) shares of the capital stock shall have been subscribed and paid for.

W. N. Ethridge,
Eugene B. Ethridge,
W. N. Ethridge, Jr.,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Chickasaw.

This day personally appeared before me, the undersigned authority, W. N. Ethridge, Eugene B. Ethridge, and W. N. Ethridge, Jr.,

incorporators of the corporation known as the Normis Transport 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 14th day of September, 1936. (SEAL)

Miss Orin Ford,
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 Sept., 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., Sept. 21st, 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 Normis 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 the 21st day of September, 193 6.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

Sept. 22, 1936.

This corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the Chancery Court of Chickasaw County, Mississippi, filed July 3, 1942. Certified copy of said decree filed in this office, this July 6, 1942. Walker Wood, Secretary of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

GULF COAST WELDING COMPANY

1. The corporate title of said company is Gulf Coast Welding Company
2. The names of the incorporators are: John J. Peverie, Postoffice, Gulfport, Miss.; Juliette Peverir, postoffice Gulfport, Miss.; W. S. Keel, Jr., Postoffice, Delisle, Miss.
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.

5. Number of shares for each class and par value thereof. 50 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 carry on the business of welding, general repairs, blacksmith and machine work. To own, buy and sell the necessary real estate, tools and machinery to carry on the work incident to the above purposes.

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

John J. Peverie,
Juliette Peverie,
W. S. Keel, Jr.,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, John J. Peverie, Juliette Peverie and W. S. Keel, Jr., incorporators of the corporation known as the Gulf Coast Welding 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 4th day of September, 1936. (SEAL)

O. J. Dedeaux,
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 Sept., 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., Sept. 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.

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 Gulf Coast Welding 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 Twenty-eighth day of September, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

September 28th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SUMMIT COTTON CARNIVAL ASSOCIATION

1. The corporate title of said company is Summit Cotton Carnival Association.
2. The names of the incorporators are: W.F.Cunningham,Pres.,postoffice,Summit,Miss.; J.C.Gibson,postoffice,Summit, Miss.;F.C.Atkinson,postoffice,Summit, Miss.;C.A.Buttersworth,postoffice,Summit,Miss.
3. The domicile is at Summit, Miss.
4. Amount of capital stock and particulars as to class or classes thereof None. They shall issue no shares of stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for the nonpayment 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 cerditors.
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 stimulate a more friendly feeling between the merchants of Summit and its trade territory.

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. F. Cunningham,Prest.
J.C.Gibson,
F. C. Atkinson,
C.A.Buttersworth,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Pike.

This day personally appeared before me, the undersigned authority, W.F.Cunningham, J.C.Gibson, F. C. Atkinson, C.A. Buttersworth,

incorporators of the corporation known as the Summit Cotton Carnival Association,

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, 1936.

(SEAL)

J. T. Hutchinson,
Mayor of the Town of Summit,Miss., Ex Officio
A 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 Sept., 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., Sept. 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 Summit Cotton Carnival 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 the Twenty-eighth day of September, 1936.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

September 28th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of *See note below.*

WILD WEST RODEO CORPORATION

1. The corporate title of said company is Wild West Rodeo Corporation.

2. The names of the incorporators are: S. N. Hickman, postoffice, Columbia, Mississippi; Mrs. Maude A. Hickman, postoffice, Columbia, Mississippi.

3. The domicile is at Columbia, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Amount of capital stock is $1000.00. Only one class of stock namely, common stock, of the par value of $100.00 per share.

5. Number of shares for each class and par value thereof. Ten 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 otherwise acquire, own, sell and otherwise dispose of horses, mules and all other kinds of live stock; to conduct, maintain and operate all kinds of equestrian and other animal shows and amusements not prohibited by law; to purchase and otherwise acquire by lease, deed or otherwise, own, sell and otherwise dispose of all real and personal property incident to the maintenance and operation of equestrian and other animal shows and amusements.

This corporation dissolved by decree of the Chancery Court of Marion County, Miss., rendered Oct. 9, 1937, in cause therein pending styled Ex Parte Petition of Wild West Rodeo Corporation for dissolution of said corporation and surrender of its charter, and numbered 5867, on the General docket of said Court. Certified copy of said decree filed here Oct. 28, 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: Ten shares of the par value of $100.00 per share, aggregating the sum of $1000.00.

S. N. Hickman,
Mrs. Maude A. Hickman,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Marion.

This day personally appeared before me, the undersigned authority, S. N. Hickman and Mrs. Maude A. Hickman,

incorporators of the corporation known as the Wild West Rodeo 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 22nd day of September, , 1936. (SEAL)

Hattie F. Robertson (nee Ford)
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 Sept. , 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., Sept. 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 Wild West Rodeo Corporation, is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty-eighth day of September, , 193

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:
September 28th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BATESVILLE AMUSEMENT COMPANY, Batesville, Miss.

1. The corporate title of said company is Batesville Amusement Company, Inc.,

2. The names of the incorporators are: R.B.Cox,postoffice,Batesville,Miss.;C.M.Shinn,postoffice,Batesville,Miss.; D.L.Ferguson,postoffice,Batesville,Miss.;W.M.Harmon,postoffice,Batesville,Miss.;W.J.Cox,postoffice,Batesville,Miss.;W.C.Broome,postoffice,Batesville,Miss.;H.J.Perkins,postoffice,Batesville, Miss.;C.F.Graves, postoffice, Batesville, Miss.

3. The domicile is at Batesville, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Seven thousand dollars of common stock.

5. Number of shares for each class and par value thereof. two hundred and eighty shares of common stock at the par value of twenty-five 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 conduct and carry on the business of theatrical proprietors, music hall proprietors, caterers for public entertainments, concert and public exhibitions, moving pictures and other variety entertainments, and to provide, engage and employ actors, dancers, singers, variety performers, athletes and theatrical and musical exhibitions and amusements, usual or unusual, which are or may be produced at a theatre, music hall or other public or private place of entertainment.

To purchase, lease, rent, construct, erect or otherwise acquire, and to hold and own, and to let, mortgage, sell and/or otherwise dispose of, theatres, motion picture and vaudeville houses, office buildings, or other structures, or any rights or interest therein, as may seem necessary or incidental to the proper accomplishment of any of the purposes of the corporation.

To sell peanuts, popcorn, candy, soft drinks and the like edible refreshments.

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 shares of common stock.

R. B. Cox, C. M. Shinn,
Dan L. Ferguson W. M. Harmon,
W. J. Cox, W. C. Broome,
H. J. Perkins, C. F. Graves,

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Panola.

This day personally appeared before me, the undersigned authority, R. B. Cox, C. M. Shinn, D. L. Ferguson, W. M. Harmon, W. J. Cox, W. C. Broome, H. J. Perkins and C. F. Graves,

incorporators of the corporation known as the Batesville Amusement 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 25th day of September, 1936. (SEAL)

W. J. Jarratt,
Notary Public.
My commission expires Dec. 31st, 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 Sept., A. D., 19 36 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., Sept. 26th, 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 Batesville Amusement Company, Inc. Batesville, 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 the Twenty-eighth day of September, 193 6.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:
Sept. 29, 1936.

Filed for record in the office of the Chancery Clerk of Panola County, Mississippi, by a deputy of the State Tax Commission, this June 29, 1943. Certified copy of said charter surrendered to the State Tax Commission 18, 1943. Walker Wood, Sec'y. of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MOTOR CARRIERS INSURANCE AGENCY, INC.

1. The corporate title of said company is Motor Carriers Insurance Agency, Inc.

2. The names of the incorporators are: W. M. Snyder, postoffice, Jackson, Mississippi; J.O.S.Sanders, 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 Shares Common Stock, Par value $25,00 per share.

5. Number of shares for each class and par value thereof. Two hundred Shares Common Stock, Par Value $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 act as agent for insurance companies in soliciting and receiving applications for fire, casualty, plate glass, boiler, elevator, accident, health, burglary, rent, marine, credit, and life insurance, and all other kinds of insurance, the collection of premiums, and doing such other business as may be delegated to agents by such companies, and to conduct a general insurance agency and insurance brokerage business, and to do and to perform any and all other things necessary to carry out the objects and purposes of this Corporation.

Charter Cancelled October 3, 1938 No Report & organization filed with in constitutional limit of Two years—

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.

W. M. Snyder,
J.O.S.Sanders,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, W. M. Snyder and J. O. S. Sanders,

incorporators of the corporation known as the Motor Carriers Insurance Agency, 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 September, , 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 1st day of Oct. , 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., October 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 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 Motor Carriers Insurance Agency, Inc., is hereby approved.

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

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: October 3rd, 1936

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7140 W

The Charter of Incorporation of

VALLEY LUMBER AND MATERIAL COMPANY, INCORPORATED.

1. The corporate title of said company is VALLEY LUMBER AND MATERIAL COMPANY, INCORPORATED.

2. The names of the incorporators are: W. E. Blackmur, Postoffice Water Valley, Mississippi, T. Errol Spivey, Postoffice Water Valley, Mississippi, Wilson Keel, Postoffice Water Valley, Mississippi.

3. The domicile is at Water Valley, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: Capital stock in the amount of Five Thousand Dollars ($5,000.00), to be divided into fifty shares, each with par value of One Hundred Dollars, ($100.00), and all to be common stock, and divided as follows:

W. E. Blackmur- 25 shares.
T. Errol Spivey - 15 shares.
Wilson Keel - 10 shares.

5. Number of shares for each class and par value thereof. Fifty (50) shares of common stock, each to be of par value of One Hundred Dollars ($100.00), this being the only class of stock to be issued.

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

7. The purpose for which it is created: To buy and sell at retail all sorts of buildings materials, to contract for the erection of buildings and other constructions; to do all necessary, essential, proper and needful acts in the carrying out of the two purposes mentioned above herein; to buy, hold, and sell real estate and personal property; to take notes and the security for the payment same, and to buy in property sold as such security; to borrow money and give security therefor.

This corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the chancery of Yalobusha County, Mississippi, dated 4-24-1944. Certified copy of said decree filed in this office this May 3, 1949. Heber Ladner, 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 the fifty shares of stock provided for herein above are to be actually subscribed and paid for before the Corporation begins business.

W. E. Blackmur
T. Erroll Spivey
Wilson Keel
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of YALOBUSHA.

This day personally appeared before me, the undersigned authority, W. E. Blacmur, T. Errol Spivey, and Wilson Keel, incorporators of the corporation known as the VALLEY LUMBER AND MATERIAL 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 6th day of October, 1936. (SEAL)

Earl K. Fly, Notary Public.
My Commission expires May 21, 1940.

Received at the office of the Secretary of State, this the 7th day of Oct., 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., October 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.

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 Lumber and Material 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 the Seventh day of October, 1936.

By the Governor:

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

Recorded: October 8th, 1936.

ET

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

COAHOMA COUNTY NEGRO FAIR ASSOCIATION

1. The corporate title of said company is Coahoma County Negro Fair Association.

2. The names of the incorporators are: P.W.Hill, postoffice,Clarksdale,Miss.; Julius E.Daugherty,postoffice,Clarksdale, Miss.;W.S.Dewby,postoffice,Route 3,Box 19,Clarksdale,Miss.;L.W.Dickerson,postoffice,Clarksdale, Miss.;B.H.McCall,postoffice,Clarksdale,Miss.

3. The domicile is at Clarksdale, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: None.

~~None~~

This corporation shall issue no shares of stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, 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 application is made by the incorporators above stated pursuant to a resolution adopted by the Coahoma County Negro Fair Association, an unincorporated organization, by a majority of the members attending a regular meeting thereof held in the City of Clarksdale, Mississippi, on the 30th day of September, 1936, specifically expressing the purpose to incorporate as herein set forth and authorizing the incorporators above set forth to apply for this charter in behalf of said organization, which said resolution, and the vote by which same was adopted, and the fact of such adoption was, and is enetered upon the minutes of said meeting.

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: To conduct, operate, supervise, and manage County and Community Fairs, to enter into contracts with all kinds of attractions to show at such fairs, to own, acquire and otherwise dispose of such real estate and personal and/or mixed property as may be necessary, useful or expedient for accomplishing the purposes for which 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, 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.

P.W. Hill,
Julius E. Daugherty,
W. S. Dewby,
L. W. Dickerson,
B. H. McCall,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Coahoma.

This day personally appeared before me, the undersigned authority, P. W. Hill, Julius E. Daugherty, W. S. Dewby, L. W. Dickerson, and B. H. McCall,

incorporators of the corporation known as the Coahoma County Negro Fair Ass'n,

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 15th day of October, 1936. (SEAL)

B. J. Smith,
Notary Public.
My commission expires July 19, 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 16th day of Oct., 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., October 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.

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 Coahoma County Negro 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 the Sixteenth day of October, 1936.

HUGH WHITE,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

October 17th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7146 W.

The Charter of Incorporation of

The Peoples Manufacturing Company.

1. The corporate title of said company is The Peoples Manufacturing Company.
2. The names of the incorporators are: Walter Stith, Postoffice, Shannon, Miss., R.F.D. No. 1; Timothy Green, Postoffice, Nettleton, Miss., R.F.D. No. 3; Joe Walker, Postoffice, Okolona, Miss., R.F.D. No. 1.
3. The domicile is at present near Chickasaw switch in Monroe) (and such others as may hereafter become (associated with them. County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof :

Five thousand Dollars all of same class

5. Number of shares for each class and par value thereof. One thousand shares of par or face 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: is to manufacture candy, soap, brooms, toilet preparations, shoe polish and such other articles as may be authorized under

21, Laws of Mississippi 1934

Sequence was said by Secretary of State Dox Commission dated September 18, 1936. Certificate by Section 16 Chapter 121 Laws of Mississippi of 1930. This September 18 1939. 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 1930.

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

Walter Stith
Timothy Green
Joe Walker, Incorporators,

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Chickasaw.

This day personally appeared before me, the undersigned authority, in and for said County and State, Walter Stith, Timothy Green and Joe Walker

incorporators of the corporation known as the The Peoples Manufacturing 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 12th day of October, 1936. (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 , 193

Received at the office of the Secretary of State, this the 14th day of October, 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., October 26th, 193 36.

I have examined this charter of 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 Peoples 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 the Twenty-sixth day of October, , 193 6.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: October 26th, 1936.

Suspended by the Commissioner for non-payment of Franchise Tax January 25, 1963. Reinstated by Secretary of State January 25, 1963.

ET

OR AMENDMENT SEE BOOK 4041 PAGE 160.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 1/25/44

#7171 W

The Charter of Incorporation of
Hazlehurst Furniture Company.

1. The corporate title of said company is Hazlehurst Furniture Company.
2. The names of the incorporators are: Herman Sherman, Postoffice, Hazlehurst, Mississippi; Mrs.Rose Sherman, Postoffice, Hazlehurst, Mississippi; Mrs. Gertrude Sherman,Postoffice, Utica, Mississippi.
3. The domicile is at Hazlehurst, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Five Thousand & No/100 ($5,000.00) Dollars; common stock in denominations of One Hundred & No/100 ($100.00) Dollars each.
5. Number of shares for each class and par value thereof: All common stock, as shown by paragraph No. 4.
6. The period of existence (not to exceed fifty years) is Firty (50) years.
7. The purpose for which it is created: (a) To buy, sell, deal and trade in furniture, pianos, organs, carpets, mattings, clocks, watches,and jewelry, and in such other articles of trade and merchandise as may aid and promote the interests of a general furniture investment and business.
(b) To manufacture mattresses, upholstery and all kinds of household furniture, and sell the same on the installment plan or otherwise.
(c) To operate a general furniture business, purchase and hold all kinds of property, real, personal or mixed, necessary for the purposes of said business, and may sell, mortgage, encumber, or otherwise transfer and convey the same at will and do all things that may be beneficial or advantageous to the interests of said Corporation and not in conflict with the laws of the State of Mississippi or of the United States. It may execute notes, drafts and bills of exchange and may receive and dispose of the same in the course of its business. It may sell its goods, wares and merchandise on a credit, and it may take deeds in trust, mortgages, evidences of debt and all manner of security for money and debts due to the said Corporation, and may buy or dispose of real or personal property whenever it is the interest of the Corporation to do so.

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: Corporation to begin business when twenty-five (25%) per cent of the authorized capital stock is paid in.

Herman Sherman
Mrs. Gertrude Sherman
Mrs. Rose Sherman
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Copiah.

This day personally appeared before me, the undersigned authority, in and for said County and State, Herman Sherman and Mrs. Rose Sherman,
incorporators of the corporation known as the Hazlehurst Furniture Company
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 26th day of October , 1936. (SEAL) Bessie Mae Harlan Nelson, NOTARY PUBLIC.

STATE OF MISSISSIPPI, County of Copiah.

This day personally appeared before me, the undersigned authority, in and for said County and State, Mrs. Gertrude Sherman
incorporators of the corporation known as the Hazlehurst Furniture Company
who acknowledged that she signed and executed the above and foregoing articles of incorporation as her act and deed on this the 26th day of October , 1936.

Received at the office of the Secretary of State, this the 27th day of Oct. , 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., October 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 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 Hazlehurst 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 the 27th day of October , 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: October 29th, 1936.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7166 W

The Charter of Incorporation of

Automatic Music Machine Company.

1. The corporate title of said company is AUTOMATICE MUSIC MACHINE COMPANY.
2. The names of the incorporators are: William Earl Eastburn, Postoffice, Mobile, Alabama; Fred L. Schell, Postoffice, Meridian, Mississippi; Joseph J. Smith,Jr., Postoffice, Meridian, Mississippi.
3. The domicile is at Meridian, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : The capital stock shall be Five Thousand Dollars ($5,000.00); all stock shall be common stock with equal rights and privileges.
5. Number of shares for each class and par value thereof. There shall be five hundred (500) shares of common stock of the par value of Ten Dollars ($10.00) per share.
6. The period of existence (not to excced fifty years) is Fifty years.
7. The purpose for which it is created: The corporation is created for the purposes and shall have the power to buy and sell, at retail and at wholesale, and to own, lease, let, operate, manufacture and repair musical instruments, musical machines, and musical supplies of all kinds, phonographs, radio and wireless sending and receiving instruments and machines, merchandise vending machines and weighing scales and instruments, and, through merchandise vending machines and otherwise, to engage generally at retail and at wholesale, in the business of buying and selling merchandise of every kind and nature either on its own behalf or as agent or broker. The corporation may engage in business inside or outside the State of Mississippi, wherever it may choose to do so, and its stockholders meetings and directors meetings may be held outside the State of Mississippi. The corporation may rent, purchase, own and dispose of such personal property and land as is necessary or convenient to 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.

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 one hundred (100) shares of common stock have been subscribed and paid for.

William Earl Eastburn
Fred L. Schell
Joseph J. Smith, Jr.,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of LAUDERDALE.

This day personally appeared before me, the undersigned authority, William Earl Eastburn, Fred L. Schell, and Joseph J. Smith, Jr.,

incorporators of the corporation known as the Automatic Music Machine Company

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 October, 1936. (SEAL)

Frances Semmes, NOTARY PUBLIC.
My Commission expires Set. 19-1940.

Received at the office of the Secretary of State, this the 26th day of Oct., 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., October 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 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 Automatic Music Machine 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 27th day of October, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: October 29th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7178 W

The Charter of Incorporation of

MOORE- BROWN CASH DRUG STORE.

8/24/43

1. The corporate title of said company is MOORE-BROWN CASH DRUG STORE.

2. The names of the incorporators are: T. T. Brown, Postoffice, Meridian, Mississippi; J. L. Epting, Postoffice, Clinton, Mississippi; A. M. Moore, 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 : Five Thousand Dollars all common stock and divided into fifty shares of the par value of One Hundred Dollars per share, and the owners of said share and/or shares shall have equal rights and privileges and shall be entitled to one vote for each share of said stock owned.

5. Number of shares for each class and par value thereof: Fifty 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 engage in a general retail drug business, and in connection therewith to deal in and purchase and sell toilet articles and cosmetics of all kinds, and to own and/or operate in connection therewith a soda fountain and a luncheonette or restaurant, and to deal in, purchase, own and sell all associated items of merchandise, and to do an perform all things incidental to or connected with the conduct and management of said business, and to acquire, lease, rent, own, manage and dispose of real estate and personal property necessary or proper in the conduct, management, and 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: Ten shares of said common stock of the par value of One Hundred Dollars per share, to be subscribed for and paid for in cash or the equivalent thereof in property.

A. M. Moore
T. T. Brown
J. L. Epting
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, T. T. Brown and A. M. Moore

incorporators of the corporation known as the Moore-Brown Cash Drug Store

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 26 day of October, 1936. (SEAL) Bickel O'Rorke, NOTARY PUBLIC.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, J. L. Epting,

incorporators of the corporation known as the Moore-Brown Cash Drug Store

who acknowledged that (he) signed and executed the above and foregoing articles of incorporation as (his) act and deed on this the 31st day of October, 1936. (SEAL) J. W. Barksdale, Jr.,

Received at the office of the Secretary of State, this the 2nd day of Nov., 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., November 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 Moore-Brown Cash Drug Store is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Fourth day of November, 1936.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: November 5, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7184 W.

The Charter of Incorporation of

SAUER'S 5 & 10, GREENVILLE, MISSISSIPPI

1. The corporate title of said company is Sauer's 5 & 10, Inc.
2. The names of the incorporators are: A. D. Sauer, postoffice, Greenville, Miss.; E. B. Utley, postoffice, Greenville, Miss.; Mrs. A. D. Sauer, postoffice, Greenville, Miss.
3. The domicile is at Greenville, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $3000.00 Capital Stock. All common stock.

Issued in lieu of Sale Tax Certificate
As Required by Section 15, Chapter
21, Laws of Mississippi 1934

5. Number of shares for each class and par value thereof. Thirty (30) shares of common stock with a par value of $100.00 each.

6. The period of existence ~~xxxxxxxxxxxxxxxxxxxx~~ is Not to exceed fifty years.
7. The purpose for which it is created: To acquire, own, maintain, purchase, and operate Five and Ten Cent Retail Stores and places of business and to sell all kinds of merchandise at prices customarily sold and handled by such stores; to purchase, acquire, and hold both personal and real property for the purpose of owning and operating said places of business; to purchase and hold such other property as may be necessary for the operation thereof; and, to do all things necessary in the due course of the operation of said places of 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 immediately after twenty (20) shares of stock have been subscribed and paid for.

E. B. Utley,
A. D. Sauer,
Mrs. A. D. Sauer,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Washington.

This day personally appeared before me, the undersigned authority, E. B. Utley, A. D. Sauer, and Mrs. A. D. Sauer, incorporators of the corporation known as the Sauer's 5 & 10, Inc., who acknowledged that ~~(xx)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(xx)~~ (their) act and deed on this the 7th day of November, 1936. (SEAL)

W. I. Hunt.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged 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 Nov., 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., November 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 Sauer's 5 & 10, Inc., is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 9th day of November, 1936

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

November 10, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Newcomer-Copeland Laundry & Cleaners

1. The corporate title of said company is Newcomer-Copeland Laundry & Cleaners.
2. The names of the incorporators are: Dr. E. A. Copeland, postoffice, Jackson, Mississippi.
   Frank E. Newcomer, postoffice, Laurel, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Thirty Thousand Dollars. $16,000.00 Common Stock; $14,000.00 Preferred Stock, which shall draw 6% interest per annum, payable annually.
5. Number of shares for each class and par value thereof. 1600 shares of Common Stock par value $10.00 per share. 700 Shares of Preferred Stock par value $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 buy, sell, own, build, lease real estate. To buy, sell, own, build and lease personal property. To buy, sell, own, negotiate stocks, bonds, and all kinds of written contracts, evidences of debts, notes, and all types of negotiable instruments of otherwise.

   To borrow and loan money, issue and make notes, bonds or other certificates as evidences of debts.

   To buy, sell, own, build, operate and maintain a complete General Laundry, Dyeing and Cleaning Business: Employing all such scientific methods known in carrying on and conducting the business of cleaning, pressing and dyeing wearing apparel, frabrics or otherwise.

   To do all the foregoing in accordance with the laws of the State of Mississippi, and of the United States of America.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 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: 1600 shares common stock.

E. A. Copeland, M. D.
Frank E. Newcomer,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, E. A. Copeland, M. D., Frank E. Newcomer,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 17th day of November, 1936. (SEAL)

Roy Arnold,
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 Nov., A.D., 19 36 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., Nov. 18th 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 Newcomer-Copeland Laundry & Cleaners, is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twentieth day of November, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

November 23, 1936.

This Corporation dismissed and its Charter surrendered & filed in the Chancery Court of Hinds County, Mississippi, dated November 9, 1943. Certified copy of said decree filed in this Office, this the 9th day of November 1943. Walker Wood, Secretary of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Farmers Implement Company

1. The corporate title of said company is Farmers Implement Company.
2. The names of the incorporators are: J.W.P.Fleming, Postoffice, Clarksdale, Mississippi; W. G. Felming, post-office, Belen, Mississippi; L. F. Foreman, postoffice, Clarksdale, Mississippi.
3. The domicile is at Senatobia, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $10,000.00-Capital Stock-All Common.

5. Number of shares for each class and par value thereof. Twenty shares, $500.00 per share.

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To sell, trade, purchase and deal in coal, feeds, farm produce of all kinds, tractors, farm implements, hardware and miscellaneous supplies relative to farming, ~~XXXXXX~~ households and machinery and its equipment. To deal in farming, furnishing, and the purchase and sale of real estate.

Charter cancelled November 18, 1938 no report being required either as to assets or business during extended time limit of two years.

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: 20 shares common.
J.W.P.Fleming,
L. F. Foreman,
W. G. Fleming,

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Coahoma.

This day personally appeared before me, the undersigned authority, J.W.P.Fleming, L.F.Foreman, & W. G. Fleming,

incorporators of the corporation known as the Farmers Implement Co.,

who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 12th day of Nov., 193 6. (SEAL) S. J. Avery, Justice of Peace.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged 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 Nov., 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., November 17th, 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 Farmers Implement Company is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 18th day of November, 193 6.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded:

November 25, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Russell Motors Incorporated

1. The corporate title of said company is Russell Motors Incorporated.

2. The names of the incorporators are: J. F. Russell, postoffice, Greenville, Mississippi; L. E. Russell, postoffice, Greenville, Mississippi; G. Ramsey Russell, postoffice, Greenville, Mississippi.

3. The domicile is at Greenville, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: Ten Thousand Dollars ($10,000.00) capital stock, all common.

5. Number of shares for each class and par value thereof.: One Hundred (100) Shares par value, 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: 1. To carry onx the business of buying and selling automobiles, trucks, and motor vehicles, and automobile, truck, and motor vehicle parts and accessories, and all articles incidental thereto; and
2. To buy and sell, both at wholesale and retail, gasoline, oil, and greases; and
3. To carry on a garage and service shop for automobiles, trucks, and motor vehicles; and
4. To operate a washing rack and grease rack; and
5. To operate and carry on a storage business; and
6. To have the power of buying and selling real estate; and
7. To carry on the business of buying and selling radios and radio parts and accesssories; and
8. To carry on the business of buying and selling mechanical and electrical refrigerators and mechanical and electrical refrigerator parts and accesories.
9. To buy and sell, own, assign, and transfer, notes and negotiable paper.
10. In addition to the foregoing purposes, and to the powers, rights, and privileges conferred by the Code of Mississippi of 1930, Chapter 100, to do all other things necessary, usual, and incidental to the above and foregoing rights, powers, privileges, and 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 1930.

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

Thirty (30) shares.

J. F. Russell,
L. E. Russell,
Ramsey Russell,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Washington,

This day personally appeared before me, the undersigned authority, J. F. Russell, L. E. Russell,

incorporators of the corporation known as the Russell Motors Incorporated,

who acknowledged that (xex (they) signed and executed the above and foregoing articles of incorporation as xxxx (their) act and deed on this the 23rd day of November, 1936. (SEAL)

Manrice A. Bergman,
Notary Public.

STATE OF MISSISSIPPI, County of Washington,

This day personally appeared before me, the undersigned authority, G. Ramsey Russell,

incorporators of the corporation known as the Russell Motors Incorporated,

who acknowledged that (xex (they) signed and executed the above and foregoing articles of incorporation as xxxx (their) act and deed on this the 23 day of November, 1936. (SEAL)

Clara Wing,
Notary Public.

Received at the office of the Secretary of State, this the 24th day of November 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., Nov. 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 Russell Motors, Incorporated, is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty-fourth day of November, 1936.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:
November 25th, 1936

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

The Barq Bottling Company

1. The corporate title of said company is The Barq Bottling Company

2. The names of the incorporators are: R. A. Biggs, postoffice, Raymond, Mississippi; J. W. Grantham, postoffice, Terry, Mississippi; R. T. Boteler, 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 thousand Dollars ($25,000) Preferred Stock, which may be retired in whole or in part, at any time, from time to time, on order of the Board of Directors, by paying to the holders thereof par value (the sum of $100 for each share of such preferred stock), together with any accrued dividends due thereon, and delivering to them, on payment of the par value thereof, one share of the Common Stock for each share of the Preferred Stock redeemed or retired. The Preferred Stock shall be entitled to a dividend of not exceeding 4% in any one year, which didvidend shall be non-accumulative and payable out of any net earnings of the corporation. Five Hundred Dollars ($500) of Common Stock, on which no dividends shall be paid until all of the Preferred Stock has been redeemed and retired.
Common and Preferred Stock shall have equal voting privileges.

5. Number of shares for each class and par value thereof: Two Hundred Fifty shares of Preferred Stock of the par value of $100 per share; Five Hundred shares of Common Stock of the par value of $1 per share.

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

7. The purpose for which it is created: To engage in the manufacture and sale of soft drinks, non-intoxicating beverages, and foods; the operation of bottling works and soft drink establishments; the business of compounding, manufacturing, merchandising and selling syrups, compounds and concentrates; purchasing, selling and conveying franchises, formulas and trade marks and patent rights.

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 Preferred Stock.
Two Hundred Fifty shares of Common Stock.

R. A. Biggs,
J. W. Grantham,
R. T. Boteler,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, in and for said state and county, R. A. Biggs, J. W. Grantham and R. T. Boteler,

incorporators of the corporation known as the Barq Bottling 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 30th day of November, 1936.

Marie Bourgeois, Notary Public.
(SEAL) My commission expires 3-1-38

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged 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 Nov., 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., Nov. 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 States.

GREEK L. RICE, Attorney General.

By: , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of The Barq Bottling 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 Thirtieth day of November, 1936

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: November 30, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Possumneck Airways, Inc.

MAR 23, 1943

1. The corporate title of said company is Possumneck Airways, Inc.
2. The names of the incorporators are: J. A. Weeks, postoffice, West, Mississippi; James G. Guess, postoffice, Brookhaven, Miss.; Eugenia W. Guess, postoffice, Brookhaven, Miss.
3. The domicile is at Attala County, Mississippi (Possumneck)
4. Amount of capital stock and particulars as to class or classes thereof Three Thousand Dollars (all common stock)

5. Number of shares for each class and par value thereof. Three shares par value $1,000.00 each share.

6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: For the purpose of owning and operating airplanes and aircraft for pleasure, and for the purpose of acquiring and owning, holding, buying and selling real and personal property for the convenience and necessity 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:

Three shares of common stock, par value of $1,000.00 for each share, to be subscribed and paid for before the Corporation may begin business.

J. A. Weeks,
James G. Guess,
Eugenia W. Guess,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Holmes.

This day personally appeared before me, the undersigned authority,

J. A. Weeks,
incorporators of the corporation known as the Possumneck Airways, 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 24th day of November, 193 6. (SEAL)

Robt. E. Rosson, 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 25th day of Nov., 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., Nov. 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 Possumneck Airways, Inc., is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty-fifth day of November, , 193 6

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: November 25th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

XXX Charter of Incorporation of

FETTERMAN & SON.

1. The corporate title of said company is Fetterman & Son.

2. The names of the incorporators are: E. V. Fetterman, postoffice, Jackson, Mississippi; J. A. Fetterman, postoffice, Jackson, Mississippi; W. Calvin Wells, 3rd, postoffice, Jackson, Mississippi.

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: There shall be $5,000.00 in amount of capital stock, all of which shall be common stock with a par value as hereinafter described.

5. XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX There shall be fifty shares of common stock at a par value of $100.00 per share.

6. The period of existence XXXXXXXXXXXXXXXXXXXXX shall be fifty years.

7. The purpose for which it is created and the powers which it may exercise are as follows, to-wit: The buying and selling both at wholesale and retail of lumber, timbers, lime, lath, brick, cement block, building hardware and any and all kinds of building materials, and all other merchandise usually, ordinarily or incidentally handled in connection with such business; also to operate a mill, properly equipped, to finish lumber and work the same into dimensions and form desired by customers; to rent, purchase or otherwise control a suitable piece of real estate, which may be located adjacent to a railroad line from which switching facilities for car load shipments may be secured, and to maintain upon said real estate a properly equipped plant for receiving, housing, storing and proper care of merchandise hereinbefore described, and the erection and operation thereon of a mill properly equipped with power machinery to work up, finish and properly prepare for retail consumption all lumber of every kind and character handled by said corporation, and to buy and sell at wholesale and retail lumber and all other building materials either upon cash or credit, as in the usual course of mercantile operations. To manufacture, buy, sell, import and export, and deal in, timber and lumber, and to acquire, hold, improve, lease, sell, mortgage and otherwise use lands and the products thereof; to build, construct, maintain and operate plants and works for the development of such lands, and for the handling, preparing and rendering commercially available the various products thereof, and do all other things incidental to such business. To acquire by purchase or otherwise, own, buy, sell and deal in standing timber and timber lands, and to buy, cut, haul, drive and sell timber and logs and to saw and otherwise work the same and to buy, manufacture and sell lumber, bark, wood, pulp and all products made therefrom.

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~~ XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX There shall be thirty shares of common stock subscribed and paid for before the corporation may begin business.

E. V. Fetterman,
J. A. Fetterman,
W. Calvin Wells, 3rd.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, E. V. Fetterman, J. A. Fetterman and W. Calvin Wells, 3rd,

incorporators of the corporation known as the Fetterman & Son,

who acknowledged that (XX) (they) signed and executed the above and foregoing articles of incorporation as (XX) (their) act and deed on this the 25th day of November, 1936. (SEAL) Lenna Clement, 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 November 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., Nov. 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 Fetterman & Son, Jackson, Mississippi is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty-fifth day of November, 1936

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: November 27th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

2/19/43

The Charter of Incorporation of

BELZONI PROVISION COMPANY

1. The corporate title of said company is Belzoni Provision Company.

2. The names of the incorporators are: Mrs.Annie L.Craft,postoffice,Belzoni,Mississippi;T.B.Craft,Jr.,postoffice, Belzoni, Mississippi;Mrs.Eva Craft Crump,postoffice,Belzoni,Mississippi;C.L.Craft,postoffice, Belzoni, Mississippi;Mrs.Helen Craft Potts,Postoffice ~~Belzoni~~ Jackson, Mississippi;R.R.Craft,Postoffice, Belzoni,Mississippi;S.M.Craft, Postoffice, Belzoni,Mississippi.

3. The domicile is at Belzoni, Mississippi.

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

$45,000.00.

5. Number of shares for each class and par value thereof. 450 shares; $100.00 par common.

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

7. The purpose for which it is created: To engage in a general wholesale and retail mercantile business. To buy and sell all kinds of merchandise to the wholesale and retail trade within the state of Mississippi. To own and operate cold storage and curing plants. To buy, own, and sell real estate necessary and incidental to the carrying on of the business of the Corporation. To buy and sell automobiles, trucks, trailers, tractors, accessories, gasoline and oils, and all kinds of farming implements. To borrow and loan money incidental to the operation and conduct of the Corporation's business as a wholesale and retail mercantile business, and dealer in the commodities herein 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:
($25,000.00) Twenty-five thousand Dollars.

Mrs. Annie L. Craft.
T. B. Craft, Jr.,
Mrs. Eva Craft Crump.
C.L.Craft.
Mrs.Helen Craft Potts,
R.R.Craft,
S. M. Craft,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Humphreys.

This day personally appeared before me, the undersigned authority, Mrs. Annie L. Craft, T. B. Craft, Jr., Mrs. Eva craft Crump, C. L. Craft, Mrs. Helen Craft Potts, R. R. Craft, S. M. Craft,

incorporators of the corporation known as the Belzoni Provision Company,

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 5th day of December, 1936.

W. D. Womack,
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 Dec., 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., December 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 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 Belzoni Provision 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 Fifteenth day of December, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

December 16th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

STANDARD MACHINERY, INC.

1. The corporate title of said company is Standard Machinery, Inc.
2. The names of the incorporators are: F. Lewis Peyton, postoffice, Jackson, Mississippi; L. Walsh, postoffice, Jackson, Mississippi;
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof One Hundred Shares Common Stock, par value $100.00 per share.

5. Number of shares for each class and par value thereof. One Hundred Shares Common Stock, Par value $100.00 per share.

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

7. The purpose for which it is created: To manufacture, construct and deal in machinery, appliances and plants of every nature, kind and description whatsoever. To acquire by purchase, lease or otherwise, and to manufacture, and construct machines of any kind or character, and to equip, erect and install the same for use and operation by electricity, compressed air, oil, gas, or by any other means of motive power, and to operate, use, sell, lease and hire the same. To apply for, or purchase or otherwise acquire, and to grant licenses for the use of, to sell, assign or otherwise deal in and use patents, patent rights, privileges, licenses, trademarks, trade names, devices and improved or secret processes of every sort and description, necessary and incidental to these purposes; and also to carry on a general manufacturing, wholesale and retail merchandise business.

To purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of any other corporation or corporations, association or associations, of the state of Mississippi, or of any other state, territory, or ountry; and, while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon, but not of competing corporations.

To aid in any manner any corporation or association of which any bonds or other securities or evidences of indebtedness or stock are held by the corporation; and to do any acts or things designed to protect, preserve, improve or enhance the value of any such bonds or other securities or evidences of indebtedness or stock.

To acquire, own and hold such real and personal property as may be necessary or convenient for the transaction 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.

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.

F. Lewis Peyton,
L. Walsh,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, F. Lewis Peyton and L. Walsh,

incorporators of the corporation known as the Standard Machinery, 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 14th day of December, 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 15th day of Dec., 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., December 16th, 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 Standard Machinery, Inc.,

is hereby approved.

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

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: December 17, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Meridian City Lines, Inc.

1. The corporate title of said company is Meridian City Lines, Inc.

2. The names of the incorporators are: R. K. Jefferies, postoffice, Montgomery, Alabama; Thos. L. Bailey, Postoffice, Meridian, Mississippi; S. M. Guy, postoffice, Meridian, Mississippi.

3. The domicile is at Meridian, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: $30,000.00 of the par value of $100.00 per share, all of which is common stock.

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 acquire, buy, hold, own, sell, lease, exchange, dispose, finance, deal in, construct, build, equip, improve, use, operate, maintain and work upon: Any and all kinds of interurban and city lines for the transportation by motor bus of passengers and and/or freight; All property and facilities of any kind or character deemed useful and necessary in the conduct of its business; To borrow money, issue bonds, promissory notes, or other indebtedness; To do any and all things deemed to be in the interest of the advancement of the business and affairs of the corporation 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. and all amendments thereto.

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

Thos. L. Bailey,
R. K. Jefferies,
S. M. Guy,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, S. M. Guy and Thos. L. Bailey,

incorporators of the corporation known as the Meridian City Lines, 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 9th day of December, 1936.

H. J. Meyer, Notary Public.
My commission expires Sept.11,1937.

(SEAL)

STATE OF ~~xxxxxxxxx~~ Alabama, County of Montgomery

This day personally appeared before me, the undersigned authority, R. K. Jefferies, one of the

incorporators of the corporation known as the Meridian City Lines, 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 30th day of November, 1936.

Jeanette Rogers, Notary Public.

(SEAL)

Received at the office of the Secretary of State, this the 11th day of Dec., 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., Dec. 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 Meridian City Lines is hereby 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 Eleventh day of December, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

December 11th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SONS AND DAUGHTERS OF CREOLE UNION

1. The corporate title of said company is Sons and Daughters of Creole Union
2. The names of the incorporators are: Thoudile Callahan, postofffice, DeLisle,Mississippi;Agnes Jacobs, Postoffice, DeLisle,Mississippi Delbert Bradley, postoffice, DeLisle, Mississippi.
3. The domicile is at DeLilse, 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 50 years.
7. The purpose for which it is created: Social and Charitable purposes.

The corporation shall issue no shares of stock, shall divide no dividends of 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 for 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 liablilities against the members for the corporate debts, but the entire corporate property shall be liable for claims of creditors.

Sond and daughters of the Creole Union, assembled, at its place of meeting at Delisle, Mississippi, on the 24th day of October 1936, being the regular meeting date and place of said association.At said meeting a quorum was present and the association proceeded to transact its business.

After much deliberation and discussion it was moved by Gilbert Lizana and seconded by Oliver Lizana and unanimously carried, that the follwoing resolution be adopted to-wit: "Resolved, That the Sons and Daughters of the Creole Union, at its regular meeting assembled, hereby declare its purpose and intention to incorporate the association, and get a legal charter of incorporation therefor.

Be it further resolved that Thoudile Callahan, Agnes Jacobs and Ablert Bradley, members, be and are hereby designated and requested to apply for a charter of incorporation of the association. The name of the corporation to be SONS AND DAUGHTERS OF CREOLE UNION.

Thoudile Callahan, Pres.
Agnes Jacob, Secy.

I, Thoudile Callahan, president of the association known as Sons and Daughters of Creole Union, an unincorporated association, hereby certify that the foregoing is a true and correct copy of the organization of the meeting and the resolution unanimously approved and adopted at said meeting, held on the 24th day of October, 1936, That said organization and resolution appears on page 103 of the minute book No. 1 of said association.

Certified to this the 27th day of Nov. 1936.

Thoudile Callahan, Pres.
Agnes Jacobs, Secy.

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.

Thoudile Callahan,
Agnes Jacobs,
Albert Bradley.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, Thoudile Callahan, Albert Bradley and Agnes Jacobs, incorporators of the corporation known as the Sons and Daughters of Creole Union, who acknowledged that (~~xx~~ (they) signed and executed the above and foregoing articles of incorporation as ~~xxx~~ (their) act and deed on this the 27th day of November, 1936. (SEAL)

O. J. Dedeaux, 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 Nov., 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., November 30th, 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 Sons and Daughters of Creole Union is hereby 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 Thirtieth day of November, 1936.

By the Governor:

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

Recorded: November 30, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE WHITE CAB COMPANY

1. The corporate title of said company is The White Cab Company.

2. The names of the incorporators are: J. S. Barkley, postoffice, Greenville, Mississippi; William Payne, Postoffice, Greenville, Mississippi; S. B. Thomas, 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 ($5,000.00) of 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 purchase, own and operate taxicabs and other forms of motor vehicle transportation for carrying passengers and property for hire; and to rent, lease and purchase all personal property and real estate necessary and incident to conducting a motor transportation business for hire; and to operate in conjunction with said motor transportation business; a storage business for motor vehicles; and to purchase, lease, and own the necessary real estate, equipment, motor vehicles and other personal property, necessary and incident to the operation and conducting of a motor vehicle transportation business, and motor vehicles storage 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:
Thirty shares of common stock of the par value of $100.00 per share.

J. S. Barkley,
William Payne,
S. B. Thomas,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Washington.

This day personally appeared before me, the undersigned authority, J. S. Barkley, William Payne, and S. B. Thomas

incorporators of the corporation known as the White Cab 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 November, 1936. (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 28th day of Nov., 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., November 30th, 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 White Cab 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 Thirtieth day of November, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:
November 30, 1936.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE GADDIS FARMS

1. The corporate title of said company is THE GADDIS FARMS.

2. The names of the incorporators are: J. L. Gaddis, Sr., postoffice, Bolton, Mississippi; J. L. Gaddis, Jr., postoffice, Bolton, Mississippi; F. M. Greaves, postoffice, Bolton, Mississippi.

3. The domicile is at The Hope Place, in Hinds County, Mississippi (located about three miles north of Bolton on the old Edwards-Bolton gravel road).

4. Amount of capital stock and particulars as to class or classes thereof: The amount of authorized capital stock is four hundred shares of common stock without par value.

5. Number of shares for each class and par value thereof.: The number of shares authorized is four hundred shares of common stock without par value. The sale price per share of said stock is fixed at Eight Hundred and Fifty Dollars ($850), and the Board of Directors is authorized to fix or change said sale price from time to time.

6. The period of existence ~~XXXXXXXXXXXXXXXXXX~~ is fifty years.

7. The purpose for which the corporation are: To acquire, by purchase or otherwise own, hold, improve, operate, buy, sell, convey, warrant, lease, mortgage, encumber, or otherwise deal in, real estate, or other properties, personal or mixed. To own and operate a store or stores and engage in the merchandise business generally, without limit as to character of goods or properties to be dealt in. To engage in farming operations of every kind and character. To deal in cattle, mules, horses and other livestock. To operate cotton gins and other processing and manufacturing plants, without limitations as to kind. To deal in cotton, cotton seed and other commodities, whether the product of the farm or otherwise. To lend money and take security therefor. To subscribe for, purchase, invest in, hold, assign, pledge, or otherwise dispose of shares of corporate stock, bonds, mortgages, debentures, notes and other securities, obligations, contracts and evidences of indebtedness. To make draw, endorse, and otherwise deal with negotiable paper; make and enter into contracts; borrow money; and do other things necessary or incidental to the purposes herein specified. To buy and acquire the business and properties of individuals, firms and corporations, either as a going concern, or otherwise, and, if desired, to assume the liabilities thereof by contract. To operate in its own name or under trade names. To do any or all of the above things and such other things as may be incidental or necessary in connection therewith, either as principal or as agent for pthers, in the State of Mississippi, or at any place outside 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 the provisions of Chapter 100, Code of Mississippi of 1930.

8. Number of shares of each class to be subscribed and paid for before the corporation ~~XXXXXXXXXXXXXX~~ shall commence business is: Two hundred shares of said common stock.

J. L. Gaddis, Sr.,
J. L. Gaddis, Jr.,
F. M. Greaves,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned ~~authority,~~ Notary Public in and for said county, J. L. Gaddis, Sr., J. L. Gaddis, Jr., and F. M. Greaves,

incorporators of the corporation known as the Gaddis Farms, who acknowledged that ~~XXX~~ (they) signed ~~XXX~~ executed and delivered the above and foregoing ~~XXXXX~~ charter of incorporation as ~~XXX~~ (their) act and deed on this the 3rd day of December, 193 6.

(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 3rd day of December, A. D., 19 36, together with the sum of $ Five Hundred Dollars deposited to cover the recording fee, and referred to the Attorney General for his opinion.

WALKER WOOD, Secretary of State.

JACKSON, MISS., December 3rd, 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: E. R. Holmes, Jr., , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of The Gaddis Farms is hereby approved.

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

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: December 3, 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 July 19, 1949. Certified copy of said decree filed in this office this July 29, 1949. Heber Ladner Secretary of State

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Jackson Harley-Davidson Company

1. The corporate title of said company is Jackson Harley-Davidson Company.

2. The names of the incorporators are: Ben W. Barfield, postoffice, 358 N. McNeill, Memphis, Tenn.; Nick Wilson, postoffice, 679 Sims St., Memphis, Tenn.; R. S. McDonald, postoffice, 124 Monroe Ave.?

3. The domicile is at 111 South Roach St., Jackson, Hinds County, Mississippi./ Memphis, Tenn.

4. Amount of capital stock and particulars as to class or classes thereof Three Thousand Dollars, ($3,000.00), common stock.

5. Number of shares for each class and par value thereof. There shall be only one class of stock, and that is common, which shall be of the par value of ten dollars ($10.00) per share.

6. The period of existence (not to exceed fifty years) is 49 years.

7. The purpose for which it is created: Buying, selling, trading and otherwise dealing in new and used motorcycles, bicycles and automobiles, and all kinds of accessories for motorcycles, bicycles and automobiles, including buying and selling oils and gasoline, maintaining and operate a general repair business for said vehicles, and buying and selling every character of accesory and commodity necessary in the denomstration, buying, selling, operating and repairing of motorcycles, bicycles and automobiles, and doing all things incident to and 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:

Ben W. Barfield,
Nick Wilson,
R. S. McDonald,

Incorporators.

ACKNOWLEDGMENT

STATE OF ~~MISSISSIPPI~~ TEnnessee, County of Shelby.

This day personally appeared before me, the undersigned authority, Ben W. Barfield, Nick Wilson and R. S. McDonald, incorporators of the corporation known as the Jackson Harley-Davidson 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 12th day of December, 1936. (SEAL)

Lilian Folts,
Notary Public.

My commission expires 1-16-38

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged 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 Dec., 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., December 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 Jackson Harley-Davidson 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 Eighteenth day of December, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: December 19th, 1936

Surrendered by order of State Tax Commission, dated July 8, 1949. This July 9, 1949. Heber Ladner, Sec'y. of State

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

NAPOSI PLANTING COMPANY, INC

1. The corporate title of said company is Naposi Planting Company, Inc.
2. The names of the incorporators are: Garner W. Green, Sr., postoffice, Jackson, Mississippi; Lulah Turner, postoffice, Jackson, Mississippi; Mrs. Ora G. Milner, postoffice, Jackson, Mississippi.
3. The domicile is at Leland, Washington County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof The amount of the capital stock shall be Sixty Thousand Dollars ($60,000.00) divided into six hundred (600) shares, each fundamentally equal, with a par value of One Hundred Dollars ($100.00).

5. Number of shares for each class and par value thereof. There shall be six hundred (600) shares, each with a par value of One Hundred Dollars ($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 acquire lands, both within and without Mississippi, by purchase, lease, or otherwise, thereon to farm to the extent by law permitted; to operate commissaries, gins and other instrumentalities usually utilized in this business; and have such incidental powers as are requisite 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 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.

Garner Green, Sr.,
Lelah Turner,
Mrs. Ora B. Milner,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Garner W. W. Green, Sr., Lelah Garner, Mrs. Ora S. Milner,

incorporators of the corporation known as the Naposi Planting Company, Inc.

who acknowledged that ~~COXCX~~(they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 28th day of December, 193 6. (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 28th day of Dec., 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, MISS., December 28th, 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 Naposi Planting Company, Inc., is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty-eighth day of December, 193 6.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

December 29th, 1936.

This Corporation Limited and its Charter Surrendered to the State of Mississippi by a Deed of the Chancery Court of Washington County, Mississippi, this December 28, 1943. Certified Copy of said Deed filed in this office, this December 17, 1943. Walter Wood Secretary of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

CENTRAL AUTO SUPPLY CO.

1. The corporate title of said company is Central Auto Supply Co.

2. The names of the incorporators are: J. E. Donaldson, postoffice, Greenville, Mississippi; D. W. Mobley, postoffice, Greenville, Mississippi.

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof $25,000.00---common stock.

5. Number of shares for each class and par value thereof. 250 shares of 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 buy, sell, and own automobiles, automobile accessories, tires, batteries, radios, electrical equipment and accessories, including household appliances, refrigerators, etc., to buy, sell and own real estate and personal property of all kinds, to borrow money, and to perform all acts incident and necessary to the management of auto accessory and servicing business, and to act as agent for the purchase, sale and distribution of automobiles and accessories, and to maintain and establish various branch offices for the carrying on 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:
Ten shares.

J. E. Donaldson,
D. W. Mobley,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Washington.

This day personally appeared before me, the undersigned authority, J. E. Donaldson and D. W. Mobley,

incorporators of the corporation known as the Central Auto Supply Co.,

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 22nd day of December, 193 6. (SEAL)

Lucy 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 28th day of Dec., 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., Dec. 28, 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: E. R. Holmes, Jr., , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Central Auto 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 the Twenty-eighth day of December, 193 6

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

December 29th, 1936.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

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TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

NORWOOD MOTOR COMPANY

1. The corporate title of said company is Norwood Motor Company.
2. The names of the incorporators are: W. P. Brown, postoffice, Drew, Mississippi; T. E. Norwood, Postoffice, Ruleville, Mississippi; Margaret Brown, postoffice, Drew, Mississippi.
3. The domicile is at Ruleville, Sunflower County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Five Thousand Dollars ($5,000.00). Said stock to be with no par value. All common, with equal privileges, and each share to have equal voting powers, and to participate equally in the affairs of this corporation.

5. Number of shares for each class and par value thereof. There shall be issued one hundred shares of common stock, without 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, trade and traffic in automobiles, tractors, trucks, and all other motor vehicles of every kind and character. To buy, sell, and deal in all kinds of motor vehicle parts, appliances and accessories. To buy, sell, and deal in motor vehicle tires and tubes. To buy, sell and deal in motor oil, fuel oil, gasoline, and oil products of all kinds. To engage in the garage business and to repair and construct motor vehicles. To engage in the filling station business. The above businesses to be engaged in both wholesale and retail. To perform every legal act necessary to carry on the above business.
The rights and powers that may be exercised by this corporation, in addition to the foregoing, arethose conferred by Chapter 100, Code of Mississippi of 1930.

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

W. P. Brown,
Margaret Brown,
L. E. Norwood, Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
Couhty of Sunflower.

This dayx personally appeared before me, the undersigned authority in law in and for the county and state aforesaid, W. P. Brown, pne of the incorporators of the corporation known as the Norwood Motor 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 Decembet, 1936.

(SEAL) Ann Sklar, 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~~

~~ACKNOWLEDGMENT~~ ~~Incorporators.~~

STATE OF MISSISSIPPI, County of Sunflower.

This day personally appeared before me, the undersigned authority, in law in and for the county and state aforesaid, Margaret Brown, one of the incorporators of the corporation known as the Norwood Motor 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 18th day of December, 1936. (SEAL) Ann Sklar, Notary Public.

STATE OF MISSISSIPPI, County of Sunflower.

This day personally appeared before me, the undersigned authority, in law, in and for the county and state aforesaid, T. E. Norwood, one of the incorporators of the corporation known as the Norwood Motor 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 18th day of December, 1936. (SEAL) Ann Sklar, Notary Public

Received at the office of the Secretary of State, this the 22nd day of Dec., 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., December 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.

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 Norwood 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 the Twenty-eighth day of December, 1936.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded:

December 29th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Authorized pursuant to Section 15, Chapter 21, Laws of Mississippi 1934

The Charter of Incorporation of

TATE COUNTY MOTOR COMPANY

OCT 12 1933

1. The corporate title of said company is Tate County Motor Company.

2. The names of the incorporators are: M. P. Moore, postoffice, Senatobia, Mississippi; L. L. Welborn, postoffice, Senatobia, Mississippi; L. A. Lagrone, postoffice, Senatobia, Mississippi.

3. The domicile is at Senatobia, Misssissippi.

4. Amount of capital stock and particulars as to class or classes thereof : Five Thousand Dollars, capital stock, in shares of $100.00 each, all common stock, and each share entitled to one vote, in any election by the corporation.

5. Number of shares for each class and par value thereof. 50 shares of $100.00 each common stock 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 buy, sell, trade or repair automobiles, cars, trucks and all motor vehicles for cash or on credit and to take security for articles or material, work or labor furnished in selling or repairing all motor vehicles and to foreclose said security whether same be real or personal and to buy same at foreclosure sale.

To buy and sell all parts, accessories and equipment necessary to build or repair any and all motor vehicles or to be used by them in their operation. To buy and sell electric supplies and wiring of all kinds and for all 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: 30 shares shall be subscribed and paid for before the corporation may begin business and additional shares may be issued up to 50, thereafter deemed by the said corporation to be expedient or necessary.

M. P. Moore,
L. L. Welborn, M.D.
L.A.Lagrone,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Tate.

This day personally appeared before me, the undersigned authority, M. P. Moore, L. L. Welborn, and L. A. Lagrone,

incorporators of the corporation known as the Tate County 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 18th day of December, 1936, , 193

(SEAL)

J. H. Crow, 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 Dec., 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., December 28th, 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 Tate County 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 the Thirtieth day of December , 193 6.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

December 31, 1936.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
DELTA PRODUCTS COMPANY

1. The corporate title of said company is Delta Products Company.
2. The names of the incorporators are: John L. Feduccia, postoffice, Cleveland, Mississippi; J.C.Feduccia, postoffice Cleveland, Mississippi; L.O.Branyan, postoffice, Greenville, Mississippi; Walter Merritt, Jr., postoffice, Cleveland, Mississippi.
3. The domicile is at Cleveland, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $10,000.00 Capital Stock, Non Par Value, Common Stock.

5. Number of shares for each class and par value thereof. Four thousand (4000) shares of common stock, $2.50 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: This corporation is created for the manufacture, processing, packing, and sale to Wholesale and Retail trade the following products, articles, novelties, etc: Insecticides, of all kinds, particularly specializing in "Fly-Dope" and "X-Fly", spices, cereals, vinegars, coffees, teas, extracts, syrups and molasses, drugs, sundries, polishes of all kinds, toilet specialities, disinfectants, floor sweep, et cetera.

This corporation is empowered and authorized to own and acquire such real estate and personal property incidental to and that may be necessary for the operation and maintenance of the said corporation, and to dispose of such real and personal property as it might deem necessary to the best interest of the corporation; also the right and power to rent or lease any building or premises for the purpose of carrying on the business of the said 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:
Two thousand (2000) shares shall be subscribed and paid for before this corporation may begin business.

John L. Feduccia,
J. C. Feduccia,
Lawrence O. Branyan,
Walter Merritt, Jr.,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Bolivar.

This day personally appeared before me, the undersigned authority, John L. Feduccia, J. C. Feduccia and L. O. Branyan

incorporators of the corporation known as the Delta Products 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 December, 1936. (SEAL)

Jane Beasley, Notary Public.

STATE OF MISSISSIPPI, County of Bolivar.

This day personally appeared before me, the undersigned authority, Walter Merritt, Jr.,

incorporators of the corporation known as the Delta 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 29th day of December, 1936. (SEAL)

Jane Beasley, Notary Public

Received at the office of the Secretary of State, this the 31st day of Dec., 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., December 31st, 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 Products Company is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Thirty-first day of December, 1936.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: December 31, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

DICKSON DRUG COMPANY

1. The corporate title of said company is Dickson Drug Company.
2. The names of the incorporators are: Laurent Dickson, postoffice, Bay St. Louis, Miss.; Pearl H. Dickson, postoffice, Bay St. Louis, Miss.; Walter M. Featherstun, postoffice, 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 Five Thousand Dollars. All common stock (no preferred.)

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

1. To operate a drug store or stores.
2. To buy and to sell by wholesale or retail, or both, drugs, patent medicines, toilet articles, novelties, sundries, hardware, refreshments, soft drinks, prepared and unprepared food, tobacco, cigars and cigarettes and all other goods, wares and merchandise generally bought for and sold in a modern drug store.
3. To rent, buy, own, sell, exchange and mortgage real estate and personal property necessary and incidental in connection with its business.
4. To compound physicians prescriptions, and prepare formulas.

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 common stock.

Laurent Dickson,
Pearl B. Dickson,
Walter M. Featherstun,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hancock.

This day personally appeared before me, the undersigned authority, Laurent Dickson, Pearl B. Dickson, Walter M. Featherstun,

incorporators of the corporation known as the Dickson Drug Company,

who acknowledged that ~~the~~ (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 31st day of December, 1936. (SEAL)

L. B. Capdepon, J. P.,
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 1st day of Jany, A.D., 1937, 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 2nd, 1937.

I have examined this charter of 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 Dickson Drug Company is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Fourth day of January, 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

January 4, 1937.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

5/17/46.

The Charter of Incorporation of

CRYSTAL SPRINGS LUMBER COMPANY

1. The corporate title of said company is Crystal Springs Lumber Company.
2. The names of the incorporators are: T. A. Huntington, postoffice, Hazlehurst, Mississippi; Newton Caldwell, postoffice, Hazlehurst, Mississippi; G. W. Roll, 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 $30,000.00 Capital Stock, all common stock.

5. Number of shares for each class and par value thereof. 300 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 own and to operate, wholesale and retail lumber yards and to buy and sell both wholesale and retail lumber and timber products and builder's supplies and materials, and to buy, sell and trade in lumber, timber products, and all materials used in construction of buildings or other structures. To buy, own, occupy, use, lease, rent and sell real estate and personal property, which may be deemed desirable for the conduct of the aforesaid business. To buy, own, and sell growing and standing timber or timber lands. To lend money, to take notes and bills receivable and securities. To own and to operate saw-mills, planers and other wood working and manufacturing machinery. To do and to perform all matters which may be incidental or desirable to the owning and operation of saw-mills and other wood manufacturing plants and lumber yards, and to the buying and selling of lumber, timber products and building material at wholesale and retail.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 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 the par value of $100.00 each.

T.A.Huntington,
Newton Caldwell,
G. W. Roll,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Copiah.

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

incorporators of the corporation known as the Crystal Springs 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 4th day of January, 193 7. (SEAL)

Bessie Mae 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 5th day of Jan., A.D., 1937, 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., January 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 Crystal Springs 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 the Fifth day of January, , 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: January 6, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

PICAYUNE STEAM LAUNDRY

1. The corporate title of said company is Picayune Steam Laundry, Inc.
2. The names of the incorporators are: J. F. Bevis, postoffice, Picayune, Mississippi; G. E. Mullens, postoffice, Picayune, Mississippi; A. J. Read, postoffice, Picayune, Mississippi.
3. The domicile is at Picayune, 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. 100 shares at $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: Laundry work, pressing, dry cleaning and dyeing.

This corporation dissolved by decree of the Chancery Court of Pearl River County, Miss., rendered February 24th, 1938, in cause therein pending styled Ex Parte Picayune Steam Laundry, et als, and numbered 3448, on the General Docket of said Court.
Certified copy of said decree filed here Feb. 28, 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 of 1930.

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

J. F. Bevis, President.
G. E. Mullens, Vice-Pres.
A. J. Read, Secty & Treas.

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Pearl River.

This day personally appeared before me, the undersigned authority, J. F. Bevis, G. E. Mullens and A. J. Read,

incorporators of the corporation known as the Picayune Steam Laundry

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 7.

N. S. Page, Notary Public.
My commission expires August 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 6th day of Jan., A.D., 19 37, 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 5th, 193 7.

I have examined this charter of 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 Picayune Steam Laundry, Inc.,

is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Sixth day of January, 193 7/

By the Governor:

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

Recorded: January 7th, 1937

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FOR AMENDMENT SEE BOOK 28 PAGE 107-110

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

REALTY INVESTMENT CORPORATION

1. The corporate title of said company is Realty Investment Corporation.
2. The names of the incorporators are: W. L. Hammer, postoffice, Jackson, Mississippi; B. C. Ricketts, postoffice Jackson, Mississippi; V. D. Shaw, postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi (Hinds County).
4. Amount of capital stock and particulars as to class or classes thereof The amount of capital stock is $10,000.00, all of which is common stock.
5. Number of shares for each class and par value thereof. The number of shares is one hundred (100), and the par value of each share 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 negotiate loans, lend money, accept, endorse, discount, buy, sell and deal in stock, bonds, notes, debentures and other negotiable instruments and securities; to acquire, own, improve, manage, develop, lease, mortgage, sell, dispose of and otherwise deal in and with property of all kinds in any manner and to any extent not prohibited by law; to act in making loans either on its own account or as a broker or agent for others. Nothing herein contained shall be construed as conferring upon the corporation the right to do a banking business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 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 the stock (common) of the corporation shall be subscribed and paid for before the corporation may begin business.

W. L. Hammer,
B. C. Ricketts,
V. D. Shaw,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, W. L. Hammer, B. C. Ricketts, and V. D. Shaw,

incorporators of the corporation known as the Realty Investment Corporation

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~(their) act and deed on this the 8th day of January, 1937, , 193 (SEAL)

Eva Farlow,
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 Jany, A. D., 1937, 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 8th, 1937.

I have examined this charter of 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 Realty Investment Corporation is hereby approved.

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

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: January 9th, 1937.

Suspended By State Dept Commerce 6/10/53 as authorized By Section 15, Chapter 181 Laws of 1934 as Amended.
Helen Lodner
Secy of State

Seal affixed, impression not found. Re-issued Jul 1 1946 Seal affixed, impression not found. Re-issued July 1 1946 Seal affixed, impression not found.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

1. The corporate title of said company is Greenwood Leflore Trading Co., Inc.
2. The names of the incorporators are: A. J. Topps, postoffice, Greenwood, Mississippi; W. S. Moore, postoffice, Greenwood, Mississippi; L. E. Daniels, postoffice, Greenwood, Mississippi.
3. The domicile is at Greenwood, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Five Thousand ($5,000.00) Dollars. All common stock.

5. Number of shares for each class and par value thereof. One Thousand (1000) shares; par value $5.00 each.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To carry on a general mercantile business, including the buying and selling of lumber and materials and sup lies used in the construction of buildings; to operate a drug store and/or filling station; to buy and sell cotton; to buy and sell realx Estate to the extent provided by law; to conduct farming operations to the extent provided by law; to grow and/or manufacture all or any part of the goods, wares and merchandise the corporationx may deal in; to borrow money and execute notes or security therefor; to loan money and take notes and secur ty 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 of 1930.

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

250 shares of common stock.

W. S. Moore,
A. J. Topps,
L. E. Daniels,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Leflore

This day personally appeared before me, the undersigned authority, W. S. Moore, A. J. Topps and L. E. Daniels,

incorporators of the corporation known as the Greenwood Leflore Trading 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 22nd day of December, 193 6. (SEAL) Warner 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 5th day of Jan., A.D., 19 37 together with the sum of $ 20 deposited to cover the recording fee, and referred to the Attorney General for his opinion. WALKER WOOD, Secretary of State.

JACKSON, MISS., January 5th, 193 7.

I have examined this charter of 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 Greenwood Leflore Trading Co., Inc., is hereby approved.

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

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded:
January 7th, 1937.

Filed this date January 21, 1937, for certificate of Secretary of State of Mississippi, etc. This January 28, 1937. Warren Wood, Secy of State, by [illegible]

Filed this date January 21, 1937, for certificate of Secretary of State of Mississippi, etc. This January 28, 1937. Warren Wood, Secy of State, by [illegible]

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

McCLAIN-HAYS FUNERAL SERVICE, INC.

1. The corporate title of said company is McCLAIN-HAYS FUNERAL SERVICE, INC.

2. The names of the incorporators are: Jack Allan McClain, postoffice, Philadelphia, Miss.; Sharp Williams Banks, postoffice Philadelphia, Miss.; Jethro Holland, postoffice, Philadelphia, Miss.; Willard Hays, Postoffice, Philadelphia, Miss.; Frank P. Folmar, Jr., postoffice, Philadelphia, Miss.

3. The domicile is at Philadelphia, Neshoba County, State of Mississippi.

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

There shall be 5000 shares of Preferred Stock and no par value.
There shall upon the organization of the corporation be any common stock.
The sale price of this stock is not to exceed one ($1.00) per share.

5. Number of shares for each class and par value thereof. There shall only be 5000 shares of preferred stock at no par value.

6. The period of existence (not to exceed fifty years) is The incorporators ask that the period of existence be for a period of fifty years.

7. The purpose for which it is created:

That this corporation be granted the power to own, operate, sell, exchange and hold a funeral company to be allowed to operate as other similar corporations, and to exchange, sell, buy, hold, monuments, and burial garments, and caskets and vaults and all those instruments which are used in the preparing of a body for burial; to also own, buy, sell, exchange, etc., hearse, ambulance, and all rolling equipment, and tents and lowering instruments needed. Also to buy, sell, exchange, rent, hold or dispose of any personal or real property which is not contrary to do so with the state laws. The right and privilege to embalm human bodies, and to sell ambulance and hearse service at any and all time during the life 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:

There shall be 4001 subscribed and paid for before this corporation may begin business.

Jack Allan McClain,
Sharp Williams Banks,
Jethro Holland,
Willard Hays,
Frank P. Folmar, Jr.,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Neshoba.

This day personally appeared before me, the undersigned authority, Jack Allan McClain, Sharp Williams Banks, Jethro Holland, Willard Hays, Frank P. Folmar, Jr.,

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 9 day of January, 193 7.

(SEAL)

C.V.Welsh,
Clerk of the Police Court, Philadelphia, 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 11th day of Jany, A. D., 19 37 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, 193 7.

I have examined this charter of 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. M. Pierce, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of McLain-Hays Funeral Service, Inc.,

is hereby approved.

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

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: January 11th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

PORT GIBSON IMPLEMENT COMPANY

1. The corporate title of said company is Port Gibson Implement Company.

2. The names of the incorporators are: E. B. Barland, postoffice, Barland, Mississippi; H. E. Barland, postoffice, Port Gibson, Mississippi; O. W. Easley, postoffice, Port Gibson, Mississippi.

3. The domicile is at Port Gibson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof The amount of the capital stock shall be ten thousand dollars ($10,000.00), all of which shall be common stock.

5. Number of shares for each class and par value thereof. one hundred (100) shares, of the par value of one hundred dollats ($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 and sell farm implements, machinery and other merchandise; to buy and sell personal property of any kind, and in the course of its business to acquire real and personal property; to acquire real estate pertinent to its corporate purposes, and to dispose of the same.

This corporation dissolved and its charter surrendered by the State of Mississippi by a decree of the chancery of Claiborne County, Mississippi, dated 2-8-1947. certified copy of said decree filed this march 28, 1947. Walker Wood, Secy. 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: Twenty-five (25) shares of common stock of the par value of one hundred dollars ($100.00) each.

E. B. Barland,
O. W. Easley,
H. E. Barland,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Claiborne.

This day personally appeared before me, the undersigned authority, E. B. Barland, H. E. Barland and O. W. Easley,

incorporators of the corporation known as the Port Gibson 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 6th day of January, 193 7. (SEAL)

R. D. Gage, Jr.,
Notary Public,
Claiborne County, Miss.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the 8th day of Jany , A. D., 1937, 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 9th, 193 7.

I have examined this charter of 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 Port Gibson Implement Company is hereby approved.

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

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

January 11, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MEMPHIS JUNIOR CAMP, INC.

1. The corporate title of said company is Memphis Junior Camp, Inc.
2. The names of the incorporators are: Dr. W. R. Atkinson, postoffice, 828 Charles Place, Memphis, Tenn.; Edward P. Russell, postoffice, 1800 Exchange Bldg., Memphis, Tenn.; Cooper Turner, Jr., postoffice, 1800 Exchange Bdlg., Memphis, Tenn.
3. The domicile is at Olive Branch, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof One Hundred (100) shares of common stock with a par value if One Hundred ($100.00) Dollars per share.

5. Number of shares for each class and par value thereof. Only one class--common stock with a par value of One Hundred ($100.00) Dollars a share.

6. The period of existence (not to exceed fifty years) is forty years.
7. The purpose for which it is created: To own an operate a boys' camp and do all acts incidental thereto; in particular to construct, own and maintain a swimming pool, lakes, camping houses and other camp facilities for the physical development and comfort of boys, as well as to further their training in mental, educational and religious directions; and to provide an environment for their cultural and general welfare; to own such land, camping and incidental equipment necessary to fully enjoy and do the things herein recited.

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 at One Hundred ($100.00) Dollars each, that is One Thousand ($1,000.00) Dollars.

Dr. W. R. Atkinson,
Edward P. Russell,
Cooper Turner, Jr.,

Incorporators.

ACKNOWLEDGMENT

STATE OF ~~MISSISSIPPI~~ TENNESSEE County of Shelby,

This day personally appeared before me, the undersigned authority, Dr. W. R. Atkinson, Edward P. Russell and Cooper Turner, Jr.,

incorporators of the corporation known as the Memphis Junior Camp, Inc.,

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 11th day of January, 193 7.

(SEAL)

M. K. Marcheldon,
Notary Public.
My commission expires July 21, 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 12th day of January, A. D., 1937, 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 13th 193 7

I have examined this charter of 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 Memphis Junior Camp, Inc.,

is hereby approved.

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

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:
January 14, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

South Mississippi Investment Company

1. The corporate title of said company is South Mississippi Investment Company

2. The names of the incorporators are: H. H. Fuller, postoffice, Laurel, Mississippi; J. M. Williams, Laurel, Mississippi.

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

4. Amount of capital stock and particulars as to class or classes thereof $25000.00 divided into (250) two hundred fifty shares of $100.00 each, all of said shares being of the same class and with the same privileges.

5. Number of shares for each class and par value thereof. Two hundred fifty shares of common stock.

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

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

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 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 65 shares of its capital stock have been subscribed and paid for, either in cash or property worth at least the total amount of the par value of said number of shares.

H. H. Fuller,
J. M. Williams,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jones.

This day personally appeared before me, the undersigned authority, H. H. Fuller and J. M. Williams,

incorporators of the corporation known as the South Mississippi Investment 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 day of Jan. 12, 1937, 193 (SEAL) D. P. Granberry, 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 Jany, A.D., 1937, 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 14th, 193 7.

I have examined this charter of 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 South Mississippi Investment Company is hereby approved.

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

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: January 15th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MISSISSIPPI LABOR JOURNAL

1. The corporate title of said company is Mississip i Labor Journal.
2. The names of the incorporators are: T. M. Freeman, postoffice, Gulfport, Miss.; Will Harriss, postoffice, Gul fport, Miss.
3. The domicile is at Gulfport, Miss.
4. Amount of capital stock and particulars as to class or classes thereof Amount of capital stock is $5,000, represented by 500 shares of common stock of the par value of $10.00 each. All shares of stock enjoying the same privileges and rights in the corporation with voting power, etc.

5. Number of shares for each class and par value thereof. 500 shares of the par value of $10.00 each all common stock with equal rights and privileges to all holders of the same.

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: To own, publish, circulate, and distribute a newspaper or newspapers; to rent, lease. or own or control printing presses and other printing equipment necessary to print and publish a newspaper or newspapers; to rent, own, or control buildings and property necessary for the operation of the printing and circulating of a newspaper or newspapers; to lease, own, or control printing shops to do job printing business as well as printing newspapers; to rent, own, or control such delivery trucks and vehicles as may be necessary to deliver and distribute the said newspapers or other publications; to lease, own, or control such real estate as may be neceassary to carty on its business and to do any and all things necessary, proper and legal to carry on its business of printing and distributing newspapers, leaflets, circulars, and to do a general job printing business, all to be in conformity with the laws of the United States of America and of the State of Mississippi.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 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:

75 shares of the common stock that being the only class of stock the corporation will offer for sale, must be subscribed and paid for before the corporation will begin business.

T. M. Freeman,
Will Harris,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, T. M. Freeman and Will Harris,

incorporators of the corporation known as the Mississippi Labor Journal,

who acknowledged that (~~xx~~) (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 7. (SEAL)

H. H. Jones,
Notary Public.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

Received at the office of the Secretary of State, this the 15th day of January A. D., 19 37, 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 15th, 193 7.

I have examined this charter of 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 Labor Journal,

is hereby 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 Fifteenth day of January , 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:
January 15th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

JACKSON BUILDERS SUPPLY CO.

Chapter 15, Laws of Mississippi 1931

FED 7 - 1945

1. The corporate title of said company is Jackson Builders Supply Co.

2. The names of the incorporators are: W. C. Ward, Postoffice, Jackson, Mississippi; Mrs. Eula L. Ward, postoffice, Jackson, Mississippi; Thomas I. Via, postoffice, Jackson, Mississippi.

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Six Thousand ($6,000.00) Dollars Common Stock.

5. Number of shares for each class and par value thereof. Sixty (60) shares of 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 buy and sell at wholesale and retail lumber, hardware, brick, stone, sand, lime, cement, roofing, paints, and all other building supplies and requisites, and all other kinds of materials and merchandise; to purchase, take in exchange, or otherwise acquire lands and buildings, and any estate or interest in, and any rights connected with, any such lands and buildings; to develope and improve any lands and buildings acquired by, or in which the company is interested, and in particular same for building purposes, constructing, decorating, repairing, and improving buildings, and by advancing money to and entering into contracts and arrangements of all kinds of builders, contractors and others; to sell real estate for cash or credit; to lend money with or without security to such persons and upon such terms and conditions as the company may think fit; to borrow money and execute evidences of indebtedness; to execute mortgages, deeds of trust and other instruments pledging the corporate assets in payment of indebtedness; and to do all things incidental to the foregoing powers 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:
Twenty (20) shares of common stock.

Mrs. Eula L. Ward,
W. C. Ward,
Thos. I. Via,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, W. C. Ward, Mrs. Eula L. Ward and Thomas I. Via,

incorporators of the corporation known as the Jackson Builders Supply Co.,

who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the 2nd day of October, 1936. (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 5th day of Oct., A. D., 19 36 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., October 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 Jackson Builders 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 the Fifth day of October, 193 6.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:
Oct. 5th, 1936.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MOUND BAYOU VOCATIONAL COMMUNITY FAIR ASSOCIATION.

1. The corporate title of said company is Mound Bayou Vocational Community Fair Association.
2. The names of the incorporators are: C. L. Gibson, Teacher, postoffice, Mound Bayou, Mississippi; Alex Welch, Jr., Postoffice, Mount Bayou, Miss.; W.M.Brown,postoffice,Box 225,Mound Bayou,Miss.;Henry Cooper, Mound Bayou, Miss.
3. The domicile is at Mound Bayou, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof None.

This corporation shall issue no shares of stock, shall divide no dividends or profits among 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 liability against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors. This application is made by the incorporators mentioned above pursuant to a resolution adopted by the members of the association in Mound Bayou Vocational Community Fair Association, an unicorporated association at Mound Bayou, Miss., in regular and legal session held prior thereto, directing the incorporators above to apply for this charter, the said resolution being recorded in the minutes of said meeting.

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

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 operate, contract for, carry on, conduct and direct, as proprietor, owner, lessor and/or contractor, County and Community Fairs for the purpose, substantially, of fostering and improving County and Community interests in every way possible.

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. L. Gibson, (Teacher)
Alex Welch, Jr.,
W. M. Brown,
Henry Cooper,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Bolivar.

This day personally appeared before me, the undersigned authority, C. L. Gibson, Alex Welch, Jr., W. M. Brown, Henry Cooper,
incorporators of the corporation known as the Mound Bayou Vocational Community Fair Association
who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as ~~XXX~~ (their) act and deed on this the 12 day of October, 1936. (SEAL)

B. A. Green,
Mayor Town of Mound Bayou, 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 14th day of Oct., 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., October 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 Mound Bayou Vocational Community 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 the Sixteenth day of October, 193 6.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

October 16th, 1936

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

New Biloxi Hospital

1. The corporate title of said company is New Biloxi Hospital.

2. The names of the incorporators are: John J. Kennedy, postoffice, Biloxi, Mississippi; E. E. Moore, postoffice, Biloxi, Mississippi; D. L. Hollis, postoffice, Biloxi, Mississippi.

3. The domicile is at Biloxi, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof One Thousand Dollars ($1,000.00) consisting of One Thousand (1,000) shares of common stock of the par value of $1.00 pershare.

5. Number of shares for each class and par value thereof. One Thousand (1,000) shares of common stock of the par value of $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: To own, operate and control a hospital and sanitarium for the medical treatment of sick and suffering persons of Harrison and adjacent counties, treating free those indigent persona unable to pay. To use any and all proceeds arising from the treatment of patients for the relief of the sick poor and for the conduct of a nurses training school, wherein will be trained in the profession of nursing such worthy young women of Harrison and adjacent counties, as may be selected by the Board of Trustees of said hospital. To give diplomas and certificates of merit to said youn women in accordance with the laws of Mississippi.

The first meeting of the organizers, stockholders or persons in interest may be held at any time or place in the City of Biloxi upon five days notice in writing preceding said meeting being given to each of said persons, or said persons may, in writing, waive said notice.

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.

E. E. Moore,
D. L. Hollis,
Jno. J. Kennedy,

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, John J. Kennedy, E. E. Moore, and D. L. Hollis,

incorporators of the corporation known as the New Biloxi Hospital,

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 October, 1936. (SEAL)

A. S. Greenflo,
Notary Public.

My commission expires March 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 15th day of Oct., 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., Oct. 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 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 New Biloxi Hospital is hereby 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 Sixteenth day of October, 1936.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

October 16th, 1936

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

McGUIRE ICE COMPANY

1. The corporate title of said company is McGuire Ice Company.
2. The names of the incorporators are: Tyson McGuire, postoffice, Tupelo, Mississippi; Louis McGuire, postoffice, Tupelo, Mississippi; Mrs. Vivian Vaughn, postoffice, Columbus, Mississippi.
3. The domicile is at Tupelo, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Fifteen Hundred Dollars.

5. Number of shares for each class and par value thereof. 3 shares of $500.00 each.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To manufacture and sell ice either at retail or wholesale, and to do any and all things necessary and incident to carrying on 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: Three (3) shares.
Tyson McGuire,
Louis McGuire,
Mrs. Vivian Vaughn,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lee.

This day personally appeared before me, the undersigned authority, Tyson McGuire and Louis McGuire

incorporators of the corporation known as the McGuire Ice 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

day of October , 1936. (SEAL)

J. H. Merritt,
Notary Public.

My commission expires July 1, 1940.

STATE OF MISSISSIPPI, County of Lowndes.

This day personally appeared before me, the undersigned authority, Mrs. Vivian Vaughn

incorporators of the corporation known as the McGuire Ice 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 12th

day of October , 193 6. (SEAL)

A. B. Lawrence,
Notary Public.

Received at the office of the Secretary of State, this the 3rd day of Oct. , 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., October 3rd, 1936 193

I have examined this charter of 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 McGuire Ice 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 Fifth day of October , 193 6.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: October 5th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SOUTH MISSISSIPPI PETROLEUM CORPORATION

1. The corporate title of said company is "South Mississippi Petroleum Corporation."

2. The names of the incorporators are: Ira H. Larr, Meridian, Mississippi; Bill Birres, Purvis, 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), consisting of ten thousand shares of Common Stock of the par value of One Dollar ($1.00)per share.

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) 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, own, acquire oil and gas leases and mineral rights, and real estate, and to buy, sell, own, rent and acquire drilling rigs, machinery and equipment for the purpose of drilling oil and gas wells; to own, acquire and operate right-of-ways, stations and pipe lines; to sell, lease, convey oil and gas leases, mineral rights and other real estate; to explore and determine the location of oil, gas and other minerals; to deal in gas, oil, sulphur and other minerals; to own and operate commissaries and stores in connection with the said business; to do a general oil and gas business and to have all the powers necessary to drill, refine, own, operate and manufacture and sell, either retail or wholesale, oil, gas, gasoline and other minerals and petroleum 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:
Five Thousand (5,000) shares of common stock.

Bill Birres,
Ira H. Larr,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Ira H. Larr and Bill Birres

incorporators of the corporation known as the South Mississippi Petroleum Corporation,

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 Jnauary, A. D. , 193 7. (SEAL)

Marie Bourgeois,
Notary Public.

My commission expires 3-1-38.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged 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 15 day of Jany , A.D., 19 37 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 15th 193 7

I have examined this charter of 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 South Mississippi Petroleum Corporation is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Fifteenth day of January , 193 7

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:
January 15th, 1937

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE ORALAX COMPANY

1. The corporate title of said company is The Oralax Company.
2. The names of the incorporators are: Dr. H. J. Burnham, Postoffice--Jackson, Mississippi; L. S. Parsons, Postoffice--Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof

Twenty-seven thousand ($27,000.00) Dollars, all common.

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

One thousand and eight (1080) shares of the par value of twenty-five ($25.00) dollars.

6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created:

To manufacture, sell at wholesale and retail mouth-wash, tooth paste, tooth brushes, and articles and goods of similar kind and nature; to acquire formulae and obtain patents and copywrights in connection with said business; to purchase and own real and personal property as may be necessary to conduct said business or which may be beneficial to 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 corporation may begin business after at least 200 shares of the said stock shall be paid for in cash, 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.

Dr. H. J. Burnham,
L. S. Parsons
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, in and for said county and state, Dr. H. J. Burnham and L. S. Parsons incorporators of the corporation known as The Oralax 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, , 1937. (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 15th day of Jany., , A. D., 1937, together with the sum of $64.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

WALKER WOOD, Secretary of State.

JACKSON, MISS., Jan. 15th, 1937.

I have examined this charter of 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 The Oralax 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 fifteenth day of January, , 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: January 16, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THOMAS WHOLESALE COMPANY

1. The corporate title of said company is Thomas Wholesale Company.
2. The names of the incorporators are: W. R. Thomas, postoffice, Jackson, Miss.; E. C. Thomas, postoffice, Hackson, Miss.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Five Thousand Dollars Common Stock, $25.00 Par Value.

5. Number of shares for each class and par value thereof. Two Hundred Shares Par Value Twenty-Five Dollars each, there being but one class or stock.

6. The period of existence (not to exceed fifty years) is fifty.
7. The purpose for which it is created: To buy and sell, at wholesale, and retail all classes and types of merchandise commonly bought and sold by general merchandise stores. To buy, sell, rent or lease such real estate as may be necessary to the conduct of the business, and to operate branch stores at such points as may be desired.

Date of Publication, Charter Book, Page ... in this office April 8 1937 Feb. 23rd 1937
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:
Forty shares common stock.

W. R. Thomas,
E. C. Thomas,

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, for the County and state aforesaid, W. R. Thomas and E. C. Thomas,

incorporators of the corporation known as the Thomas Wholesale Company

who acknowledged that ~~xxx~~ (they) signed and executed the above and foregoing articles of incorporation as (h~~xx~~ (their) act and deed on this the 16~~th~~ day of January, , 193 7.

(SEAL) Roy Arnold,
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 Jany , A.D., 19 37 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 19th, 193 7.

I have examined this charter of 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 Thomas Wholesale Company, 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 the Twentieth day of January , 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

John Culkin
H~~xxxxxxxxx~~
Acting Governor.

Recorded:

~~Walker~~ January 20th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Charley Cockrell American Legion Post #93 Fair Association

1. The corporate title of said company is Charley Cockrell American Legion #93 Fair Association

2. The names of the incorporators are: O. J. Biglane, postoffice, Magee, Miss.; W. A. May, postoffice, Magee, Miss.; T. A. Meadows, postoffice, Magee, Miss.

3. The domicile is at Mendenhall, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: None. They shall issue no shares of stock, shall divide no dividends or profits among their 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 application for charter of the aforesaid Fair Association is made pursuant to a resolution adopted by the above mentioned Charley Cockrell American Legion Post #93, which was attended by a majority of the members of said Post and said resolution was adopted by the unanimous vote of the members attending said meeting., the incorporators shown above being designated in said resolution to apply for this charter, and said resolution was duly entered, and is now recorded, on the minutes of said American Legion Post No. 93.

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 conduct, supervise, arrange for, and operate a County and/or Community Fair, contract with persons, associations or corporations for shows, exhibits, actors, troupes and/or performers to show at such fairs or fairs, and to do any and all things necessary or incidental in the promotion, conduct and management and supervision of such fair or fairs, all to the end that the fair or fairs will redound to the betterment of the County, or Community in which the same may be held.

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:

O. J. Biglane,
W. A. May,
T. A. Meadows,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Simpson.

This day personally appeared before me, the undersigned authority, O. J. Biglane, W. A. May and T. A. Meadows,

incorporators of the corporation known as the Charley Cockrell American Legion Post # 93 Fair Association

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 31 day of October, 1936. (SEAL)

A. E. Kennedy,
Mayor, Magee, 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 31st day of October, 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., October 31st, 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 Charley Cockrell American Legion Post #93 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 the 31st day of October, 1936.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

January 21, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

WATER VALLEY FUNERAL HOME, INC.

1. The corporate title of said company is Water Valley Funeral Home, Inc.

2. The names of the incorporators are: Mrs. Mildred Douglass, postoffice, Oxford, Mississippi; Mrs. Ruth Garner, postoffice, Grenada, Mississippi; Mr. J. R. McLarty, postoffice, Water Valley, Mississippi.

3. The domicile is at Water Valley, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: The capital stock of the corporation is Forty-Five Hundred Dollars ($4500.00), all common stock.

5. Number of shares for each class and par value thereof. The number of shares shall be Forty-five (45) of the par value of One Hundred Dollars ($100.00) each all common stock aggregating forty five hundred dollars ($4500.00)

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

7. The purpose for which it is created: This corporation is created for the purpose of operating and conducting a general undertaking establishment and Funeral Home and it is authorized and empowered to prepare bodies of human beings for burial and to bury them, it may employ one or more embalmers who have been duly licensed under the laws of Mississippi to practice their profession and calling, and through and by virtue of such embalmers may carry on the business of embalming bodies of human beings, it may own, use, buy and sell all goods, wares, and merchandise, furniture, fixtures, tools, machinery, hearse, and other vehicles, implements and equipment of every kind and description necessary or convenient in operating said establishment and home, and said corporation may own or lease a building or buildings in which to carry on the business herein set forth and in which funerals of deceased persons may be conducted and in which bodies of deceased persons are kept and preserved until their burial, and may employ such persons as may be necessary to assist in the management of and carrying on the business aforesaid.

Said corporation may also own or lease and operate an Ambulance for public use for hire in connection with said funeral home.

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 may begin business when as much as Forty-five (45) shares of stock of the par value of One Hundred Dollars ($100.00) each shall be subscribed and paid for.

Mrs. Ruth Garner,
Mrs. Mildred Douglass,
J. Robt. McLarty,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Grenada.

This day personally appeared before me, the undersigned authority, Mrs. Ruth Garner, one of the incorporators of the corporation known as the Water Valley Funeral Home, Inc., who acknowledged that ~~(he)~~ she ~~signed~~ and executed the above and foregoing articles of incorporation as ~~his~~ her act and deed on this the 11th day of January, 1937. (SEAL)

W. K. Huffington, Notary Public.
My commission expires Jan. 11, 1938.

STATE OF MISSISSIPPI, County of Lafayette.

State of Mississippi,
County of Yalobusha.

This day personally appeared before me, the undersigned authority J. R. McLarty, one of the incorporators of the corporation known as the Water Valley Funeral Home Inc., 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 January, 1937. (SEAL)

Mai M. Dermott, Notary Public.

deposited to cover the recording fee, and ...

JACKSON, MISS., January 19th, 193 7.

I have examined this charter of 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 Water Valley Funeral Home Inc., Water Valley, 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 the Twentieth day of January, 1937~~xxx~~, 193~~8~~

By the Governor:

WALKER WOOD, Secretary of State.

John Culkin,
~~HUGH WHITE,~~
Acting Governor.

Recorded:

Jan. 20th, 1937.

His Corporation Disolved And its charter surrendered to the State of Mississippi by a decree filed in this Office, this August 4th, 1945. Certified Copy of said decree filed in the Chancery Court of Yalobusha County, Mississippi, Dec. 2, 1945.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

GREEN BROTHERS GRAVEL COMPANY

1. The corporate title of said company is Green Brothers Gravel Company, Incorporated.
2. The names of the incorporators are: John B.Green,postoffice,Lexington,Mississippi;Heyward Green,postoffice, Lexington,Mississippi;H.G.LaDouceur,postoffice,Lexington,Mississippi;Leon Vessier,postoffice, Lexington, Mississippi.
3. The domicile is at Lexington, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Ten Thousand Dollars ($10,000.00) to be paid in money and/or personal property. 100 shares par value $100.00 each.
5. Number of shares for each class and par value thereof. 100 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 mine, dig, dredge, processm store, sell, and purchase gravel and sand and other personal property; purchase, sell, rent, lease, mortgage and otherwise acquire, purchase, and/or sell real and personal property and engage in and operate general sand and gravel and/or road and building material, business of every kind and character. To hire, rent, lease, purchase, sell, mortgage sand and gravel machinery and equipments, automobiles, trucks, and gravel and sand deposits, make leases and contracts for gravel and sand deposits, mines and lands. To make and enter into contracts, to produce processm transport, buy, and sell gravel and sand and other road and building materials, rock and mineral deposits and lands containing the same. To make and enter into contracts for building and maintaining railroad spurs and switch tracks and rights of way and material therefor. To build, construct, operate, transfer, move personal property and equipment from place to place and establish and operate sand and gravel plants in and/or all counties in Mississippi and in other states of the Union. To buy and sell and mortgage real estate, not to exceed statutory limit of agricultural lands, and to erect buildings thereon for use, sale, or rent, to borrow and loan money and purchase and sell bonds, notes, securities, and commercial paper, and to do and perform all other things not inconsistent withthe purposes of this charter. To build, construct, and maintain highways, streets, roads, culverts, bridges, and other highway structures, and to take, make and/or sub-let contracts therefor for work and/or material therefor.

and amendments 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:
Said corporation may begin business when $5,000.00 in stock is subscribed and paid for in money and/or personal property.

John B. Green,
Heyward Green,
H. G. LeDouceur,
Leon J. Vessier,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Holmes.

This day personally appeared before me, the undersigned authority, John B. Green, Heyward Green, H. G. LeDouceur, and Leon Vessier, incorporators of the corporation known as the Green Brothers 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 23rd day of January, 193 7. (SEAL)

Lelia Stanbury,
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 Jany, A. D., 1937, 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 25th 1937.

I have examined this charter of 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 Green Brothers 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 the twenty-fifth day of January, 193 7

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: January 26th, 1937.

Corporation dissolved by rights, charter surrendered to the State of Mississippi by resolution of the Chancery Court of Holmes County, Miss. on March 24, 1941. Certified copy of said decree filed in this office, this 24, 1941. Walker Wood, Secretary of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

...of Publication, Showing publication made on Jan 28 1937
...office Jany 28 37 Walker Wood, Secretary of State

The Charter of Incorporation of

GENERAL AUTO & TRUCK COMPANY

1. The corporate title of said company is General Auto & Truck Company.
2. The names of the incorporators are: Harry W. Hutchins, postoffice, Jackson, Miss.; C. E. Hutchins, post-office, Jackson, Miss.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Capital stock is Twenty Five Thousand ($25,000.00) Dollars, being Two Hundred and Fifty (250) 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. Two Hundred and Fifty 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: A. To buy, sell, hold, own, and otherwise deal in at wholesale and retail the following, including parts, accessories and supplies of every description necessary therefor, to-wit: Motor vehicles, trailers, tractors, road machinery, aeroplanes, radio and refrigerating apparatus, and to own and operate facilities for the sale, purchase, storing and servicing of same.

B. To buy, own, hold, sell, and hypothecate and otherwise deal in negotiable paper of every kind and description and to buy, own, hold, hypothecate and dispose of, stock in any non-competing corporation and to buy and sell any other personal property, choses in action necessary and proper for the carrying on of said business.

C. To buy, hold, own, lease, mortgage, hypothecate or otherwise deal in, acquire, and sell or dispose of real property and personal property of every kind and description, advantageous for the carrying on of the business of the corporation, so long as not contrary to law.

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:

Fifty shares of the common stock.

Harry W. Hutchens,
Clarence E. Hutchins,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Harry W. Hutchins and C. E. Hutchins,

incorporators of the corporation known as the General Auto & Truck 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 January , 193 7. (SEAL)

B. Lloyd Rainey,
Notary Public.
My commission Expires August 6, 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 26 day of Jany , A. D., 19 37 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 26th, 193 7.

I have examined this charter of 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 General Auto & Truck 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 Twenty-sixth day of January , 193 7.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

January 27th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

DYE & MULLINGS, INCORPORATED

1. The corporate title of said company is Dye & Mullings, Incorporated.
2. The names of the incorporators are: Mann Dye, postoffice, Columbia, Marion County, Miss.; John S. Mullings, post-officem Columbia, Marion County, Miss.; Mrs. Ella Dye, postoffice, Columbia, Marionx County, Miss:
3. The domicile is at Columbia, Marion County, Mississippi. Mrs. Velma Mullings, postoffice, Columbia, Marion County, Miss.
4. Amount of capital stock and particulars as to class or classes thereof

Authorized Capital Stock--Ten Thousand Dollars ($10,000.00) All of said stock when issued shall be common stock.

5. Number of shares for each class and par value thereof. The capital stock of this corporation is divided into One Hundred Shares (100) common stock of the par value of One Hundred Dollars ($100.00) each, or 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 contracting business, including building, construction and erection, the repairing or demolishing, in whole or in part, of buildings, highways, bridges, railroads, subways, overpasses, pipe lines, water works, sewerage and/or drainage systems, docks, harbors, levies, steel towers, grading and excavating, and the drafting of necessary and essential plans, blue prints and specifications for any and all forms of structures and improvements, including the right to perform and do any necessary and incidental surveying, civil engineering or architectural work in connection with the erection, repairing or demolishing of said structures, buildings and/or improvements; in brief, to do and perform for hire, a fee, or on commission, any and all class, character or kind of construction usually handled in the general contracting business, and in the furtherance of said general contracting business to own and/or operate sand and/or gravel pits; the right to buy, own and sell real estate or to rent the same, and to buy, own, sell or rent buildings, machinery, equipment and building materials and supplies, to buy, own and sell live stock, and to operate in connection with said general contracting business a commissary or commissaries, and to own, operate and conduct building supply and/or general mercantile businesses, and said corporation may do and perform and be engaged in generally any and all kinds of activities necessary or essential for the carrying on of the general contracting business for which this corporation is organized and 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:

When fifty (50) shares of the capital stock thereof of the par value of One Hundred Dollars ($100.00) per share, or of a total value of Five Thousand Dollars ($5,000.00), have been subscribed and paid in to the Treasurer of the corporation.

Mann Dye,
John S. Mullings,
Mrs. Ella Dye,
Mrs. Velma Mullings,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Marion.

This day personally appeared before me, the undersigned authority, in and for said county and state, Mann Dye, John S. Mullings, Mrs. Ella Dye and Mrs. Velma Mullings,

incorporators of the corporation known as ~~the~~ Dye & Mullings, Incorporated,

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 30th day of January, 1937. ~~,~~ (SEAL)

Mary Goss,
Notary Public, Marion County, Miss.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the 1st day of February A. D., 1937, 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 1st, 193 7.

I have examined this charter of 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 Dye & Mullings, Incorporated, is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the First day of February, 1937

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:
February 2nd, 1937.

Amendment dissolved and it shall cease to be a corporation from and after July 1, 1942. Duly signed by a majority of the stockholders, filed in the office of the Secretary of State, this July 3, 1942 - Marion County, Miss.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

STATE MATERIALS COMPANY

1. The corporate title of said company is State Materials Company
2. The names of the incorporators are: Guy H. Davant, postoffice, Jackson, Mississippi; H. G. Rosson, post-office, Jackson, Mississippi.
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 Capital Stock, all common.

5. Number of shares for each class and par value thereof. 100 shares at a 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 purchase, own, sell, operate, lease or rent machinery of all kinds and character, including repairs or replacements on parts therefor or for other machinery not handled. To purchase, deal in, sell and carry on a general business in road building materials, including pipes of all kind, steel, bridge materials and any and all materials that go into the construction and maintenance, concrete materials or any other building material. To mine, purchase and operate all sand and gravel pits pr clay gravel, crushed gravel or stone and all incidental things necessary in said operations including the leasing of lands, payments of royalties. operation of switch tracks or trucks or of having the same operated. To make all lawful contracts including contracts of brokerage, to make bond for the faithful performance of its contracts, to make deeds of trust, deeds, leases, rent contracts, to borrow money, execute assignments, or make notes.

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:
When $1500.00 has been paid for.

Guy H. Davant,
H. G. Rosson.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Guy H. Davant and H. G. Rosson,

incorporators of the corporation known as the State 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 4th day of February, A. D. 193 7. (SEAL)

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

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the 6th day of Feb. , A. D., 1937, 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., Feb. 6th, 1937.

I have examined this charter of 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 State 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 the Eighth day of February, , 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:
Feb. 9th, 1937.

FOR AMENDMENT SEE BOOK 37-38 PAGE 388, FOR AMENDMENT SEE BOOK 39-40 PAGE 209

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

DIXIE ADVERTISERS, INC.

1. The corporate title of said company is Dixie Advertisers, Inc.
2. The names of the incorporators are: George W. Godwin, ppstoffice, Jackson, Mississippi; Mrs. Eugenia B. Godwin, postoffice, Jackson, Mississippi; A. M. Nelson, postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof One hundred, twenty (120) shares of common stock of par value of twenty-five dollars ($25.00) per share.
5. Number of shares for each class and par value thereof. 120 shares of common stock of 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 engage in and carry on a general advertising agency business; to purchase and sell advertising service and mediums of whatever, kind, form or character; to purchase and sell newspaper space, and space in magazines and other publications; to purchase and sell motion picture films and motion picture service, and to generally deal in and produce all forms of legitimate advertising which may be developed; to purchase and sell radio advertising; to produce, publish and sell its own advertising matter, subjects, programs, material, devices, and equipment; to acquire by purchase or otherwise, patents, copyrights, slogans, trade-marks and trade-names and utilize or dispose of the same; to acquire by purchase or otherwise all property, real or personal, or both, used or useful in and about, or in connection with said advertising business, and to make and enter into any and all lawful contracts for the prosecution and carrying on of said general advertising agency 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, twenty (120) shares of common stock of par value of $25.00 each.

George W. Godwin,
Mrs. Eugenia B. Godwin,
A. M. Nelson,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, George W. Godwin, Mrs. Eugenia B. Godwin and A. M. Nelson,

incorporators of the corporation known as the Dixie Advertisers, 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 February, , 193 7. (SEAL)

W. I. 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 12th day of Feb. , A.D., 19 37 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 12th, 193 7.

I have examined this charter of 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 Dixie Advertisers,

is hereby 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 Twelfth day of February , 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

February 12th, 1937

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

JACKSON SAND AND GRAVEL COMPANY

1. The corporate title of said company is Jackson Sand and Gravel Company.
2. The names of the incorporators are W. R. Brown, postoffice, Jackson, Mississippi; W. F. Pratt, 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. 50 shares at $100.00 each.

6. The period of existence (not to exceed fifty years) is fifty years. To [illegible] deal in, sell [illegible] general

7. the purpose for which it is created: To purchase, deal in, sell and carry on a general business of sand and gravel, road material, concrete material and all other building supplies and materials. To purchase, own, sell, lease, sublease and release, sand and gravel pits, clay gravel, crush gravel, stone and all incidental things necessary in the operation, including the leasing of land, payments of royalties, etc. To make all lawful contracts, including the right of brokerage, make bond for the performance of contracts, execute notes, deeds of trust, mortgages, rent contracts and to borrow money and to purchase, own, sell, operate, rent or lease machinery of all kinds, especially concrete mixer, excavating machinery, etc.

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:

$2,500.00 has been paid for.

W. R. Brown,
W. F. Pratt,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, W. R. Brown and W. F. Pratt,

incorporators of the corporation known as the Jackson Sand and 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 4th day of February, A. D., 193 7.

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

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

day of , 193

Received at the office of the Secretary of State, this the 6th day of Feb., A. D., 19 37, 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., 2/~~X~~6/37 193

I have examined this charter of 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 Jackson Sand and 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 the Eighth day of February, 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

February 9, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

2/13/41.

The Charter of Incorporation of

SAM GATES PROPERTIES

1. The corporate title of said company is Sam Gates Properties.

2. The names of the incorporators are: Sam Gates, postoffice, Gulfport, Mississippi; Eustis McManus, postoffice, Gulfport, Mississippi; Leland Speed, postoffice, Jackson, Mississippi.

3. The domicile is at Gulfport, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: The amount of the capital stock shall be $100,000.00, to be divided in the following classes:

(a) $50,000.00 of 5% Preferred Stock. The preferred stock shall be preferred as to dividends and as to the distribution of the assets of the corporation on dissolution thereof.

(b) $50,000.00 of Common Stock.

5. Number of shares for each class and par value thereof. The Preferred Stock shall be divided into 500 shares of the par value of $100.00 each, and the Common Stock shall be divided into 500 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 hold, own, buy, sell and deal generally in personal property and real estate, to construct residences, buildings for business purposes and otherwise improve real estate; to hold the title to lands as trustee; to act as agent or trustee for the owners of real estate, and as agent or trustees for the owners of notes, bonds and mortgages, The payment of which are secured by interest in real estate, or mortgages or liens thereon; and to do a general real estate rental business.

To loan money on real estate and to do a general mortgage loan business.

To buy, sell, and deal in real estate mortgages and notes and bonds, the payment of which are secured by mortgages or liens on real estate.

To loan money on stocks, bonds or other character of securities and personal property.

To own, buy, sell and deal in notes, stocks, bonds and other forms of securities, but not to engage in the banking business.

To buy, sell or deal in the assets and properties of mortgage corporations, building and loan associations, banks, and the assets and properties of other similar corporations, firms, or co-partnerships which are in process of liquidation, and which assets and properties are of the character in which this corporation is authorized to own and deal in.

And to do generally any and all lawful things incident to carrying on the business and the purloses for which this corporation is authorized.

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: This corporation may begin business when $5,000.00 of the Preferred Stock and $5,000.00 of the Common Stock have been subscribed and paid for.

Sam Gates,
Eustis McManus,
Leland Speed,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, Sam Gates and Eustis McManus

incorporators of the corporation known as the Sam Gates Properties

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 February, 1937. (SEAL)

Ben Kittrell Glenn, Jr.,
Notary Public.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Leland Speed

incorporators of the corporation known as the Sam Gates Properties

who acknowledged that (he) (~~she~~) signed and executed the above and foregoing articles of incorporation as (his) (~~her~~) act and deed on this the 5th day of February, 1937. (SEAL)

James N. Swann, Notary Public
My commission expires 4/7/40

Received at the office of the Secretary of State, this the 10th day of Feb., A. D., 1937, 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., February 10th, 1937.

I have examined this charter of 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 Sam Gates Properties is hereby 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 Tenth day of February, 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

February 10th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

CANNADY MOTOR COMPANY

1. The corporate title of said company is Cannady Motor Company

2. The names of the incorporators are: W. R. Cannady, postoffice, Meridian, Mississippi; Putnam McLean, postoffice, Meridian, Mississippi; Robert R. Wallace, postoffice, Meridian, Mississippi.

3. The domicile is at Meridian, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: 150 shares of common stock at a par value of $100.00 per share, making a total capital stock of $15,000.00, said stock to carry all rights and privileges as to voting, etc.

5. Number of shares for each class and par value thereof. 150 shares of common stock at a par value of $100.00 per share.

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

7. The purpose for which it is created: To be wholesale and retail dealers in automobiles, motorcycles and trucks of every kind, nature and description with or without agency franchise from manufacturers; to sell wholesale and retail parts for automobiles, motorcycles and trucks of every kind and description; to establish Associate Dealers; to build and repair bodies, frames and interiors of automobiles, motorcycles and trucks, to use machines to straighten forms, brakes and front ends of automobiles and trucks; to buy and sell gasoline, motor oil and kerosene at wholesale or retail; to build, maintain and operate buildings, storage houses, and garages for the storing, repairing, caring for and keeping of automobiles, motorcycles and trucks of every kind, nature or description; and generally to buy, sell ahd deliverall goods, wares and merchandise necessary or incidental to the operation, repair and or equipment of automobiles, motorcycles or trucks, including tires and tubes and accessories of any kind ar description; and for the purpose of carrying on the business aforesaid, to buy, sell and convey property, both realand personal and to borrow money and finance the buying and selling of cars ahd parts, as the same shall be necessary and to generally do all things that may be necessary or expedient in the conducting of said business. To buy and sell, wholesale ahd or retail all kinds of electrical appliances.

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 said stock.

W. R. Cannady,
Putnam McLean,
Robert R. Wallace,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, in and for said state and county, W. R. Cannady, Putnam McLean and Robert R. Wallace,

incorporators of the corporation known as the Cannady 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 4th day of February, 193 7.

(SEAL)

J. Roy Gipson,
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 Feby, A. D., 19 37 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 8th, 193 7.

I have examined this charter of 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 Cannady 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 the Eighth day of February, 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

February 9th, 1937.

This Corporation Application was filed in the office of the Secretary of State, this March 18, 1937. Walker Wood, Secretary of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

4/8/4

The Charter of Incorporation of

FIDELITY REALTY COMPANY

1. The corporate title of said company is Fidelity Realty Company.
2. The names of the incorporators are: Earle N. Floyd, postoffice, Jackson, Mississippi; D. E. Bolton, postoffice Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof 500 common stock non-par value.

5. Number of shares for each class and par value thereof. 500 shares Common Stock, non par value, which may be sold at a price not exceeding $10.00 per share.

6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created:

To buy, own, sell, lease, develop or otherwise deal in real estate.
To engage in the sale, purchase, construction and financing of residential property and other structures.
To buy, sell and deal in generally merchandise, choses in action and other personal property, at retail or wholesale.
To do and perform all lawful acts and things incidental, necessary or proper to any of the foregoing purposes.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 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 of common stock.

Earle N. Floyd
Earle N. Floyd

D. E. Bolton
D. E. Bolton.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Earle N. Floyd and D. E. Bolton

incorporators of the corporation known as the Fidelity Realty Company

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 16th day of February, , 193 7.

Carolyn H. Rogers,
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 Feb. , A. D., 19 37 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. 16th 193 7.

I have examined this charter of 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 Fidelity 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 the Sixteenth day of February , 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: February 16th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE PIONEER COMPANY

1. The corporate title of said company is The Pioneer Company,

2. The names of the incorporators are: C. T. Culley, postoffice, Greenville, Mississippi; J. R. Terry, postoffice, Jackson, Mississippi.

3. The domicile is at Columbia, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: Only one class of capital stock, namely, stock of no par value, and the amount thereof is 100 shares, to be presently issued and sold to the stockholders at $10.00 per share, with the right and authority reserved to issue four hundred (400) additional shares to be likewise sold for $10.00 per share, and the sum of $10.00 per share shall be the sale price of said stock, notwithstanding the language appearing in the next succeeding Article of this Charter, which is Article No. 5.

5. Number of shares for each class and par value thereof.: 100 shares of no par value, to be sold to the subscribers for a sum not less than $10.00 per share, with the privilege of issuing 400 additional shares to be likewise sold at a sum not less than $10.00 per share--all of no 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 buy and otherwise acquire, sell and otherwise dispose of washed sand, gravel and all other materials used in the construction of roads, buildings, bridges and other structural work; to buy and otherwise acquire, sell and otherwise dispose of all equipment required in the business of handling washed sand and gravel and all other kinds of materials used in road building, bridge building, house building and other structural work; to engage in the general business of contracting the building of roads, bridges and all kinds of 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:

C. T. Culley,
J. R. Terry

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Marion.

This day personally appeared before me, the undersigned authority, within and for said County and State, C. T. Culley,

incorporators of the corporation known as the The Pioneer 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 January, , 193 7.

(SEAL) Hattie F. Robertson (nee Ford) Notary Public.

STATE OF MISSISSIPPI, County of Marion.

This day personally appeared before me, the undersigned authority, within and for said County and State, J. R. Terry,

incorporators of the corporation known as the The Pioneer Company

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of January , 193 7. (SEAL) Hattie F. Robertson, (nee Ford) Notary Public

Received at the office of the Secretary of State, this the 7th day of Jany , A. D., 19 37, 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 18th, 193 7.

I have examined this charter of 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 Pioneer 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 Eighteenth day of February, , 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: February 19th, 1937.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

WELLS FURNITURE MANUFACTURING COMPANY

1. The corporate title of said company is Wells Furniture Manufacturing Company.
2. The names of the incorporators are: John E. Wells, postoffice, Laurel, Mississippi; B. S. Wells, postoffice, Laurel, Mississippi; W. A. DeHority, Postoffice, Laurel, Mississippi.
3. The domicile is at Laurel, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Fifty Thousand ($50,000.00) Dollars, of the following class: Four Hundred and Fifty (450) shares preferred 6% cumulative par value One Hundred Dollars per share. Five Hundred (500) shares common stock, no par value, not to be sold for over Ten Dollars per share.
5. Number of shares for each class and par value thereof. Fifty Thousand ($50,000.00) Dollars of the following Class: Four Hundred and Fifty (450) shares preferred 6% cumulative par value One Hundred ($100.00) Dollars per share, fully paid in; Five Hundred (500) shares common stock, no par value, not to be sold for over Ten 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 manufacture, sell, retail or wholesale, furniture of all kinds and description; to manufacture, buy and sell lumber, lumber products and any other wood products; to buy, own, sell and lease real estate; own, buy, sell, assign and transfer notes, bills of exchange or any other negotiable instruments of writing; to borrow and loan money; to buy and sell, at retail or wholesale, merchandise; to operate a general furniture store, wholesale or retail; a general furniture manufacturing plant; to buy and sell securities necessary and in connection with the operation of its general business; to operate a general, wholesale or retail, lumber products, and wood products brokerage 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:

Four Hundred and Fifty (450) shares preferred 6% cumulative par value One Hundred ($100.00) Dollars per share.
One Hundred (100) shares common stock, no par value, not to be sold for over Ten Dollars per share.

John E. Wells,
B. S. Wells,
W. A. DeHority,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jones.

This day personally appeared before me, the undersigned authority, John E. Wells, B. E. Wells, and W. A. DeHority

incorporators of the corporation known as the Wells Furniture Manufacturing 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 February, 1937. (SEAL) P. A. McLeod, 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 Feby, A.D., 1937, 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., February 19th, 1937.

I have examined this charter of 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 Wells Furniture 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 the Nineteenth day of February, , 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: February 19th, 1937.

Thereupon the Secretary of State delivered to the Incorporators a duly certified copy of the charter and its amendments, dated March 31, 1951.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MISSISSIPPI FINANCE CORPORATION

1. The corporate title of said company is Mississippi Finance Corporation.

2. The names of the incorporators are: L. M. James, postoffice, Jackson, Mississippi; I. J. Davis, postoffice, Jackson, Mississippi; S. V. Simmons, postoffice, Jackson, Mississippi.

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: Two Thousand Five Hundred Shares of common stock.

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

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

7. The purpose for which it is created: To acquire, own, deal with, rent, lease, encumber, improve and sell real property; to borrow money upon real property; to lend upon such property, and to take mortgages and assignments of mortgages on the same; to acquire, own and sell stocks and bonds, and other personal property, and to borrow and lend thereon; to take security and protection and benefits; and 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.

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 and fifty.

L. M. James,
I. J. Davis,
S. V. Simmons,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, L. M. James, I. J. Davis and S. V. Simmons,

incorporators of the corporation known as the Mississippi Finance Corporation

who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as ~~their~~ (their) act and deed on this the 16th day of February, 193 7. (SEAL)

Carl Fox, 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 24th day of Feb., A.D., 19 37 together with the sum of $ 500.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

WALKER WOOD, Secretary of State.

JACKSON, MISS., Feb. 24, 193 7.

I have examined this charter of 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 Mississippi Finance Corporation is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty-fifth day of February, 193 7.

J. B. Snider ~~HUGH WHITE~~, Acting Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:
February 25th, 1937.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

2/24/43

The Charter of Incorporation of

MISSISSIPPI EMPLOYMENT COMPANY

1. The corporate title of said company is Mississippi Employment Company,
2. The names of the incorporators are: J. F. Broyles, Postoffice, Jackson, Mississippi; L. M. Moore, postoffice, Jackson, Mississippi; W. H. McKenzie, postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Shall be $1,000.00.

5. Number of shares for each class and par value thereof. 100 shares common stock each of the par value of $10.00.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To secure employees for those desiring to employ, and employment for those desiring employment, and to carry on the general business of an employment agency; to make contracts, take assignments, and to do all things necessary or incident to such business.

Application filed in this office September 6, 1941 Hearing on Incorporation Res. passed this date. Sept. 6, 1941 - Secy. of State.

90, Laws of Mississippi of 1928.
24, Code of Mississippi of 1906, and Chapter/

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. F. Broyles,
L. M. Moore,
W. H. McKenzie,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, J. F. Broyles, L. M. Moore, W. H. McKenzie, Jackson, Miss.,

incorporators of the corporation known as the Mississippi Employment 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 20th day of Feb., 193 7. (SEAL)

Mrs. Ethel Burnham, N. P.
My commission expires Oct. 26,1940

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 24th day of Feb., A. D., 19 37, 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. 24th, 193 7.

I have examined this charter of 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 Employment 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 First day of March, , 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: March 1, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Approved by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1936
5/8/44.

The Charter of Incorporation of

YOUR DRESS SHOPPE, INC.

1. The corporate title of said company is Your Dress Shoppe, Inc.,

2. The names of the incorporators are: J. V. Ulmer, postoffice, Meridian, Mississippi; Mrs. Cecile C. Ulmer, postoffice, Meridian, Mississippi.

3. The domicile is at Meridian, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: Ten Thousand dollars of common stock, consisting of one hundred shares of the par value of one hundred dollars ($100.00), each; with the same and equal rights and ~~without preference~~ (No preferred stock).

Said stock may be paid for in cash or in property at its fair and reasonable value.

5. Number of shares for each class and par value thereof. One hundred shares of common stock of the par value of one hundred dollars ($100.00) each (No preferred stock).

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

7. The purpose for which it is created: To engage in and carry on a general mercantile business, wholesale and retail, at Meridian, Mississippi; to buy, sell and deal in merchandise of all kinds, wholesale and retail, on cash or credit; to operate a store or stores in Meridian, Mississippi, and such other points in the State of Mississippi, or in the United States of America as it may hereafter designate; to buy, lease, own, acquire or sell such real estate as may be necessary, advisable, or convenient for its purpose, not in conflict with the laws of the State of Mississippi; and to do any and all things necessary, properx and convenient for the above objects and 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:

Said corporation may begin business when fifty shares of common stock of the par value of one hundred dollars ($100.00 each) or five thousand dollars ($5,000.00) of said common stock, are subscribed and paid for.

J. V. Ulmer,
Mrs. Cecile C. Ulmer,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale,

This day personally appeared before me, the undersigned authority, in and for said county and state, J. V. Ulmer and Mrs. Cecile C. Ulmer,

incorporators of the corporation known as the Your Dress Shoppe, Inc.,

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 2nd day of February, 1937, 193

(SEAL)

Spinks King,
Notary Public, 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 24th day of Feb., A.D., 1937, 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 24th, 193 7.

I have examined this charter of 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 Your Dress Shoppe, Inc.,

is hereby approved.

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

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

March 1st, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

JACKSON INVESTMENT CORPORATION

1. The corporate title of said company is **Jackson Investment Corporation.**
2. The names of the incorporators are: **L. M. James, postoffice, Jackson, Mississippi; I. J. Davis, postoffice, Jackson, Mississippi, S. V. Simmons, postoffiße, Jackson, Mississippi.**
3. The domicile is at **Jackson, Mississippi.**
4. Amount of capital stock and particulars as to class or classes thereof **One hundred shares of no par value.**

5. Number of shares for each class and par value thereof. **100 shares of nommon no par xxkxx stock.**

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

7. The purpose for which it is created: **To acquire, own, deal with, lease, rent, encumber, improve and sell real property; to borrow money upon real property; to lend upon such property, and to take mortgages and assignments of mortgages on the same; to acquire, own and sell stocks and bonds, and other personal property, and to borrow and lend thereon; to take security and protection and benefits; and 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.**

This corporation dissolved by decree of the Chancery Court of 1st Dist. of Hinds Co. Miss., rendered June 4th 1938 in cause Rerkson pending styled Ex Parte Jackson Investment Corporation and numbered 25073, on the General Docket of said Court. Certified copy of said decree filed here June 6th 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 of 1930.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: **One hundred shares, and directors shall fix the price at whcih the same shall be sold, not to exceed Five Dollars ($5.00) per share.**

L. M. James,
I. J. Davis,
S. V. Simmons,

Incorporators.

ACKNOWLEDGMENT

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

This day personally appeared before me, the undersigned authority, **L. M. James, I. J. Davis, and S. V. Simmons,**

incorporators of the corporation known as the **Jackson Investment Corporation**

who acknowledged that xxx(they) signed and executed the above and foregoing articles of incorporation as (xxx(their) act and deed on this the **23rd** day of **February,** , 193 **7.** (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 **27th** day of **Feb.** , A. D., 1937, 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 1st,** 193 **7.**

I have examined this charter of 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 Investment Corporation** is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the **First** day of **March,** , 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:
March 2nd, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of the
"VICKSBURG BASEBALL CLUB".

1. The corporate title of said company is "Vicksburg Baseball Club."
2. The names and Post Office addresses of the incorporators are: Keith Williams, Vicksburg, Mississippi; Alfred Libby, Vicksburg, Mississippi; A. J. Brunini, Vicksburg, Mississippi
3. The domicile is at Vicksburg, Mississippi.
4. The amount of authorized capital stock is Five Thousand ($5,000) Dollars, divided into fifty shares of One Hundred ($100.00) each.

number of shares of each class and par value thereof.

5. The period of existence (is fifty (50) years.
6. The purpose for which it is created: are to own, manage, and operate a baseball club and other athletic clubs for outdoor and indoor sports and amusements and to do any and all things incidental thereto.
7. The rights and powers that may be exercised by this corporation, i are those conferred by Chapter 10[illegible], Code of 1930. of the Mississippi and amendments thereto.
8. This corporation shall commence business when forty per cent of its capital shall have been subscribed and fully paid for.

Keith Williams,
Alfred Libby,
A. J. Brunini,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Warren.

This day personally appeared before me, the undersigned authority, Keith Williams, Alfred Libby and A. J. Brunini,

incorporators of the corporation known as the Vicksburg Baseball Club,

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 March, , 1937.

(SEAL)

E. L. Rand, 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 March, A. D., 1937, 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 4th, 1937.

I have examined this charter of 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 Vicksburg Baseball 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 the Eighth day of March, , 1937.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

March 8th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

FLYNT WHOLESALE COMPANY

1. The corporate title of said company is Flynt Wholesale Company.
2. The names of the incorporators are: F. F. Flynt, postoffice, Columbia, Marion County, Miss.; L. L. Richardson, postoffice, Columbia, Marion County, Miss.; Mary Murley Flynt, postoffice, Columbia, Marion County, Miss.
3. The domicile is at Columbia, Marion County, 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 common stock.
5. Number of shares for each class and par value thereof. Two hundred fifty (250) shares of common stock, par value of each share is One Hundred Dollars ($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 carry on a general wholesale business, and to buy, sell, and deal in groceries, provisions, grains, feedstuffs, goods, wares and merchandise of every description on its own account or as agent, broker or distributor for others;

To buy, own, lease, rent and sell such real estate as the company officials may think necessary and proper for the successful conduct and operation of its business, provided it shall not own, lease, or sell same in violation of any law of the State of Mississippi.

To buy, own, sell and deal in personal property as a wholesaler on its own account or as agent, broker or distributor for others, and for the use and purpose of this corporation in the conduct or pursuit of its business it may issue notes, bonds, and other evidences of debt and may secure the payment of same by mortgages, deed in trust, or other form of lien, upon lands, personal and mixed property including leasehold.

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:

To begin business when fifty (50) percent of the capital stock has been paid in.

F. F. Flynt,
L. L. Richardson,
Mary Murley Flynt,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Marion.

This day personally appeared before me, the undersigned authority, F. F. Flynt, L. L. Richardson, and Mary Murley Flynt, incorporators of the corporation known as the Flynt Wholesale Company, who acknowledged that ~~xxx~~ (they) signed and executed the above and foregoing articles of incorporation as ~~xxxx~~ (their) act and deed on this the 9th day of March, A. D., 193 7. (SEAL)

Agnes Applewhite, Notary Public.
My commission expires May 9, 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 11th day of March, A. D., 19 37 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., March 11, 193 7.

I have examined this charter of 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 Flynt Wholesale Company is hereby approved.

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

By the Governor:

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

Recorded: March 11. 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Louis Threefoot & Company, Inc.

1. The corporate title of said company is **Louis Threefoot & Company, Inc.**

2. The names of the incorporators are: **Louis Threefoot, postoffice, Meridian, Mississippi; G. F. Baltz, postoffice, Millstadt, Illinois; Harvey Baltz, postoffice, Millstadt, Illinois.**

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

4. Amount of capital stock and particulars as to class or classes thereof **Twenty Thousand Dollars (20,000.00,) authorized. All such stock shall be common stock and shall have equal privileges.**

5. Number of shares for each class and par value thereof. **Two hundred shares of the par value of $100.00 per share authorized.**

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 corn meal, flour, feed stuffs and farm supplies at wholesale and retail. The corporation may do all such legal things as are necessary to carry out the purposes for which it is organized; and may hold, own, and lease such real estate and other property as it may require in 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.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Eighty (80) shares of the par value of $100.00 per share.

G. F. Baltz,
Harvey Baltz,
Louis Threefoot,

Incorporators.

ACKNOWLEDGMENT

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

This day personally appeared before me, the undersigned authority, **G. F. Baltz and Harvey Baltz, and Louis Threefoot,**

incorporators of the corporation known as the **Louis Threefoot & Company, Inc.**

who acknowledged that ~~xxx~~ (they) signed and executed the above and foregoing articles of incorporation as (~~xx~~ (their) act and deed on this the **8th** day of **March**, 193**7.** (SEAL)

M. E. Craddock,
Notary Public.

My commissi on expires Oct. 20, 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 **8th** day of **March**, A. D., 19**37**, 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., **3/8** 193**7**

I have examined this charter of 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 **Louis Threefoot & Company, Inc.,** is hereby approved.

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

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

March 8th, 1937.

This corporation has and will exercise all the rights privileges and franchises granted and conferred by the provisions of Chapter 100, Code of Mississippi, 1930, and has filed in the office of the Secretary of State, March 21, 1941.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS.

The Charter of Incorporation of

DAVENPORT INVESTMENT CORPORATION

1. The corporate title of said company is Davenport Investment Corporation
2. The names of the incorporators are: L. M. James, postoffice, Jackson, Mississippi; I. J. Davis, postoffice, Jackson, Mississippi; S. V. Simmoms, postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Thirteen hundred shares of no par value common.
5. Number of shares for each class and par value thereof. 1300 shares of common no par stock.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To acquire, own, deal with, lease, rent, encumber, improve and sell real property; to borrow money upon real property; to lend upon such property, and to take mortgages and assignments of mortgages on the same; to acquire, own and sell stocks and bonds, ahd other persohal property, and to borrow and lend thereon; to take security and protection and benefits; and 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.

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:
Thirteen hundred shares, and directors shall fix the price at which the same shall be sold, not to exceed Five Dollars ($5.00) per share.

L. M. James,
I. J. Davis,
S. V. Simmons,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, L. M. James, I. J. Davis, and S. V. Simmons,

incorporators of the corporation known as the Davenport Investment Corporation,

who acknowledged that (~~he~~ (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 5th day of March, 193 7. (SEAL)

Mrs. DLO Balling,
Notary Public.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

Received at the office of the Secretary of State, this the 8th day of March, A. D., 19 37 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., March 8th, 193 7.

I have examined this charter of 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 Davenport Investment Corporation is hereby approved.

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

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: March 9th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission
as Authorized by Section 15, Chapter
121, Laws of 1934, as amended this the 11th day of January, 1951.
Heber Ladner
Secretary of State
State of Mississippi

The Charter of Incorporation of

THORNTON DRUG COMPANY, INC.

1. The corporate title of said company is Thornton Drug Company, Inc.
2. The names of the incorporators are: W. S. Thornton, postofficem Jackson, Mississippi; Mrs. N. W. Thornton, Postoffice, Jackson, Mississippi; Mrs. A. G. Thornton, postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $9,000.00 represented by 90 shares of common stock having a par value of $100.00 per share.

5. Number of shares for each class and par value thereof. 90 shares common stock, par value $100.00 per share.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To operate and own a general drug store business. To buy, sell, and otherwise trade in drugs, sundries, cosmetics, candies, medicines, soft drinks, and other merchandise generally bought and sold in the conduct of a general drug store business. To fill prescriptions and otherwise perform the functions of prescription druggists, and to manufacture and sell drugs and medicines.

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 per share.

W. S. Thornton,
Mrs. N. W. Thornton,
Mrs. A. G. Thornton,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, at law in and for said county and state, the above named W. S. Thornton, Mrs. N. W. Thornton, and Mrs. A. G. Thornton,

incorporators of the corporation known as the Thornton Drug Company, Inc.,

who acknowledged that (~~xx~~ (they) signed and executed the above and foregoing articles of incorporation as ~~xx~~ (their) act and deed on this the 10 day of March, 193 7 (SEAL)

L. O. Smith, 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 March, A.D., 19 37 together with the sum of $ 28.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

WALKER WOOD, Secretary of State.

JACKSON, MISS., March 11th 193 7

I have examined this charter of 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 Thornton 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 the Eleventh day of March, , 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

March 11th, 1937.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MERIDIAN BASEBALL CLUB INC.

1. The corporate title of said company is Meridian Baseball Club, Inc.
2. The names of the incorporators are: F.R.Splawn, postoffice, Box 126, Meridian, Mississippi; John C. Moss, Box 1007, Meridian, Mississippi; Hillman Taylor, postoffice, Meridian, Mississippi.
3. The domicile is at Meridian, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $10,000.00 of par value of non-assessable common stock.

5. Number of shares for each class and par value thereof. 2,000 shares of non-assessable common stock of par value of $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 own, operate and conduct a baseball team and to engage in operating a baseball team in organized baseball, charging admission for all games or exhibition games.

To acquire, own, purchase, lease and dispose of players contracts, ball parks, concessions and all rights and property for the purpose of the business of engaging in organized baseball for profit, and generally to acquire, hold, manage and dispose of property of every kind pertaining to such business; to make and enter into all contracts and agreements incidental to such business and to do everything necessary and proper to the conduct of said business.

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

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

100 shares of the par value of $5.00 each.

First meeting of incorporators to be held upon one day's notice published on Sport Page of MERIDIAN STAR, a newspaper published in the city of Meridian, Lauderdale County, Mississippi.

John C.Moss,
F.R.Splawn,
Hillman Taylor,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, F. R. Splawn, John C. Moss and Hillman Taylor,

incorporators of the corporation known as the Meridian Baseball Club 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 10th day of March, , 193 7. (SEAL)

M. E. Craddock, Notary Public
My commission expires Oct. 20, 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 11th day of March , A. D., 19 37 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 11th, 193 7

I have examined this charter of 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 Meridian Baseball Club is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the Stato of Mississippi to be affixed, this the Twelfth day of March, , 193 7.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: March 13, 1937.

Yazoo Abstract Co. Examined by Duly of Incorporation, dated March 10, 1937

FOR AMENDMENT SEE BOOK 45-46 PAGE 124

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

FOR AMENDMENT SEE BOOK 39-40 PAGE 345

The Charter of Incorporation of

PHILADELPHIA HOSPITAL

1. The corporate title of said company is Philadelphia Hospital.

2. The names of the incorporators are: Dr. C. H. Harrison, postoffice, Philadelphia, Mississippi; H. G. King, postoffice, Philadelphia, Mississippi; Pearl Harrison, postoffice, Philadelphia, Mississippi.

3. The domicile is at Philadelphia. Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: The capital stock shall be $20,000.00 of common stock.

5. Number of shares for each class and par value thereof. Two hundred shares of common stock at $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: The purpose of which the corporation is created is to own, maintain and operate a general hospital for the treatment of diseases of the human body, and may provide, build, equip and maintain operating rooms for the purpose of performing surgical operations, and may maintain and operate X-Ray machines and other machines, appliances used by the medical profession necessary to operate a modern hospital, and shall maintain one or more charity wards for charity patients, provided, however, that all the income and revenue derived from the operation of said hospital be used and appropriated exclusively for the said Philadelphia Hospital, Incorporated, and that none of said proceeds or receipts sox had and received by the said Philadelphia Hospital, Inc., be used or paid as a profit or dividend to said stockholders.

This corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the chancery of Neshoba County, Mississippi, dated 11-26-1948. Certified copy of said decree filed in this office this December 30, 1948. Ethel Lackey, 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:

One hundred shares common stock.

C. H. Harrison, M. D.,
H. G. King,
Pearl Harrison,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Neshoba.

This day personally appeared before me, the undersigned authority, Dr. C. H. Harrison, H. G. King, and Pearl Harrison

incorporators of the corporation known as the Philadelphia Hospital

who acknowledged that ~~xx~~) (they) signed and executed the above and foregoing articles of incorporation as ~~xxx~~) (their) act and deed on this the 8th day of March , 193 7. (SEAL)

J. M. Lofton, 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 March , A. D., 19 37 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 11th, 193 7.

I have examined this charter of 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 Philadelphia Hospital is hereby 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 Twelfth day of March , 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: March 13, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of the

O.L. Massey Company

1. The corporate title of said company is O. L. Massey Company.
2. The names of the incorporators are: O. L. Massey, postoffice, Memphis, Tenn.; W. L. Goodman, postoffice, Iuka, Miss.; H. Schley Massey, postoffice, Iuka, Miss.
3. The domicile is at Iuka, Tishomingo County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Aggregate number of shares of stock which the corporation is authorized to issue is 150 of common stock at the par value of $100.00.
5. Number of shares for each class and par value thereof. 150 shares of common stock 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 timber and timber lands, and to manufacture timber products and sell and transport same either in rough or manufactured form; to operate all necessary tools and appliances required in such production, manufacture, sale and transportation of all classes of timber and timber products. To hold, manage, deal with and improve the property of the corporation, and to sell, lease, mortgage, pledge or otherwise dispose of the lands and properties of the Corporation and make such arrangments as may be or seem necessary to carry on the same, which seems conducive to any of the 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: 150 shares of $100.00 each.
O. L. Massey,
W. L. Goodman,
H. S. Massey, Jr.,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Tishomingo County.

This day personally appeared before me, the undersigned authority, O. L. Massey, W. L. Goodman, and H. Schley Massey,

incorporators of the corporation known as the O. L. Massey Company,

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 15 day of March, 1937. (SEAL)

H. L. Gray, 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 March, A.D., 1937, 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 17th 1937.

I have examined this charter of 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 O. L. Massey 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 Nineteenth day of March, 1937.

By the Governor:

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

Recorded: March 19, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Not required of Non-Profit Corporations as Limited by Section 15, Chapter 21, Laws of Mississippi 1931 3/2/42

The Charter of Incorporation of

Canton News Service, Inc.

1. The corporate title of said company is Canton News Service, Inc.

2. The names of the incorporators are: W.E.Harrold,postoffice,Canton,Mississippi; J.J.McGrath,postoffice,Canton, Mississippi;H.E.McKay,postoffice,Canton,Mississippi;C.F.Faulkner,postoffice,Canton,Mississippi;D.H.

3. The domicile is at Canton,Madison County, Mississippi. Walters,postoffice,Canton,Mississippi; JohnD. Ferguson,postoffice,Canton, Mississippi;Josie E.Doherty,postoffice Canton,Mississippi;HallKilmer,post-office,Canton,Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Ten Thousand ($10,000) Dollars common stock, with a par value of $10.00 per share.

5. Number of shares for each class and par value thereof. One thousand (1,000) shares common stock with a par value of Ten ($10.00) Dollars p 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 printing and publishing of a newspaper, and to engage in and conduct a general printing and publishing business; to own real and personal property in connection with said business; to enter into contracts to borrow money and to execute notes and other negotiable paper; to do any and all things in connection with said 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: Five hundred (500) shares?

J.J.McGrath,
John B. Ferguson,
W.E.Harrold,
C.F.Faulkner,
Josie E. Doherty,
H. E. Mckay,
D. H. Walters,
Hall Kilmer,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Madison,

This day personally appeared before me, the undersigned authority, W.E.Harrold, J. J. McGrath, H. E. Mckay, C. F. Faulkner, D. H. Walters, Hall Kilmer, John D. Ferguson and Josie E. Doherty, incorporators of the corporation known as the Canton News Service, 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 17 day of March, , 193 7. (SEAL)

Lucille Ledbetter,
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 March , A. D., 19 37, 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 18th, 193 7.

I have examined this charter of 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 Canton News Service, Inc., is hereby approved.

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

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: March 20th, 1937.

Dissolved by decree Chancery court Warren county, Miss. July 25, 1938 (C)

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

J. E. & A. E. Bonelli, Inc.

1. The corporate title of said company is J. E. & A. E. Bonelli, Inc.

2. The names of the incorporators are: J. E. Bonelli, Sr., postoffice, Vicksburg, Mississippi; J. E. Bonelli, Jr., postoffice, Vicksburg, Mississippi; A.E.Bonelli, postoffice, Vicksburg, Mississippi; E.E.Jackson, Postoffice, Vicksburg, Mississippi.

3. The domicile is at Cedars, Warren County, Miss., but the Corp. may be organized and meetings of incorporators, stockholders & Directors may he 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 $25,000.00 consisting of Fifteen Thousand shares of common of the par value of $1.00 per share, and One Hundred shares of non-voting preferred stock, of the par value of $100.00 per share, the dividends on the 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 June, 1937, the second on the 1st day of Dec. 1937, 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 surrender of the certificate evidencing the said stock the par value thereof, plus Three ($3.00) Dollars for each share, after publishing notice of said call one time each week for two successive 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 owner 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 provision is not inconsistent with Section 194, Constitution of the State of Mississippi), and that they shall not participate, etc, 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 preferrence 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 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 holders thereof agree to all of their 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 the rate and at the times therein stipulated.

Said certificates 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: There shall be Fifteen Thousand shares of common stock of the par value of $1.00, and One Hundred Shares of preferred stock of the par value of $100.00 per share.

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

7. The purpose for which it is created: To buy, sell, hold, own, lease, and otherwise deal in, at wholesale and retail, air conditioning equipment, store, market, factory, and household furniture, fixtures, machinery, equipment and appliances of every kind and character, and parts, accessories and supplies therefor; to manufacture, repair and service same; to mortgage same, and sell same conditionally, or otherwise; to operate a storage warehouse; to buy, own, hold, sell, hypothecate, discount, and otherwise deal in negotiable paper of every kind and description; to buy, own, lease, mortgage or otherwise acquire and sell or otherwise dispose of, real property of every kind and description advantageous for the carrying on of the business of this Corporation, or otherwise, so long as 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: Fifteen thousand shares of common stock.

Jos. E. Bonelli, Sr.
J. E. Bonelli, Jr.
A. E. Bonelli,
E. E. Jackson,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Warren.

This day personally appeared before me, the undersigned authority, Jos. E. Bonelli, Sr., J. E. Bonelli, Jr., A. E. Bonelli, and E. E. Jackson, incorporators of the corporation known as the J. E. & A. E. Bonelli, Inc., who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 23rd day of February, 1937. (SEAL)

W. W. Seay, Notary Public
My commission expires June 16,1940

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 3rd day of March, A.D., 1937, 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., March 19th 1937.

I have examined this charter of 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 J. E. Bonelli & A. E. Bonelli, Inc., is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty-second day of March, 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: March 23, 1937

His charter dissolved by decree of chancery Court of Warren county, Mississippi, July 25, 1938 (C)

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

HUB RECREATION CLUB

1. The corporate title of said xxxxxx corporation shall be: Hub Recreation Club.

2. The names xxxxxxxxxxxxxxxx and postoffice addresses of the incorporators are: G. E. Perkins, Hattiesburg, Mississippi; Clay Redding, Hattiesburg, Mississippi; R. C. Boatman, Hattiesburg, Mississippi.

3. The domicile xxx of said corporation is Hattiesburg, Forrest County, Mississippi.

4. /The Amount of xxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxx authorized capital stock is $1000.00 of common stock divided into two hundred shares of the par value of $5.00 each.

5xxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxx

6. The period of existence (xxxxxxxxxxxxxxxx) is fifty years.

7. The purpose for which xxxxxxx the corporated is created are: To promote good fellowship and fraternity among its members; to provide a reading room or rooms and to supply same with books, magazines, newspapers, and other periodicals for the use and benefitx of its members and their guests; to provide indoor sports and diversions and entertainmentx and general xxxxxxx recreation for its members and their guests; to promote and encourage the education of its members; and to purchase and own all such personal property as will be necessary for the xxxxx carrying out of the purposes here enumerated.

xxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxx

8. Number of shares of xxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxx: stock necessary to be subscribed and paid for before the corporation shall commence business is twenty.

Witness our signatures, this the 16th day of March, 1937.

G. E. Perkins,
Clay Redding,
R. C. Boatmon,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Forrest,

xxxxx personally appeared before me, the undersigned authority, in and for said county G. E. Perkins, Clay Redding, and R. C. Boatman x

xxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxx

who acknowledged that (xx (they) signed and executed the above and foregoing instrument xx xxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxx on the day and date therein written. *Witness my hand and official seal, this the 16th day of March, 1937.* (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 18th day of March, A. D., 1937, 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.

xxxxxxxxxxxx xxx

I have examined this charter of incorporation and am of the opinion that it is not contrary xxxxxx 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 Hub Recreation 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 the Nineteenth day of March, 1937.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

March 20th, 1937.

106 / Suspended by State Tax Commission as Authorized by Section 15, Chapter 321, Laws of Mississippi 1934 1/25/44

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Merchants Grocery Company of Clarksdale

1. The corporate title of said company is Merchants Grocery Company of Clarksdale.

2. The names of the incorporators are: H. D. Corley, postoffice, Clarksdale, Mississippi; Isadore Frank, postoffice, Clarksdale, Mississippi; Jos. F. Ellis, postoffice, Clarksdale, Mississippi.

3. The domicile is at Clarksdale, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Twenty-five Thousand Dollars, all common stock.

5. Number of shares for each class and par value thereof. One Thousand Shares Common Stock of the par value of Twenty Five 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 buy, or otherwise acquire, sell, deal in and with groceries, produce, vegetables, food products, of all kinds, character and description, feedstuffs, drugs and medicines of all kinds, glassware, toilet and fancy articles, fancy goods, soaps, cigars, cigarettes, snuff and tobaccos, and goods, wares and merchandise of all kinds, character and description, whether or not hereinabove enumerated.

To engage in any business, whether manufacturing or otherwise, which may seem advantageous or useful in connection with the carrying on of the business of the corporation, and to manufacture, compound, package, market or prepare for market any article which the company may use or sell in connection with its business.

To purchase, own, lease, or otherwise acquire and operate such motor trucks, delivery wagons, and other vehicles, and to purchase, own, lease, or otherwise acquire, such real estate and buildings as may be necessary for the proper carrying on of the business of the company, and to sell and convey any part or all of such real or personal property as may be so acquired.

To borrow money and to execute notes or evidences of indebtedness therefor, and to mortgage and encumber its property or any part thereof to secure any indebtedness it may owe.

FOR AMENDMENT SEE BOOK 40-41 PAGE 532

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:
Six Hundred Shares.

H. D. Corley,
Jos. F. Ellis,
Isadore Frank,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Coahoma.

This day personally appeared before me, the undersigned authority, H. D. Corley, Isadore Frank and Jos. F. Ellis,

incorporators of the corporation known as the Merchants Grocery Company,

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 March, 1937.

(SEAL)

R. N. Baltz,
Notary Public.
My commission expires Sept. 26,1940.

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 22nd day of March, A.D., 1937, 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., March 25th, 1937.

I have examined this charter of 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 Merchants Grocery Company 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 the Twenty-fifth day of March, 1937.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: March 26th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

National Hospital Insurance Corporation

1. The corporate title of said company is National Hospital Insurance Corporation.

2. The names of the incorporators are: W. H. Smith, postoffice, Jackson, Mississippi; R. Cecil Smith, Jr., postoffice, Jackson, Mississippi; L. B. McCarty, 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 shares no par value, but a declared value of ten dollars per share¾ Ten thousand dollars no par value, with sale price of ten dollars per share.

5. Number of shares for each class and par value thereof. Ten thousand shares no par value but declared value of ten 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 set up, operate and maintain an insurance business devoted to insuring policyholders for hospital care by contracts with hospitals or cash reimbursements to hospitals for the services afforded policyholders or by cash reimbursement paid direct to policyholders; and to contract with policyholders in various phases related to hospitalization; to buy and sell stock and bonds, and to buy, sell, lend and borrow on both personal and real property; and to transact such other businesses as permitted by statute and in conformity with the purposes of the corporation, as authorized by Chapter 187, Mississippi Laws of 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: One Thousand shares, with paid in capital of Ten Thousand Dollars.

W. H. Smith,
R. Cecil Smith, Jr.,
L. B. McCarty, M. D.

Approved
John S. Williams, 3rd,
Commissioner of Insurance.

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, personally appeared W. H. Smith and R. Cecil Smith, Jr. incorporators of the corporation known as the National Hospital Insurance Corporation who acknowledged that (~~xx~~ (they) signed and executed the above and foregoing articles of incorporation as (h~~xx~~ (their) act and deed on this the 22 day of February, 193 7. (SEAL) Ruth Franck, Notary Public.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, personally appeared L. B. McCarty, incorporators of the corporation known as the National Hospital Insurance Corporation who acknowledged that ~~(x~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(xxx~~ (their) act and deed on this the 24 day of February, 193 7 (SEAL) M. Ferris Cotter Notary Public.

Received at the office of the Secretary of State, this the 22nd day of March, A. D., 19 37 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 22nd, 193 7.

I have examined this charter of 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~~

~~is hereby 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 day of , 193~~

~~By the Governor:~~

~~WALKER WOOD, Secretary of State.~~

~~HUGH WHITE,~~

~~Governor.~~

Recorded: March 23, 1937

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Publication made Apr. 13, 1937 in Clarion Ledger-Jackson, Miss.

The Charter of Incorporation of

GENERAL APPLIANCES, INC.

1. The corporate title of said company is GENERAL APPLIANCES, INC.

2. The names of the incorporators are: Harold M. Davis, Postoffice, Jackson, Miss.; Helen M. Chastain, postoffice, Jackson, Miss.; Mattie A. Wood, postoffice, Mendenhall, Miss.

3. The domicile is at 430 East Capital Street, Jackson, Miss.

4. Amount of capital stock and particulars as to class or classes thereof The corporation may issue two hundred shares of common stock without nominal or par valuem sale price to be fixed at not exceeding $50.00 per share. Total capitalization $10,000.00.

5. Number of shares for each class and par value thereof. two hundred shares of common stock, to be fixed at not exceeding $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 carry on the business of manufacturers and dealers, both retail and wholesale, in electrical goods, motors, dynamos, radios, and other electrical machinery, appliances and plants; to buy, sell and manufacture, reppair, convert, alter, let, or hirss hire, and deal in electrical and gas appliances, and goods of every kind and character, and machinery of all manner or kind, and to carry on the business of mechanical and electrical and gas engineers; to engage in electrical and gas contracting work and electrical wiring, and installation of electrical and gas apparatus of all kinds and descriptions; to purchase and selling heating plants of all kinds, including oil burning heating plants, and installation of same; to sell and install wind mills, cabinets and various kinds of kitchen equipment; and for the purpose of carrying on the business aforesaid to own, lease, rent, buy, sell, and convey property, both real and personal, as may be necessary; and generally to do all acts and things that may be necessary or incidental in conducting the business herein 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 1930.

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

Two thousand five hundred dollars.

Harold M. Davis,
Helen M. Chastain,
Mattie A. Wood,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds,

This day personally appeared before me, the undersigned authority, Harold M. Davis, Helen M. Chastain, Mattie A. Wood,

incorporators of the corporation known as the General Appliances, 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 March, , 193 7. (SEAL)

Walker Wood,
Secretary of State.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged 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 March , A. D., 19 37 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 25th, 193 7.

I have examined this charter of 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 General Appliances, Inc.

is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the twenty-sixth day of March, , 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: March 26th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

FACTORIES CO-OPERATIVE

1. The corporate title of said company is Factories Co-Operative.

2. The names of the incorporators are: W. H. Beans, postoffice, Biloxi, Mississippi; E. P. Guice, postoffice, Ocean Springs, Mississippi; Bert O. Gunn, postoffice, Biloxi, Mississippi.

3. The domicile is at Biloxi, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Twenty-five thousand dollars ($25,000.00), all common stock of one class.

5. Number of shares for each class and par value thereof. Two hundred fifty (250) shares of common shares of the par value of 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 buy, sell and generally deal in goods, wares and merchandise used in or about the catching, canning, processing and shipping of shrimp, crabs, oysters and other aquatic products, cultivated, caught or sold in the south portion of the United States, and to own, operate and control such stores, factories, depots, warehouses, ice and refrigerating plants, transportation systems and other instrumentalities that may be needed in the proper operation of the above business, and to buy, sell, mortgage or lease any needed lands, buildings, boats or other equipment required in the successful carrying out of the objects of this corporation. To co-operate with the stockholders of this corporation who may own one or more shares of stock in the buying or selling of any of the above articles of merchandise or aquatic products, and generally to aid and assist in the upbuilding of the sea food industry in the southern portion of the United States by aiding and assisting all persons who engage in that business who are stockholders of this corporation, and for the purpose to act as agent either of said stockholders or of persons selling articles to the said stockholders, and generally to do any and all acts that may be done in the manegement, control, and operation of this corporation that are not forbidden by laws of the State of Mississippi.

The first meeting of the organizers, stockholders and persons in interest of this corporation may be held upon the giving of five days notice in writing stating the time and place of holding of such meeting or notice of said meeting may be waived, provided all organizers, stockholders and persons in ~~xxxxx~~ interest join in such waiver.

(Two Years elapsed without Report of Organization being filed)

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 (30) shares of par value of one hundred dollars ($100.00) each.

W. H. Beans,
E. P. Guice,
Bert O. Gunn,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison,

This day personally appeared before me, the undersigned authority, W. H. Beans and E. P. Guice,

incorporators of the corporation known as the Factories Co-Operative

who acknowledged that (~~xx~~ (they) signed and executed the above and foregoing articles of incorporation as (~~xxx~~ (their) act and deed on this the 15 day of March, 1937. ~~xxx~~ (SEAL)

G. J. Wiltz, Notary Public

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, Bert O. Gunn,

incorporators of the corporation known as the Factories Co-Operative

who acknowledged that (he) ~~xxxx~~ signed and executed the above and foregoing articles of incorporation as (his) ~~xxxxx~~ act and deed on this the 25th day of March, 1937. (SEAL)

G. J. Wiltz, Notary Public.

Received at the office of the Secretary of State, this the 26th day of March, A. D., 1937, 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., March 26th, 1937. ~~xx~~

I have examined this charter of 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 Factories Co-Operative is hereby 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 Thirtieth day of March, 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: March 30, 1937.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SOUTHERN CANDY COMPANY

1. The corporate title of said company is Southern Candy Company.
2. The names of the incorporators are: C. W. Jordan, postoffice, Jackson, Mississippi; Charles Stewart, postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Five Hundred Shares of common stock, with par value of Ten Dollars per share.

5. Number of shares for each class and par value thereof. Five Hundred shares of common stock, with par value of Ten 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 operate and conduct a manufacturing business, to operate and conduct a wholesale business, to operate and conduct a retail business, to act as jobber and agent in the sale of products of manufacture, to buy, sell, own and lease personal and real property, and to do generally any business incident to the conduct of a manufacturing and merchandising 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 and fifty shares.
C. W. Jordan,
Chas. Stewart,

ACKNOWLEDGMENT

Incorporators.

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, C. W. Jordan and Charles Stewart,

incorporators of the corporation known as the Southern Candy Company,

who acknowledged that ~~CKM~~ (they) signed and executed the above and foregoing articles of incorporation as ~~CKM~~ (their) act and deed on this the 2nd day of April , 193 7. (SEAL) Eva Farlow, 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 37, 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 3rd, 193 7/

I have examined this charter of 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 Southern Candy Company is hereby approved.

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

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: April 5th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

CLAYPOOL-ROBERTS COMPANY

1. The corporate title of said company is Claypool-Roberts Company.

2. The names of the incorporators are: W. H. Claypool, postoffice, Memphis, Tennessee; H. J. Jetton, postoffice Memphis, Tennessee; Jack D. Roberts, Postoffice, Memphis, Tennessee.

3. The domicile is at Greenwood, Leflore County, 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 Five Thousand Dollars ($5,000.00) represented by fifty (50) shares of common stock of the par value of One Hundred Dollars ($100.00) per share.

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

6. The purpose for which it is created: Buying, selling, and dealing generally in goods, wares and merchandise, wholesale and retail, especially in automotive vehicles; operating garages, as owner or otherwise; maintaining automobiles repair shops; dealing generally in automobile supplies and accessories, including oils, fuels, grease, etc.; and for the purpose of engageing in all branches of the automobile business, as part of, incident to, or in addition to general business as a merchant.

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.

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 Dollars ($100.00) per share.

W. H. Claypool,
H. J. Jetton,
Jack D. Roberts,

Incorporators.

ACKNOWLEDGMENT

STATE OF Tennessee, County of Shelby.

This day personally appeared before me, the undersigned authority, W. H. Claypool, H. J. Jetton and Jack C. Roberts,

incorporators of the corporation known as the Claypool-Roberts Company,

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 March, 193 7. (SEAL)

Lillian B. Skillenn,
Notary Public.
My commission expires: 8/18/37

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged 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 April, A. D., 1937, 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 2nd, 193 7.

I have examined this charter of 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 Claypool-Roberts 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 Second day of April, 193 7.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:
April 5th, 1937.

Two years expired without Reorganization being filed.)

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

H.S.HENKEL, INCORPORATED

1. The corporate title of said company is H. S. Henkel, Incorporated.
2. The names of the incorporators are: H. S. Henkel, postoffice, Pascagoula, Mississippi; G. E. Briggs, postoffice, Pascagoula, Mississippi; H. W. Gautier, postoffice, Pascagoula, Mississippi.
3. The domicile is at Pascagoula, Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $15,000.00. Common capital stock only of the par value of $100.00 per share.

5. Number of shares for each class and par value thereof.: 150 shares, common capital stock of the par value of $100.00 per share.

6. The period of existence (not to exceed fifty years) is (50) fifty years.
7. The purpose for which it is created: To engage in the business of operating one or more stoares of the type or character commonly called "5, 10 and 25 cent Stores", in Pascagoula, Jackson County, Mississippi, and at such other places as may be decided upon by the Board of Directors; and in the operation thereof to offer for sale and sell all types and classes of merchandise usually handled in such stores; and to run a restaurant and/or soda fountain, etc., in connection therewith. To buy, own, lease and otherwise acquire and/or dispose of property of every kind and character used or useful in connection with the conduct of such type of business. To do and perform all lawful acts germane or ancillary to the proper operation of such store or stores.

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 supplemental thereto.

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

H. S. Henkel,
G. E. Briggs,
H. A. Gautier,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jackson.

This day personally appeared before me, the undersigned authority, H. S. Henkel, G. E. Briggs and H. W. Gautier,

incorporators of the corporation known as the H. S. Henkel, 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 2nd day of April, 193 7. (SEAL)

H. G. Olver,
Justice of the Peace,

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged 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 37, 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 3rd, 193 7.

I have examined this charter of 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 H. S. Henkel, Incorporated,

is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Fifth day of April, 193 7

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: April 6th, 1937.

Filed for record in the office of the Chancery Clerk of Jackson County, Mississippi, this the 28 day of July, 1943. Walker Wood, Secretary of State.

Filed for registration, recorded and its charter surrendered to the State of Mississippi by a decree of the Chancery Court of Jackson County, Mississippi, this 22, 1943. Certified copy of said decree filed in this office.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

FOR AMENDMENT SEE BOOK 39-40 PAGE 495.

VANITY BOOT SHOP

1. The corporate title of said company is Vanity Boot Shop.

2. The names of the incorporators are: W. E. Watson, postoffice, Meridian, Mississippi. I. M. Leavell, postoffice, Meridian, Mississippi. A. M. Haaf, postoffice, Meridian, Mississippi.

3. The domicile is at Meridian, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof : $5000.00. All common stock.

5. Number of shares for each class and par value thereof. 50 shares common stock. $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 own and operate retail store, buy and sell shoes, boots, hose, purses and shoe findings and all other things necessary for operation of shoe store and to buy, rent or lease store building, furniture and fixtures for 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:

30 shares of common stock.

W. E. Watson,
I. M. Leavell,
A. M. Haaf,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, W. E. Watson, I. M. Leavell and A. M. Haaf,

incorporators of the corporation known as the Vanity Boot Shop,

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 April , 1937. (SEAL)

C. L. Denton, 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 April , A.D., 1937, 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 10th, 193 7.

I have examined this charter of 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 Vanity Boot Shop is hereby 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 Twelfth day of April , 193 7.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

April 13, 1937.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Walker-Burrow Drug Company

1. The corporate title of said company is Walker-Burrow Drug Company.
2. The names of the incorporators are: George S. Walker, postoffice Columbia, Marion County, Miss. J. C. Burrow, Postoffice Columbia, Marion County, Miss.
3. The domicile is at Columbia, Marion County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Seven Thousand and No/100 Dollars ($7,000.00), all common stock.

5. Number of shares for each class and par value thereof. Seventy (70) shares of common stock, Par Value of each share is One Hundred Dollars ($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 a general drug, pharmaceutical and mercantile business, both wholesale and retail, and to acquire and own such real and personal property as may be desired for use in connection with such business.

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

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: To begin business when all of the capital stock has been paid.

This the 14th day of April, A. D. 1937.

George S. Walker,
J. C. Burrow,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Marion.

This day personally appeared before me, the undersigned authority, in and for said county and state, the within named George S. Walker and J. C. Burrow

incorporators of the corporation known as ~~MX~~ Walker-Burrow Drug 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 14th day of April, A. D. , 1937. (SEAL)

Agnes Applewhite,
Notary Public.
My commission expires May 9, 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 15th day of April , A.D., 1937, together with the sum of Twenty-Four Dollars ($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 15, 1937.

I have examined this charter of 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 Walker-Burrow 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 Sixteenth day of April , 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: April 16th, 1937.

This corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the Chancery Court of Marion County, Miss., this July 15, 1944. Certified copy of said decree filed July 1, 1944. Chancery Court of Marion County, Mississippi.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE EDGE-CLINE COMPANY

2/19/43

1. The corporate title of said company is The Edge-Cline Company

2. The names of the incorporators are: I. J. Davis, postoffice, Jackson, Mississippi; S. V. Simmons, postoffice, Jackson, Mississippi; L. M. James, 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 common stock.

5. Number of shares for each class and par value thereof. 100 (one hundred) shares of common stock of a par value of $100.00 per share.

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

7. The purpose for which it is created: To act as a merchandise broker, factor amd commission agent; to buy and sell at wholesale or retail merchandise and other personal property, for the account of the company and for the account of others; to acquire, carry and sell consigned stock of merchandise and other property; to acquire, lease, rent, encumber, improve and sell real property, and to take mortgages thereon; to acquire, own and sell stocks and bonds and other personal property, and to lend thereon; and to transact any and all other business which may be necessary, incidental or proper to the exercise of any and all of the aforesaid purposes of the corporation.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 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 (25) shares of common stock.

I. J. Davis,
S. V. Simmons,
L. M. James,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, in and for the jurisdiction aforesaid, I. J. Davis, S. V. Simmons, and L. M. James,

incorporators of the corporation known as the EDGE-CLINE COMPANY, WACH

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 April, 193 7.

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

~~STATE OF MISSISSIPPI, County of~~

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

~~incorporators of the corporation known as the~~ THE EDGE-CLINE Company, Wach

~~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~~ April ~~, 193~~ 7

Mrs. D.L.O. Balling
Notary Public

Received at the office of the Secretary of State, this the 9th day of April, A.D., 1937, 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 10th, 193 7.

I have examined this charter of 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 Edge-Cline 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 Twelfth day of April, , 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: April 13th, 1937.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

BAXTER & WHEAT, INC.

1. The corporate title of said company is Baxter & Wheat, Inc.
2. The names of the incorporators are: Roy Baxter, postoffice, Logtown, Miss.; J. B. Wheat, Postoffice, Logtown, Miss.; Mrs. Roy Baxter, postoffice, Logtown, Miss.
3. The domicile is at Logtown, 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. 100 shares at $100.00 per share.

6. The period of existence (not to exceed fifty years) is Twenty-five years.
7. The purpose for which it is created: Operating saw mills, buying and selling timber, tupentine, rosin, piling, pulp wood and anything in connection with the operations of a timber business, either converting timber into lumber, buying and selling same, or doing any and all things pretaining to the lumber and/or timber business.

Suspended By State Tax Commission 5/5/53 As Authorized By Section 151, Chapter 121, Laws of 1934, As Amended.
Heber Lodner
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:
50 shares.

Roy Baxter,
J. B. Wheat,
Mrs. Roy Baxter.
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hancock.

This day personally appeared before me, the undersigned authority, Roy Baxter, J. B. Wheat and Mrs. Roy Baxter,

incorporators of the corporation known as the persons

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 12th day of April, 1937. (SEAL)

C. W. Fountain,
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 April, A.D., 1937, 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 19th, 1937.

I have examined this charter of 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 Baxter & Wheat, Inc., is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Nineteen day of April, 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: April 21, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

GULF FISHERIES, INC.

1. The corporate title of said company is Gulf Fisheries, Inc.

2. The names of the incorporators are: H. C. Ingrahm, postoffice, Gulfport, Miss.; R. R. Guice, postoffice, Gulfport, Miss.; C. H. Schutte, postoffice, Gulfport, Miss.

3. The domicile is at Gulfport, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: The capital stock is One Hundred Thousand ($100,000.00) Dollars, and all thereof shall be common stock.

5. Number of shares for each class and par value thereof.: The capital stock shall be divided into one thousand shares and each share shall have the par value of $100.00.

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

7. The purpose for which it is created: To buy and sell fish, oysters, shrimp, crab and all other kinds of sea foods; to engage in the business of catching fish, shrimp, crab and other sea foods by any lawful means, and to gather or catch oysters by any lawful means or devices; to engage in the business of packing, canning or preserving fish, crab, shrimp, oysters and other sea foods, and to buy and sell such products; to lease, build, own and operate boats and other water craft; to lease and operate boats, and to transport freight and passengers for hire; to buy and sell vegetables, fruits and farm products; to can and preserve vegetables, fruits and other farm products, and to buy and sell such canned or preserved vegetables, fruits and farm products; to engage in a general mercantile business; to manufacture, buy and sell ice; to own and operate a cold storage and refrigeration plant; to own, buy, sell and deal in certificates of stock, bonds and other similar securities, and to do generally any and all lawful things incident or necessary to successfully operate the businesses and to carry out the purposes for which this corporation is created, and to provide the facilities to carry out the purposes for which this corporation is organized; the corporation shall have the power to lease, buy and own lands and to erect buildings and factories thereon and to fully equip such factories and buildings with all the necessary appliances, equipment and machinery.

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 100 shares or more have been subscribed and the par value thereof fully paid.

9. The first meeting of the incorporators to formally organize this corporation after the approval of this charter may be called by either of the incorporators herein by giving the other incorporators and other parties at interest two days written notice of the time, place and purpose of the meeting, which notice shall be given by mail, postage prepaid.

H. C. Ingrahm,
R. R. Guice,
C. H. Schutte, Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison,

This day personally appeared before me, the undersigned authority, H. C. Ingrahm, R. R. Guice, and C. H. Schutte,

incorporators of the corporation known as the Gulf Fisheries, 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 April, 193 7.

(SEAL)

S. K. Day,
Notary Public.
My commission expires Sept. 5, 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 12th day of April, A.D., 19 37 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., April 12, 193 7.

I have examined this charter of 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 Gulf Fisheries, Inc.,

is hereby approved.

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

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: April 13, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7412 M

The Charter of Incorporation of
OKOLONA MANUFACTURING COMPANY.

1. The corporate title of said company is OKOLONA MANUFACTURING COMPANY.
2. The names of the incorporators are: Jeff L. Rubel, Postoffice, Okolona, Miss; A. W. James, Postoffice, Okolona, Miss; W. E. Bearden, Postoffice, Okolona, Miss.
3. The domicile is at Okolona, 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 per share.

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 for market, trade and deal in, wholesale and retail, the following: shirts, shirtwaists, pajamas, collars, cuffs, underwear, hosiery, handkerchiefs, scarfs, cravats, neckwear, clothing, dry goods, all kinds of wearing apparel for both sexes, haberdashery; and woolen, silk, cotton and other goods, fabrics and materials of every kind and description, and any and all other materials used in the manufacture of clothing or wearing apparel or articles usually dealt in therewith, or in connection therewith, and to finish, bleach, color, clean and otherwise treat the same; and to manufacture, buy, sell, import, export, trade and deal in and use dies, chemicals and apparatus necessary or generally used in connection with the aforesaid business; and generally to conduct the business of shirt makers, dry goods and clothing merchants, tailors, haberdashers and general outfitters; to contract with and manufacture for other persons, firms or corporations wheresoever domiciled, all, any or either of the garmetns or other articles of wearing apparel above mentioned, and to do any and all lawful acts and things necessary or advisable in carrying on said business.

   (b) To acquire by purchase, gift, lease or otherwise, land, tenements and hereditaments together with building or buildings thereon for factory site, and such other lands, tenements and hereditaments together with all improvements thereon necessary, desirable or incidental to the carrying on of said business, or otherwise.

   (c) To acquire by purchase, lease, gift or otherwise, all machines, machinery, mechanical devices, equipment and apparatus necessary, desirable or incidental to said business, together with formulae, processes and patenst 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 Mississippi of 1930.

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

Jeff L. Rubel
A. W. James
W. E. Bearden
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of CHICKASAW.

This day personally appeared before me, the undersigned authority, Jeff L. Rubel- A. W. James- W. E. Bearden

incorporators of the corporation known as the Okolona Manufacturing Company

who acknowledged that each (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 22 day of April, 1937. (SEAL)

J. T. Stanford, Justice of the Peace.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged 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 April, A.D., 19 37 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 23rd, 1937.

I have examined this charter of 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 Okolona 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 the Twenty-fourth day of April, 1937,

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: April 24th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7389 W

The Charter of Incorporation of
SKUNA DEVELOPMENT COMPANY, INC.,

Recorded by State Tax Commission 4/9/42

1. The corporate title of said company is Skuna Development Company, Inc.,
2. The names of the incorporators are: H. H. Womble, Postoffice, Charleston, Mississippi; C. J. Robinson, Postoffice, Charleston, Mississippi; D. N. McCarty, Postoffice, Charleston, Mississippi.
3. The domicile is at Charleston, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof :.Five Thousand ($5000.00) Dollars.
5. Number of shares for each class and par value thereof. Two Hundred Shares of the par value of $25.00.
6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: First, to acquire by purchase or lease or otherwise lands in Mississippi, or any other locality for the purpose of prospecting for, and obtaining oil, gas, salt, sulphur or other minerals; and to that end to drill, or cause to be drilled, oil wells, or sink, or cause to be sunk, shafts for mining, and to buy, lease or otherwise acquire drilling rigs or other machinery or apparatus necessary to fully accomplish said purposes; and if oil, gas or other minerals are found, then to market same to the best advantage.

SECOND. To engage in the transporation of oil, gas, salt, sulphur, or other minerals, either produced by this corporation or other persons or corporations, by means of pipe lines, tramways, railroads, boats, barges, or other conveyances or to lease or sublease all or any part thereof to other persons or corporations for the like purpose,and, in order to fully carry out said object and purposes, to purchase, lease, or otherwise acquire, pipe lines, tramways, railroads, boats, barges, tankcars, locomotives, pumping stations, steam plants, air plants, and all other machinery, apparatus and paraphernalia necessary or incidental thereto.

THIRD. To build, construct, lease, purchase, or otherwise acquire buildings, machinery and other apparatus for refining, smelting, manufacturing or otherwise working up the products of mineral land, either produced by this Corporation or other persons or corporations, and to refine, smelt, manufacture or otherwise workup the by-products of said minerals and to operate the said plant and market the products or by-products as manufactured to the best advantage.

FOURTH. To engage in a general oil, gas or mineral brokerage business by buying, selling, or otherwise trading in mineral lands or the products or by-products of mineral lands.

FIFTH. To carry on such other business pertaining to oil, gas, salt, sulphur or other minerals as may be found necessary or desirable or such as is generally engaged in by a corporation of this kind.

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. The sum of $2000.00 to be subscribed and paid for before the corporation may begin business.

H. H. Womble
C. J. Robinson
D. N. McCarty
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Tallahatchie.

This day personally appeared before me, the undersigned authority, H. H. Womble, C. J. Robinson and D. N. McCarty

incorporators of the corporation known as the Skuna Development Company, Inc.,

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 1st day of April, 1937. ~~xxx~~ (SEAL)

Allen G. Neely Notary Public
My Com. expires 2/27/41.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged 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 April, A.D., 19 37 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 10, 1937. ~~xxx~~

I have examined this charter of 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 Skuna Development Company is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty-fourth day of April, 1937. ~~xxx~~

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: April 24th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7418 W

The Charter of Incorporation of
STANDARD VENEER COMPANY

1. The corporate title of said company is STANDARD VENEER COMPANY.
2. The names of the incorporators are: R.F.Perry, Postoffice, Natchez,Mississippi; H.W.Conover, Postoffice,Mason City,Iowa; N.A.Webster,Postoffice,Jackson,Mississippi;B.A.Webster,Postoffice,Mason City,Iowa;
3. The domicile is at Columbus, Mississippi. (W.E.Elder,Postoffice, Natchez,Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : $50,000.00, consisting of 200 shares of Preferred Stock of the par value of $100.00 per share, said Preferred Stock to be fully paid up and non-assessable, Dividends to be paid from surplus or net profits at the rate of six per centum per annum and no more. Such Dividends shall be cumulative and shall be paid or set apart, but without interest, before any Dividends shall be paid or declared upon Common Stock; and 30,000 shares of Common Stock of the par value of $1.00 per share.
5. Number of shares for each class and par value thereof. 200 shares of Preferred Stock at $100.00 per share. 30,000 shares of Common Stock of the par value of $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: To lease, own, purchase, buy, sell, operate, manufacture, handle, deal in lumber, veneering, egg crates and all kinds of crates and to buy, own, sell timber and logs of all kinds; to buy, own, sell, deal in lumber, timber, logs and manufactured products of all kinds and characters; to operate commissaries, spur tracks, logging, logging roads, tram roads, and do any and all things in and about the owning, leasing, manufacturing, buying and selling of lumber, timber and all manufactured products; to buy, own, acquire, sell, deal in all kinds of real and personal property and to borrow money, issue mortages, debentures, promissory notes and other evidence of indebtedness; to do a general wholesale and retail lumber, veneer, crate and manufacturing business. To purchase, acquire, own, sell lease and operate saw mills, lumber manufacturing plants of all kinds and characters and to manufacture all kinds of lumber and to lease, buy, own, sell and dispose of machinery and equipment for the manufacture of crates, lumber and products 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: 70 shares of Preferred Stock of the par value of $100.00 per share.
3,000 shares of Common Stock of the par value of $1.00 per share.

R. F. Perry
H. W. Conover
N. A. Webster
B. A. Webster
W. E. Elder
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, in and for said County and State, the within named R. F. Perry, H. W. Conover, N. A. Webster, B. A. Webster and W. E. Elder

incorporators of the corporation known as the STANDARD VENEER COMPANY

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 29 day of April, 1937. (SEAL)

Van W. Lowry, Notary Public.
My Commission expires Jan. 14, 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 30th day of April, A.D., 19 37 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., April 30, 1937

I have examined this charter of 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 Standard Veneer 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 Thirtieth day of April, 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: April 30th, 1937.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of 1934, as amended. This the 3rd day of January, 1951.

Secretary of State

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

1. The corporate title of said company is Stevens Oil Company, Inc.
2. The names of the incorporators are: N. G. Stevens, postoffice, Picayune, Miss.; Luther F. Tyler, postoffice, Picayune, Miss.; H. H. Parker, postoffice, Poplarville, Miss.
3. The domicile is at Picayune, Pearl River County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $5,000.00 Common Stock of One Class.

5. Number of shares for each class and par value thereof. 50 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 sell and distribute gasoline, kerosene, lubricating oils, greases and all petroleum products; to aquire, own, sell and lease real estate and personal property in the operation of said business; to sell and distfibute automobile tires, batteries and automobile accessories of all kinds; to sell, lease and distribute gasoline pumps, tanks of all kinds, air compressors and filling station equipment; to act as agent for any producer or distributor of petroleum and other products hereinbefore named, and to employ and have agents and distributors.

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 as amended.

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

N. G. Stevens,
Luther F. Tyler,
H. H. Parker,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Pearl River.

This day personally appeared before me, the undersigned authority, in and for Pearl River County, State of Mississippi, N. G. Stevens, Luther F. Tyler, and H. H. Parker, incorporators of the corporation known as the Stevens Oil Company, Inc., who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of April, 1937. (SEAL)

Ouida Martin,
Notary Public.
My commission expires December 22, 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 30th day of April, A. D., 1937, 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., 193

I have examined this charter of 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: Wm. H. Maynard, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Stevens 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 the Thirtieth day of April, 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: May First, 1937.

The Copartnership heretofore and
& Mississippi by a decree of the
Pearl River County Chancery Court
Mississippi, dated August 23, 1941,
and Ouida Wood, Secretary of State

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

1. The corporate title of said company is Sumrall Chamber of Commerce
2. The names of the incorporators are: W.H.L. Carruth, postoffice, Sumrall, Miss., H. E. Barrett, postoffice, Sumrall, Miss.; J. S. Temple, Sumrall, Mississippi.
3. The domicile is at Sumrall, Lamar County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof This corporation shall not be required to make publication pf 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 memberthe 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 by no liability against members for corporate debts, but the 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 civic welfare; assume the responsibilities of intelligent and patriotic citizenship, study and foster the commercial, industrial and educational advantages of the Town of Sumrall, Mississippi, and community. Encourage mutual understanding, and promote the business and social relationship of the members of this organization. Its activities shall be characterized neither by partizan, not sectarian tendencies. It is to be a non-share corporation, further to do and perform all things incidental, and necessary thereto, provided, however, nothing shall be done contrary,op in violation to the laws of Mississippi, and to do and perform all things usual and customary to Chambers of Commerce, and to have thepower to do all things incidental and necessary thereto not contrary to law?

Now came on to be heard the incorporation of the Sumrall Chamber of Commerce and deeming it to be necessary for the good and welfare of the Chamber of Commerce, it is therefore, resolved by the directors assembled at its regular meeting time that W.H.L.Carruth, H.E.Barrett, and J.S.Temple, be designated and authorized to sign said charter as the incorporators of Sumrall Chamber of Commerce. Done at regular meeting on this the 19th day of April, 1937.

Attest: H. E. Barrett, Secretary. W.H.L.Carruth, President.

I, H.E.Barrett, Secretary, Sumrall Chamber of Commerce, certify that this is a true and correct copy of the resolution, authorizing W.H.L.Carruth, H.E.Barrett, and J.S.Temple, as incorporators, as appears on the minute book at page No. 16.

Witness my signature, this the 26 of April, 1937. H. E. Barrett, Secretary.

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. H. Carruth,
J. S. Temple,
H. E. Barrett,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lamar County.

This day personally appeared before me, the undersigned authority, W.H.L.Carruth, H. E. Barrett. J. S. Temple,

incorporators of the corporation known as the Sumrall Chamber of Commerce,

who acknowledged that ~~XX~~ (they) signed and executed the above and foregoing articles of incorporation as (~~XX~~ (their) act and deed on this the 30 day of April, 193 7. (SEAL)

Porta Messer,
Notary Public 11-17-38

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged 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 April, A.D., 1937, 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 1st, 193 7.

I have examined this charter of 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 Sumrall Chamber of Commerce, Sumrall, Lamar Co., 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 the First day of May, , 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: May First, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

TUPELO LUMBER COMPANY, INC.

1. The corporate title of said company is Tupelo Lumber Company, Inc.

2. The names of the incorporators are: D. O. Puckett, postoffice, Tupelo, Miss.; Mrs. Clytee Yates Puckett, postoffice, Tupelo, Miss.; J. R. Anderson, postoffice, Tupelo, Miss.

3. The domicile is at Tupleo, Mississippi.

4. Amount of capital stock and particulars as to class of classes thereof Five Thousand (5000) shares of common stock of no par value but the price of $1.00 per share is hereby fixed for the sale and issuance of said common stock as of the creation of this corporation.

5. Number of shares for each class and par value thereof. Five thousand shares (5000) of common stock with no par value.

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

7. The purpose for which it is created: To engage in the retail and wholesale lumber and building material business and general contracting business with all rights and powers incidental and necessary, connected with or related to such business, to the end that such business or businesses may be conducted and carried on in such manner as natural persons might or could do, except to such extent as may be repugnant to law and against public policy.

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 Thousand shares of no par value common stock.

D. D. Puckett,
Mrs. Clytee Yates Puckett,
John R. Anderson,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lee.

This day personally appeared before me, the undersigned authority, D. O. Puckett, Mrs. Clytee Yates Puckett and J. R. Anderson,

incorporators of the corporation known as the Tupelo 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 24 day of April, 1937. (SEAL)

Willie Mayne Chenault,
Notary Public for Lee Co., Miss.
My com.Ex. 9-25-37.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged 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., 1937, 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, 1937.

I have examined this charter of 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 Tupelo 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 the Thirtieth day of April, 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: May 1st, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7424

The Charter of Incorporation of

STEPHENS MOTOR LINES, INC.,

1. The corporate title of said company is Stephens Motor Lines, Inc.,
2. The names of the incorporators are: John L. Bailey, Postoffice, Laurel, Mississippi; H. S. Stephens, Postoffice, Laurel, 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 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.

John L. Bailey
H. S. Stephens,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of HINDS.

This day personally appeared before me, the undersigned authority, John L. Bailey, and H. S. Stephens

incorporators of the corporation known as the STEPHENS MOTOR 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 3rd day of May , 1937.

(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 3rd day of May , A. D., 19 37 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 3rd, 1937

I have examined this charter of 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 Motor Lines, Inc.,

is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 4th day of May , 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: May 4th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7426 W

This Corporation dissolved by decree of Chancery Court of Coahoma County Mississippi, dated November 21, 1938. Certified Copy of said decree filed in the Office of the Secretary of State this 22nd of November 1938. Walker Wood Secy of State

The Charter of Incorporation of

MISSISSIPPI DELTA STORAGE & WAREHOUSE CO.

1. The corporate title of said company is Mississippi Delta Storage & Warehouse Co.
2. The names of the incorporators are: J.E.Merritt,Postoffice,Clarksdale,Miss; W.V.Jenkins,Postoffice,Clarksdale, Miss; H.D.Corley,Postoffice,Clarksdale,Miss;Jos.F.Ellis,Postoffice, Clarksdale,Miss;G.W.Wofford,
3. The domicile is at Clarksdale, Miss. (Postoffice,Drew,Miss.
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. 200 shares at a 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 conduct the business of a private warehouseman for hire, with all the powers, privileges and functions usually exercised by such; to buy and own such real estate, buildings, machinery, conveyances and appliances of every kind reasonable necessary and proper to such business; to receive, store, preserve, warehouse, keep and deliver to the person or persons entitled thereto all kinds of produce, farm products, manufactured goods of all such kinds of goods, wares and merchandise as are customarily kept and stored in warehouses; to issue warehouse receipts therefore as required by law or the contract of the parties and to make deliveries of goods, wares and merchandise so stored either at the warehouse or warehouses or to such point or points of delivery as may be designated or agreed upon, using for such deliveries such means and facilities as may be proper, which said means and facilities the said corporation shall have the power,to acquire and owh; to act as the agent of the owner or depositor of such goods, wares and merchanside; to collect from the consignee or person receiving the said products any monies due upon delivery and to remit the same to person or persons that may be entitled thereto. In addition to the foregoing, such corporation shall have the power, in connection with, and as a part of its warehouse business, to own, equip and operate cold storage plants, manufacture ice and generate electric current or other power for use in its,said business. Such corporation shall have the power to acquire any and all real estate that may be needed in its business, and to rent, buy or sell the same as the case may be.

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 to be paid in.

J. E. Merritt
W. V. Jenkins
H. D. Corley
Jos.F. Ellis
G. W. Wofford

Incorporators.

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Coahoma.

This day personally appeared before me, the undersigned authority, J. E. Merritt, W. V. Jenkins, H. D. Corley, Jos. F. Ellis

incorporators of the corporation known as the Mississippi Delta Storage & Warehouse Co.

who acknowledged that ~~XXX~~ (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 29 day of April , 193 7. (SEAL) Isadore Frank, Notary Public.
My Commission expires February 10, 1940.

STATE OF MISSISSIPPI, County of Sunflower.

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

incorporators of the corporation known as the

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 April , 193 7. (SEAL) Cordelia Keith, Notary Public.

Received at the office of the Secretary of State, this the 1st day of May , A.D., 19 37, 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 4th, 1937.

I have examined this charter of 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 Delta Storage & Warehouse Co., is hereby approved.

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

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: May 5, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

DOWNING-RANDOLPH, INCORPORATED

1. The corporate title of said company is Downing-Randolph, Incorporated.
2. The names of the incorporators are: Mrs. Sadie Vee W. Simmons, Postoffice Jackson, Mississippi; Miss Ione Davis, Postoffice Jackson, Mississippi; Mrs. Laura James, 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 ($5,000.00) Dollars, all common stock, with a par value of Fifty ($50.00) Dollars per share, 100 shares.

5. Number of shares for each class and par value thereof. 100 shares of common stock, par value Fifty ($50.00) 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 purchase, on credit or for cash, hold, sell, encumber, or otherwise deal in clothing and wearing apparel of every description and kind, and to purchase, on credit or for cash, hold,sell, encumber, or otherwise deal in any other articles which may be conveniently or advantageously handled in connection with the business aforesaid. To purchase, on credit or for cash, hold, sell, encumber or otherwise deal in showcases, racks and any and all kinds of fixtures necessary or convenient in conducting the aforesaid business. To do any and all things necessary or convenient in the conducting of a general mens' furnishing business, or haberdashery. To purchase, lease, or otherwise deal with real estate, and to improve 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: 30 shares of common stock.

Miss Iona Davis, Mrs. Sadie Vee W. Simmons, Mrs. Laura James,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds)

This day personally appeared before me, the undersigned authority, Mrs. Sadie Vee W. Simmons, Miss Iona Davis and Mrs. Laura James, each incorporators of the corporation known as the Downing-Randolph, 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 13th day of May, 1937. (S E A L) 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 13th day of May, A. D., 1937, 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 13, 1937.

I have examined this charter of 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 Downing-Randolph, Incorporated, is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Thirteenth day of May, 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: May 13, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

COCHRAN AND AUSTIN

1. The corporate title of said company is Cochran and Austin.
2. The names of the incorporators are: W. J. Cochran, postoffice, Harperville, Mississippi; D. D. Austin, post-office, Forest, Mississippi.
3. The domicile is at Forest, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : $5,000 common stock.

5. Number of shares for each class and par value thereof. 500 shares of common stock of the par value of $10.00.

6. The period of existence (not to exceed fifty years) is Fifty years.
7. The purpose for which it is created: Buy, own, operate, sell, lease and otherwise dispose of a cotton gin, or gins, together with all necessary real estate need or useful in such business, and to do any and all other things necessary or proper in the conduct of a gin business, including the purchase and sale of cotton seed, bagging, ties, fertilizer, feed, or other merchandise.

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

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

W. J. Cochran,
D. D. Austin,

ACKNOWLEDGMENT Incorporators.

STATE OF MISSISSIPPI, County of Scott.

This day personally appeared before me, the undersigned authority, W. J. Cochran and D. D. Austin,

incorporators of the corporation known as the Forest 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~~ 3rd day of May, 193 7. (SEAL)

Floyd Moseley,
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 May, A. D., 19 37, 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 11th 193 7.

I have examined this charter of 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 Cochran and Austin,

is hereby 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 Thirteenth day of May, 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

May 14th, 1937.

128 √ (Two years have elapsed without Report of organization being filed)

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

PEARL RIVER TUNG COMPANY, INC.

1. The corporate title of said company is Pearl River Tung Company, Inc.
2. The names of the incorporators are: Blaine Ewing, Jr., postoffice, Picayune, Mississippi; Ben F. Cameron, postoffice, Meridian, Mississippi.
3. The domicile is at Picayune, 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 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) Yeyrs.
7. The purpose for which it is created: To acquire, by purchase or otherwise, own, hold, buy, sell, convey, lease, mortgage or incumber real estate, or other property, personal or mixed; To survey, subdivide, plat, improve and develop land for purposes of sale or otherwise, and to engage in the general real estate business, and to do and perform all things needful and lawful for the development and improvement of the same for residence, farming, trade or business; to acquire, own, lease, occupy, improve, cultivate, develop or sell any plantations, woodlands, or other land, for the purpose of planting, developing, growing, using or selling trees for the growing of tung nuts, or any other sort of kind or trees or crops; to buy, sell, or otherwise deal or traffic in tung trees or tung nuts, or tung oil, or any products of either; to buy, construct, lease, own, use or otherwise handle or deal in manufacturing plants or storage plants for the extraction, storing, using or keeping of oil from tung nuts or from other nuts or commodities, and to engage in the purchase, sale, ownership, use or dealing in tung oil and tung oil products, or paint, or other commodities or merchandise; to engage in general farming or cultivation of any lands which may be acquired by the corporation by purchase, lease or otherwise, and to handle, deal in or dispose of the products of such farming or cultivation; to own, buy, sell, deal in or otherwise handle cattle and livestock of every kind and character; to purchase, own, or deal in timber and timber products and to own, use, lease or operate lumber mills, planing mills, or other manufacturing plants for the manufacture of timber into lumber; to drill or mine for oil, or other minerals situated on any lands owned, leased or used by the said corporation and to own or use any plants for the manufacture, refining, or storing of oil or other minerals; and to own all property and do all things necessary, useful or expedient for carrying out the purposes herein enumerated.

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 twenty (20) shares of the common stock of the par value of $100.00 per share have been subscribed and paid for.

Blaine Ewing, Jr.,
Ben F. Cameron,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, Ben F. Cameron,

incorporators of the corporation known as the Pearl River Tung 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 6th day of May, 1937. (SEAL)

Inez Daniels,
Notary Public.

STATE OF MISSISSIPPI, County of Pearl River.

This day personally appeared before me, the undersigned authority, Blaine Ewing, Jr.,

incorporators of the corporation known as the Pearl River Tung 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 7th day of May, 1937.

T. S. Ross, Notary Public.
My commission expires January 21st, 1941.

Received at the office of the Secretary of State, this the 8th day of May, A.D., 1937, 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 11th, 1937.

I have examined this charter of 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 Pearl River Tung Company, Inc.,
is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Thirteenth day of May, 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: May 14th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

OKOLONA PAJAMA COMPANY

1. The corporate title of said company is Okolona Pajama Company.

2. The names of the incorporators are: Jeff L. Rubel, postoffice, Okolona, Miss.; A. W. James, postoffice, Okolona, Miss.; W. E. Bearden, postoffice, Okolona, Miss.

3. The domicile is at Okolona, 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 per share.

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 for market, trade and deal in, wholesale and retail, the following: shirts, shirtwaists, pajamas, collars, cuffs, underwear, hosiery, handkerchiefs, scarfs, cravats, neckwear, clothing, dry goods, all kinds of wearing apparel for both sexes, haberdashery; and woolen, silk cotton and other goods, fabrics and materials of every kind and description, and any and all other materials used in the manufacture of clothing or wearing apparel or articles usually dealt in therewith, or in connection therewith, and to finish, bleach, color, clean and otherwise treat the same; and to manufacture, buy, sell, import, export, trade and deal in and use dies, chemicals and apparatus necessary or generally used in connection with the aforesaid business; and generally to conduct the business of shirt makers, dry goods and clothing merchants, tailors, haberdashers and general outfitters; to contract with and manufacture for other persons, firms or corporation wheresoever domiciled, all, any or either of the garments or other articles of wearing apparel above mentioned, and to do any and all lawful acts and things necessary or advisable in carrying on said business.

(b) To acquire by purchase, gift, lease or otherwise, land, tenements and hereditaments together with building or buildings thereon for a factory site, and such other lands, tenements and hereditaments together with all improvements thereon necessary, desirable or incidental to the carrying on of said business, or otherwise.

(c) To acquire by purchase, lease, gift or otherwise, all machines, machinery, mechanical devices, equipment and apparatus necessary, desirable or incidental to said business, together with formulae, processes and 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 Mississippi of 1930.

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

Jeff L. Rubel,
A. W. James,
W. E. Bearden,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Chickasaw.

This day personally appeared before me, the undersigned authority, Jeff L. Rubel, A. W. James and W. E. Bearden,

incorporators of the corporation known as the Okolona Pajama Company,

who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as ~~their~~ (his) (their) act and deed on this the 7th day of May, 193 7. (SEAL)

J. E. McCain,
Notary Public.
My com. Exp. 2-5-39

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

who acknowledged 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 May, A.D., 19 37 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 11th 193 7.

I have examined this charter of 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 Okolona Pajama 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 Thirteenth day of May, 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: May 14th, 1937.

Charter of incorporation of the Okolona Pajama Company filed in the office of the Secretary of State of Mississippi, and duly recorded in Charter Record Book 36, page 129, this May 13, 1940. Walker Wood, Secretary of State

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SHELBY OIL MILL

1. The corporate title of said company is Shelby Oil Mill.
2. The names of the incorporators are: Garner W. Green, Sr., postoffice, Jackson, Mississippi; Garner W. Green, Jr., postoffice, Jackson, Mississippi; E. A. Knight, postoffice, Jackson, Mississippi.
3. The domicile is at Shelby, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : 2000 shares par value $100.00 each, all common.
5. Number of shares for each class and par value thereof. 2,000 shares 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 do a general oil milling business, therein operating oil mill or oil mills, gins, as by law provided but no further, dealing in cottonseed, their products and by-products, and generally exercising all such incidental powers as may be requisite.

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: 500 shares.

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

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

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

incorporators of the corporation known as the Shelby 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 13th day of May, , 193 7.

(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 14th day of May , A.D., 1937, together with the sum of $ 410.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

WALKER WOOD, Secretary of State.

JACKSON, MISS., May 14, 1937 193

I have examined this charter of 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 Shelby 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 the Fourteenth day of May , 193 7.

By the Governor:

HUGH WHITE,

Governor.

WALKER WOOD, Secretary of State.

Recorded: May 14, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7442 W.

The Charter of Incorporation of

Devore & Seeuws, Inc.

Tax Commission as Authorized by Section 15, Chapter 124, Laws of Mississippi 1934 5/14/41.

1. The corporate title of said company is Devore & Seeuws, Inc.,

2. The names of the incorporators are: R. E. Devore, postoffice, Gulfport, Miss.; Mrs. R. E. Devore, postoffice, Gulfport, Miss.; Joseph F. Seeuws, Postoffice, Long Beach, Miss.

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

4. Amount of capital stock and particulars as to class or classes thereof $5,000.00 common stock; divided into 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 shares common stock of par value of $100.00 each. The sale price per share of said stock shall be $100.00 per share with power in the Board of Directors to, by proper resolution, change the sale price from time to time.

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 operation of a retail and wholesale stationery and office supply business, and in the sale of school books and periodicals, novelties, etc., and to do any and all things incident and necessary to the operation of a general office supply 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:

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

R. E. Devore,
Mrs. R. E. Devore,
Jos. F. Seeuws,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison,

This day personally appeared before me, the undersigned authority,

R. E. Devore, Mrs. R. E. Devore and Joseph F. Seeuws,

incorporators of the corporation known as the Devore & Seeuws, 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 14th day of May , 193 7. (SEAL)

R. A. Alexander,
Notary Public.
My commission expires March 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 18th day of May , A. D., 19 37, 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 193 7.

I have examined this charter of 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 Devore & Seeuws, Inc.,

is hereby approved.

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

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: May 24th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7447 W.

The Charter of Incorporation of

St. Louis Junk Company

1. The corporate title of said company is St. Louis Junk Company.
2. The names of the incorporators are: L. Davidson, postoffice, Meridian, Lauderdale County, Miss.; Sam Davidson, postoffice, Meridian, Lauderdale County, Miss.; Meyer Davidson, postoffice, Meridian, Lauderdale County, Miss.
3. The domicile is at Meridian, Lauderdale County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof
   Five Thousand Dollars, all common stock.
5. Number of shares for each class and par value thereof. fifty shares of common stock par value, 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: To buy and sell and deal generally in all kinds of metals; to buy and sell and deal generally in hides, furs, wool, rags, cottons, bottles, tallow, and greases, and conduct a junk business in all of its branches. To transact and do all such matters amd things as are conducive or incidental to above objects and 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 acts amendatory thereof.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
   ~~Five hundred of common stock.~~ Fifty shares of Common stock.

L. Davidson,
Sam Davidson,
Meyer Davidson,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, L. Davidson, Sam Davidson, and Meyer Davidson,

incorporators of the corporation known as the St. Louis Junk Company

who acknowledged that (~~mx~~ (they) signed and executed the above and foregoing articles of incorporation as ~~this~~ (their) act and deed on this the 14th day of May, 193 7. (SEAL)

Inez Daniels,
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 37, 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 1937

I have examined this charter of 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 St. Louis Junk 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 Twenty-fourth day of May, 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: May 24th, 1937.

Ins. Corporation Charter surrendered to the State of Mississippi by a Charter Duly Qualified Council Meeting held May 7th, 1941. Certified Copy of Said Charter in this Office, this 7th day of May, 1941. Walker Wood, Secretary of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Employees Cafeteria, Inc.

1. The corporate title of said company is Employees Cafeteria, Inc.

2. The names of the incorporators are: Ollie Duncan, postoffice, Kreole, Miss.; C.W. Scott, postoffice, Moss Point, Miss., L.E.Westfaul, Moss Point, Miss.; Joe Robinson, Escatawpa, Miss.; R.L.Miles, postoffice, Escatawpa, Miss.; R.U.Delmas, postoffice, Kreole, Miss.; J.George Hill, postoffice, Pascagoula, Miss.; Halsey H Dod, postoffice, Moss Point, Miss.

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

4. Amount of capital stock and particulars as to class or classes thereof Seven Thousand ($7,000.00) Dollars Common stock.

5. Number of shares for each class and par value thereof. Seven hundred (700) shares of par value of $10.00 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, acquire, construct, lease and operate cafeterias, restaurants or cafes for the preparation and sale of food, barber shops, hotels, apartment houses, recreation or amusement parks, swimming pools, golf courses, motion pictures theatres, and opera houses and to operate or lease any or all of same. To acquire by purchase, gift, or construction any and all lands, buildings, and equipment necessary, incidental or useful for the construction or operation of any of the above enterprises, and to make sale or other disposition of the same, in whole or in part.

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.

L.E.Westfaul,
Ollie Duncan,
Joe Robinson,
Halsey H. Dod,
C.W.Scott,
R.A.Delmas,
J.George Hill,
R.L.Miles, Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jackson.

This day personally appeared before me, the undersigned authority, L. E. Westfaul, Ollie Duncan, Joe Robinson, Halsey H Dod, C. W. Scott, R. U. Delmas, George Hill, R. L. Miles, incorporators of the corporation known as the Employees Cafeterial, 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 March, 193 7. (SEAL)

Herschel E. Richard, 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 May, A.D., 1937, 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., May 17th 1937.

I have examined this charter of 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 Employees Cafeteria, Inc., is hereby approved.

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

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: May 24th, 1937.

Chattel mortgage by Jackson County Canners to Kreole Bank & Trust Co. Dated 12-9-37 Recorded 12-9-37

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

7448 W.

1. The corporate title of said company is Hughes Motor Co., Inc.
2. The names of the incorporators are: George E. McGehee, postoffice, McComb, Miss.; Mrs. George E. McGehee, postoffice, McComb, Miss.; J. E. Hughes, postoffice, McComb, Miss.
3. The domicile is at McComb, Miss.
4. Amount of capital stock and particulars as to class or classes thereof There shall be $10,000.00 in amount of capital stock, all of which shall be common stock with a par value as hereinafter described.

5. Number of shares for each class and par value thereof. There shall be 100 shares of commn stock with 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, sell and deal in new and used automobiles; to buy, sell and deal in a general line of motor vehicle parts, tires, tubes, batteries and other accessories; to engage in a general filling station, gasoline, oil, luhricant, service station repair and garage business; to operate a general automobile repair and machine shop and in the prosecution of a general automobile repair and machine shop and in the prosecution of the business of said corporation it is authorized to hypothecate and assign its franchise, notes and choses in action. That the said corporation may do and perform such other acts incident to its business not prohibited by law and that it shall the power to sell, lease, mortgage or take mortgages on real estate or personal property in the conduct of its business.

Re: corporation dissolved by decree of the Chancery Court of Pike County, Miss., rendered Feb. 17, 1938, on cause therein pending style Re: Dissolution of Hughes Motor Company, Inc., and entered of record in said Court. Certified Copy of said decree filed here Feb. 19, 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 of 1930.

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

There shall be 30 shares of common stock subscribed and paid for in cash or its equivaleht in property before the corporation may begin business.

George E. McGehee,
Mrs. George E. McGehee,
J. E. Hughes,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Pike.

This day personally appeared before me, the undersigned authority, J. E. Hughes, George E. McGehee, and Mrs. George E. McGehee,

incorporators of the corporation known as the Hughes Motor 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 18th day of May , 193 7. (SEAL)

J. O. Lenoir, 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 20th day of May , A. D., 1937 , 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 20th, 193 7.

I have examined this charter of 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 Hughes Motor Co., Inc.,

is hereby approved.

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

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: May 24th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7439 W.

The Charter of Incorporation of

James J. Cole & Co., Inc.

1. The corporate title of said company is James J. Cole, & Co., Inc..

2. The names of the incorporators are: James J. Cole, postoffice, Natchez, Mississippi; D. A. Cole, postoffice, Natchez, Mississippi; James Avery Cole, postoffice, Natchez, Mississippi; Margaret M. Pitchford, postoffice, Natchez, Mississippi; William C. Cole, 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 Not to exceed Fifty Thousand ($50,000.00) Dollars for Common Stock.

5. Number of shares for each class and par value thereof. Not to exceed five hundred (500) 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 years.

7. The purpose for which it is created: To conduct and operate a General Mercantile and Department Store Business, to buy, sell and deal in dry goods of every class and description, ladies' ready-to-wear goods, toilet articles, preparations and accessories, clothing, household furniture, furnishings and equipment, novelties, and art works, and all and every type of merchandise customarily dealt in and sold in the conduct of the general department store, dry goods, and furniture businesses; to acquire, own, hold, receive, lease, purchase, sell, mortgage, and dispose of real estate; to borrow money; to make investments of corporate assets; to make and enter into contracts of any kind incident to the principal purposes for which it is incorporated, and to do any and all things reasonably necessary or proper in the conduct of the business of the corporation not prohibited by law and to do all things empowered by general law that may be in furtherance of the business of said corporation.

This Corporation dissolved and its Charter surrendered to the State of Mississippi by a decree of the Chancery Court of Adams County, Mississippi, dated September 27, 1944. Certified Copy of said decree filed in my office, this October 7, 1944. Walker Wood, Secy. 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 and fifty (250).

9. The first meeting of the incorporators may be helf whenever a majority thereof may come together for that purpose and without publication of notice of other formal notice.

Witnesses
Ethel B. Smith,
Z. H. Brandon.

His mark

James J. Cole,
D. A. (his X mark) Cole
James Avery Cole,
Margaret M. Pitchford,
William C. Cole.
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Adams.

This day personally appeared before me, the undersigned authority, James J. Cole, D. A. Cole, James Avery Cole, Margaret M. Pitchford, and William C. Cole, incorporators of the corporation known as the James J. Cole & 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 15th day of May, 1937. (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 17th day of May, A. D., 1937, 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., May 17th 193 7.

I have examined this charter of 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. James J. Cole & Co., Inc., is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty-fourth day of May, 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

May 24th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7443 W.

The Charter of Incorporation of

Fleming Gravel Company, Inc.,

1. The corporate title of said company is Fleming Gravel Company, Inc.
2. The names of the incorporators are: F. C. Fleming, postoffice, Columbus, Mississippi, R.F.D.; Nellie D. Fleming, postoffice, Columbus, Mississippi, R.F.D.
3. The domicile is at Columbus, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Ten Thousand & 00/100 ($10,000.00) Dollars, all common.

5. Number of shares for each class and par value thereof. one hundred shares at $100.00 per share, all common stock.

6. The period of existence (not to exceed fifty years) is fifty (50) shares.
7. The purpose for which it is created: To lease, purchase, and sell mineral lands and gravel lamds, and lands containing gravel material, to mine for minerals and gravel and gravel materials; and to own, dig, and operate gravel pits and materials; and to own, dig, and operate gravel pits and pits containing gravel materials. To buy and sell minerals, gravel, and gravel materialx ofall kinds whatsoever. To lease, buy and sell real estate. To own and operate stores and commissaries for the purchase and sale of goods, wares, and merchandise of every nature and kind. To build, own and operate on lands leased or owned by it such railroads, roads and ways as may be necessary for the purpose of using and operating mines, gravel lands and gravel pits and removing and hauling minerals, gravel, and gravel material therefrom, and also such connecting railriads, roads, sidetracks, and switches as may be necessary to connect its mines, gravel lands, gravel pits, stores, and commissaries with the railroads engaged in the business of common carriers.

This corporation dissolved & its charter surrendered & the State by a decree of the Chancery Court of Lowndes County, Miss. on June 9, 1941. Certified copy of said decree filed in this office, Oct. 17, 1941. Certified copy of said decree filed in this office, Oct. 17, 1941. 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 1930.

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

F. C. Fleming,
Nellie D. Fleming,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lowndes.

This day personally appeared before me, the undersigned authority, F. C. Fleming and Nellie D. Fleming,

incorporators of the corporation known as the Fleming Gravel Company, Inc.,

who acknowledged that ~~XXX~~(they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 14th day of May , 1937. (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 18th day of May , A. D., 1937, 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 18th 193 7.

I have examined this charter of 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 Fleming Gravel Company, Inc.,

is hereby approved.

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

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: May 24th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7449 W.

The Charter of Incorporation of

Blanks Culpepper Chemical Corporation

1. The corporate title of said company is Blanks Culpepper Chemical Corporation.

2. The names of the incorporators are: Blanks Culpepper, postoffice, Meridian, Mississippi; Mrs. Inez C. Culpepper, postoffice, Meridian, Mississippi; Thos. L. Baileym postoffice, Meridian, Mississippi.

3. The domicile is at Meridian, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Four thousand shares of common stock.

5. Number of shares for each class and par value thereof. Four thousand shares of common stock of the par value of Twenty-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 manufacture and compound drugs, medicines, cosmetics and to buy, sell manufacture or deal in any article customarily sold in drug stores and designed for personal uses; To buy, manufacture or deal in paints, varnishes, lacquers and similar lines of merchandise, as well as drugs and medicine of every kind; to manufacture and deal in candy, soft drinks, food products and confections; to acquire and obtain patent rights, make experiments, and conduct research laboratories, obtain patents and trade marks and to do anything deemed necessary to promote the interests of the corporation; to lease or own and operate warehouses, factories, a wholesale store, or stores, a retail store, or stores; to establish agencies and place franchises; to own, acquire and deal in property of all kinds deemed necessary to the successful operation of the business of the corporation; to do any and all things not inconsistent with law deemed necessary to the successful conduct of the business.

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

Blanks Culpepper,
Mrs. Inez C. Culpepper,
Thos. L. Bailey,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, Blanks Culpepper, Mrs. Inez C. Culpepper and Thos. L. Bailey,

incorporators of the corporation known as the Blanks Culpepperr Chemical Corporation

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 20th day of May , 1937. (SEAL)

Williece McKee,
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 May , A. D., 1937, 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., May 21st 193 7.

I have examined this charter of 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 Blanks Culpepper Chemical Corporation is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty-fourth day of May , 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: May 24th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7441 W.

The Charter of Incorporation of

Ruple Oil Company,

1. The corporate title of said company is Ruple Oil Company.
2. The names of the incorporators are: Myrtle W. Stockett, postoffice, Woodville, Mississippi; Lillie May Waltoh, Woodville, Mississippi; George A. Stockett, postoffice, Woodville, Mississippi; Peter M. Stock-
3. The domicile is at Woodville, Wilkinson, County, Mississippi. ett, postoffice, Wood-ville, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof
The amount of capotal stock is Five Thousand Dollars, being represented by Five Hundred Shares of common stock each share being or the par value of Ten Dollars.

5. Number of shares for each class and par value thereof. Five Hundred shares of common stock each share being of the par value of Ten Dollars.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To own, hold, acquire, buy, sell, trade and generally deal in oil, gas and mineral leases, rights, interests and royalties of all kinds; to own, hold, acquire, buy, sell, trade and generally deal in leases, rights and interests in minerals, metals, sulphur, sands, clays, and gravel of all kinds; to buy, sell and trade lands; to mine, bore wells, sink shafts, explore, drill for, produce, transport, store and reduce to possession oil, gas, minerals, metals, sands, sulphur, clays and gravel or any of them of all kinds by such means, methods necessary or desired and to lease, own, buy, sell, maintain and operate factories, refineries, pipe lines, storage tanks and warehouses, machinery and appliances or all kinds in connection with the foregoing business; to carry on the business of producing, refining, marketing, mining, buying, selling, drilling for, transporting and storing petroleum and its by-products, oil, gas, minerals, metals, sands, clays and sulphur of all kinds and by-products of the same; to contract for the drilling and completion of wells in search of oil, gas and minerals and opening and operations of mines and shafts for the production of minerals, metals, sands, sulphur, clays and gravel of all kinds; to lease, own, hold, buy, sell and contract for the leasing, purchasing and sale of property real and personal; to give such security and issue such notes, bonds and certificates of indebtedness as may be necessary or desired in connection with the foregoing business and make and enter into all such contracts as may be desired or necessary in the operation of said business or any of them. To do any and all other acts necessary or required in connection with the foregoing purposes not violative 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:
Five hundred shares of commoh stock, each share being of the par value of Ten dollars.

Myrtle W. Stockett,
Lilla May Walton,
George A. Stockett,
Peter M. Stockett,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, Myrtle W. Stockett and Lilla May Waltoh,

incorporators of the corporation known as the Ruple Oil 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 13th day of May, 193 7. (SEAL)

Tom Q. Ellis,
Notary Public, Clerk
Supreme Court.

STATE OF MISSISSIPPI, County of Wilkinson,

This day personally appeared before me, the undersigned authority,

George A. Stockett and Peter M. Stockett,

incorporators of the corporation known as the Ruple Oil Company,

who acknowledged that ~~xxxx~~ (they) signed and executed the above and foregoing articles of incorporation as ~~xxx~~ (their) act and deed on this the 15th day of May, 193 7. (SEAL)

Jas. W. Lee, Notary Public.
Wilkinson County, Mississippi

Received at the office of the Secretary of State, this the 17th day of May, A. D., 19 37 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 193 7

I have examined this charter of 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 Ruple 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 Twenty-fourth day of May, 193 37.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: May 24th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

COLONIAL FUNERAL HOME, INC.

1. The corporate title of said company is Colonial Funeral Home, Inc.,

2. The names of the incorporators are George B. Lampston, postoffice, Columbia, Mississippi; H. H. Barnes, postoffice, Columbia, Mississippi; W. M. Lampton, postoffice, Columbia, Mississippi; E. H. Austin, postoffice, Columbia, Mississippi; J.W.Smith, postoffice, Columbia, Mississippi; F.W.Thornhill, postoffice, Columbia, Mississippi.

3. The domicile is at Columbia, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof $15,000.00 of common stock, the par value of each share of which is $5.00, with the right to begin business when $14,000.00 of stock is paid in.

5. Number of shares for each class and par value thereof. 3000 shares of common capital stock of the par value of $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: (a) The purpose for which this corporation is created is to sell contracts to bury at this corporation's expense certain person or persons designated in such policies, furnishing the casket and certain designated supplies and service, to cost certain specified sums; or to make contracts with certain persons designated in the policies whereby under certain conditions this corporation will pay to the beneficiary or beneficiaries named in the contracts, a certain specified sum of money in lieu of furnishing the casket and funeral supplies so designated in said contracts, all of which purposes shall be carried out in full compliance with Chapter 93 of the Annotated Code of 1930 and Laws amendatory thereof. (b) The principle of the operation of the business of this corporation is that for certain premiums to be paid monthly, quarterly, semi-annually or annually, to be designated in the Contract, and a schedule of which is to be approved by the Commissioner of Insurance of the State of Mississippi, upon written signed applications of certain persons, this corporation will execute and deliver written contracts to furnish burial benefits to certain designated persons in said policy or policies. (c) The names, residence & official title of all the officers who are to have and exercise the general control and management of the affairs and the funds of the corporation are as follows: George B. Lampton, of Columbia, Miss., President; H. H. Barnes, Columbia, Miss., Vice-President; J. W. Smith, Columbia, Miss., Secretary and Treasurer.

To purchase and otherwise acquire, sell and otherwise dispose of caskets, burial robes, and all other funeral supplies; to embalm and otherwise prepare for burial human bodies; and in general to conduct a general undertaking business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 93, Code of Mississippi of 1930, and laws amendatory thereof.

~~The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 93, Code of Mississippi of 1930, and laws amendatory thereof.~~

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

2800 shares of the par value of $5.00 per share, aggregating $14,000.00.

Geo. B. Lampton,
H.H.Barnes,
W.M.Lampton,
E. H. Austin,
J. W. Smith,
F. W. Thornhill,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Marion,

This day personally appeared before me, the undersigned authority, George B. Lampton, H. H. Barnes, W. M. Lampton, E. H. Austin, J. W. Smith and F. W. Thornhill,

incorporators of the corporation known as the Colonial Funeral Home, 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 27th day of May, 193 7. (SEAL)

Mrs. Virgie 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 29th day of May, A. D., 19 37, 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., 5-29 193 7.

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

John S. Williams, 3rd,
Commissioner of Insurance.

~~STATE OF MISSISSIPPI, Executive Office, Jackson~~

~~The within and foregoing charter of incorporation of~~

~~is hereby 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 day of , 193~~

~~By the Governor:~~

~~WALKER WOOD, Secretary of State.~~

~~HUGH WHITE,~~
~~Governor.~~

~~Recorded~~

Recorded: May 29th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

PRESLEY CHEVROLET COMPANY

1. The corporate title of said company is Presley Chevrolet Company.
2. The names of the incorporators are: B. E. Presley, postoffice, Pickens, Mississippi; W. L. Murtagh, postoffice Pickens, Mississippi; K. W. Exum, postoffice, Pickens, Mississippi.
3. The domicile is at Pickens, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Eight Thousand Dollars ($8,000.00) all preferred stock
5. Number of shares for each class and par value thereof. Three hundred and twenty (320) shares of preferred stock at 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 own and operate a place for the purpose of buying and selling automobiles, accessories and equipment and farming implements, and a repair shop or garage in connection therewith. To buy and sell gasoline, all kinds of motor fuel, oil and greases. Said corporation may buy, own, sell, lease and rent realx 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:
Two hundred and fifty (250) shares.

B. E. Presley,
W. L. Murtagh,
K. W. Exum,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Holmes.

This day personally appeared before me, the undersigned authority, B. E. Presley, W. L. Murtagh, K. W. Exum,

incorporators of the corporation known as the Presley Chevrolet 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 , 193 7. (SEAL)

. A.A.Whitehead, Notary Public.
My commission expires September 26, 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 31st day of May , A. D., 19 37, 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., May 31st 193 7.

I have examined this charter of 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 Presley Chevrolet Company is hereby approved.

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

By the Governor:

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

Recorded: June 2, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

GENERAL LAUNDRY AND CLEANING COMPANY, INC.

1. The corporate title of said company is General Laundry and Cleaning Company, Inc.
2. The names of the incorporators are: P. J. Nevers, postoffice, Gulfport, Mississippi; L. K. Hill, postpffice, Gulfport, Mississippi; A. A. Gause, postoffice, Gulfport, Mississippi.
3. The domicile is at Gulfport, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $10,000.00. All common stock. Corporation may begin business when $3000.00 of capital stock has been paid in.
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 own, lease or otherwise acquire and operate laundries and cleaning establishments and to do a general laundry and cleaning business, including the dying and repairing of all articles of clothing and any and all other fabrics. To own and acquire in whole or in part interest in other laundry and cleaning businesses that is permitted by law; to do any and all things necessarily incident and germane to said 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:
30 shares of common stock, par value $100.00 per share.

L. K. Hill,
A. A. Gause,
P. J. Nevers,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Harrison.

This day personally appeared before me, the undersigned authority, P. J. Nevers, L. K. Hill, A. A. Gause,

incorporators of the corporation known as the General Laundry and Cleaning 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 28th day of May, , 193 7. (SEAL)

H. H. Jones,
Notary Public.

STATE OF MISSISSIPPI, County of

This day personally appeared before me, the undersigned authority,

incorporators of the corporation known as the

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

Received at the office of the Secretary of State, this the 1st day of June , A. D., 1937, 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 1st, 193 7.

I have examined this charter of 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 General Laundry and Cleaning Company, Inc., is hereby approved.

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

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:
June 2nd, 1937.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Hotel Grover Company

1. The corporate title of said company is Hotel Grover Company

2. The names of the incorporators are: Carl Merck, postoffice, Cleveland, Mississippi; Reuben J. Alston, postoffice, Cleveland, Mississippi; Annie A. Merck, postoffice, Cleveland, Mississippi; Freda E. Alston, 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 $65,000.00, all common stock.

5. Number of shares for each class and par value thereof. 650 shares of common stock only and of 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 purchase, hold, own, sell, mortgage, acquire by lease or dispose of by lease or rental, real estate, buildings, equipment, fixtures, fittings, furniture and any and all kinds of real and personal property used for or in connection with the ownership and operation of hotels; to operate, manage and control a hotel or hotels in the State of Mississippi; to lease or rent such parts of any hotel or hotels operated or controlled as may be suitable for business purposes connected or not connected with the usual business of operation of a hotel.

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:

650 shares of common stock.

Carl Merck,
Reuben J. Alston,
Mrs. Annie A. Merck,
Freda E. Alston,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Bolivar,

This day personally appeared before me, the undersigned authority, Carl Merck, Reuben J. Alston, Annie A. Merck, and Freda E. Alston,

incorporators of the corporation known as the Hotel Grover Company,

who acknowledged that ~~(x)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(x)~~ (their) act and deed on this the 25th day of May, 193 7. (SEAL)

C. B. Lagrone,
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 May, A. D., 1937, 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., May 31st, 193 7.

I have examined this charter of 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 Hotel Grover 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 First day of June, 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: June 2nd, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Hi-Mileage Retreading Company

1. The corporate title of said company is Hi-Mileage Retreading Company.
2. The names of the incorporators are: L. B. McGhee, postoffice, Jackson, Mississippi; W. E. Pepper, postoffice, Jackson, Mississippi; J. D. Harris, postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Fifty shares common stock. Par Value One Hundred ($100.00) Dollars per share.
5. Number of shares for each class and par value thereof. Fifty shares common stock. Par value 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 manufacture, retread and repair automobile tires and batteries, to purchase and sell raw materials used in the manufacture thereof, and machinery and property useful and convenient in such manufacture.

To carry on a general automobile supply business, including the purchase and sale of all kinds of automobile supplies and accessories, gasoline, oils and grease, at wholesale and retail, and to lease, buy, hold, and sell all such property, real or personal, as may be necessary to the prosecution 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: Ten (10) shares.

L. B. McGhee,
W. E. Pepper,
J. D. Harris,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Hinds.

This day personally appeared before me, the undersigned authority, L. B. McGhee, W. E. Pepper and J. D. Harris,

incorporators of the corporation known as the Hi-Mileage Retreading Company,

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 24th day of May , 193 7. (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 24th day of May , A. D., 1937, 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 31st, 193 7.

I have examined this charter of 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 Hi-Mileage Retreading 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 First day of June , 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:
June 2nd, 1937.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MERIDIAN MOTORS.

1. The corporate title of said company is Meridian Motors.

2. The names of the incorporators are: DeWitt DeWeese, postoffice, Philadelphia, Mississippi; H. G. King, postoffice, Philadelphia, Mississippi; Vern B. Ley, 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 Twenty-five thousand and no/100 dollars ($25,000.00) in common stock, entitling the holders thereof to all rights and privileges usual to such stock, to be enjoyed without restrictions.

5. Number of shares for each class and par value thereof. Two hundred and fifty shares of common stock of the par value of one hundred and no/100 dollars ($100.00) per share, entitling the holders thereof to all rights and privileges usual to such stock, to be enjoyed without restrictions, such stock to be paid for in cash or in property at a fair and reasonable 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 and conduct a general wholesale and retail motor vehicle business, and in so doing: To buy, otherwise acquire, hold, own, store, repair, build, equip, service, improve, lease, finance, hypothecate, trade, sell and use in every necessary or appropriate way automobiles, motorcycles and other motor vehicles of every kind, nature and description, and all accessories, parts, supplies and materials incidental and appropriate to the operation, repair, construction, preservation or equipment of the same; to buy, otherwise acquire, hold, own, store, repair, service, manage, rent, finance, hypothecate, lease, trade, sell and use in every necessary or appropriate way real and personal property necessary or appropriate to the management, operation, advancement or preservation of its business; to borrow money, issue bonds, promissory notes or other evidences of debt; and to do all things not prohibited by law which are proper and for the best interest of the corporation, and which are calculated to advance its business and stability in accord with the purposes for which it is created.

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, as amended and supplemented.

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.

DeWitt DeWeese,
H. G. King,
Vern B. Ley,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lauderdale.

This day personally appeared before me, the undersigned authority, DeWitt DeWeese, H. G. King, and Vern B. Ley,

incorporators of the corporation known as the Meridian Motors,

who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 27 day of May, 193 7. (SEAL)

Myrtle Whetstone, Notary Public.
My commission expires August 24th, 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 31st day of May, A. D., 19 37, 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 1st, 193 7.

I have examined this charter of 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 Meridian Motors, is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the First day of June, 193 7

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: June 2, 1937.

Photostatic copy of Charter of Incorporation of Meridian Motors, Inc., Lauderdale County, Mississippi, issued by the Secretary of State of Mississippi on May 16, 1952. Certified copy is hereby made a part hereof.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MOSS POINT MANUFACTURING COMPANY

1. The corporate title of said company is Moss Point Manufacturing Company.

2. The names of the incorporators are: C. B. Wilkerson, postoffice, Moss Point, Jackson County, Miss.,; Loyd Perkins, postoffice, Moss Point, Jackson, County, Miss.

3. The domicile is at Moss Point, Jackson County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof $20,000.00, common capital stock only.

5. Number of shares for each class and par value thereof. 200 shares of common capital 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 engage in the manufacture and sale of lumber of all kinds and classes that may be manufactured from the various kinds of hardwoods, pines, firs, cedars or other trees used in the manufacture of lumber; to manufacture plugs, commonly used in connection with the manufacture and sale of paper in rolls; and to manufacture such other saleable products that are made or that might hereafter be made with wood; to sell at wholesale and/or retail any and all products manufactured by the Corporation and to buy for re-sale at wholesale or at retail all other types of materials and hardware used in construction; to buy and own lands and timber and to log or sell the same; to build houses or other structures for sale, or for rent; to buy, lease, sell, rent or otherwise acquire and/or dispose of property of every kind, class or character that may be needed or deemed advisable in furtherance of the corporation purposes and to do any and all things deemed necessary or germane or ancillary to the corporation purposes or to the successful operation 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, and all acts supplemental thereto or amendatory thereof.

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 seventy (70) shares of its common capital stock of the aggregate par value of seven thousand dollars ($7,000.00) will have been subscribed and paid for in cash or in property of equivalent cash value.

C. B. Wilkerson,
Loyd Perkins,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Jackson.

This day personally appeared before me, the undersigned authority, C. B. Wilkerson and Loyd Perkins,

incorporators of the corporation known as the Moss Point Manufacturing Company,

who acknowledged that ~~(his)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 18th day of June, 193 7. (SEAL)

T. L. DeLashmet,
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., 1937, 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 2nd, 193 7.

I have examined this charter of 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 Moss Point 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 the Fourth day of June, 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: June 5th, 1937.

This Corporation dissolved and certificate issued by Secretary of State March 12, 1945. Certified copy of said dissolution filed in this office March 19, 1945. C. B. Wilkerson & the above named County Jackson County, Mississippi Walker Wood, Secretary of State.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

SUNFLOWER MILLS

1. The corporate title of said company is Sunflower Mills.

2. The names of the incorporators are: Morris lewis,Jr.,postoffice,Indianola,Mississippi;Celian H.lewis,postoffice Indianola,mIssissippi;L.H.Paris,postoffice,Lexington, Mississippi;Herbert Hyman,postoffice, Inidianola,Mississippi;John H. Kier, Postoffice, Lexington, Mississippi.

3. The domicile is at Indianola, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof
Twenty-five Thousand Dollars, ($25,000.00) all common stock.

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

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

7. The purpose for which it is created: To transact a general flour milling business, and to grind and mill wheat and other grainx and feed material into food or feed or by-products thereof; and to blend and process and pack flour amd to buy and sell at wholesale and retail wheat and other grain and feed material, and to buy and sell at wholesale or retail food and feed and by-products manufactured from wheat and other grain and feed material; to buy and sell goods, wares,xxxxxchandise, supplies and other personal property of all kinds at wholesale and retail and to take and give securities and other evidences of debt in the general course of the operatuion of said business; to purchase, lease and otherwise acquire and own all necessary real and personal property for the operation of said business including buildings, elevators and machinery and to sell, lease, and otherwise dispose of all such real and personal property; to establish and operate branch mills, stores, and places of business for the above purposes in the State of Mississippi and in other states of the United States; to borrow money and issue notes, bonds, or other obligations therefor and to secure the payment thereof by pledge or mortgage of all or any part of its property; to buy and sell and own bonds and stocks, but not to acquire or own; directly or indirectly, the whole or any part of the capital stock of any competing corporation doing business 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 1930.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
The Corporation may be organized and begin business when as much as Two Hundred Fifty (250) shares of such Common Stock shall be subscribed and paid for in cash or its equivalent in real or personal property.

Morris Lewis, Jr.,
Celian H. Lewis,
m L. H. Paris,
Herbert Hyman,
John H. Kier,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Holmes,

This day personally appeared before me, the undersigned authority, in and for said County and State Morris Lewis, Jr., Celian H. Lewis, L. H. Paris, Herbert Hyman, John H. Kier,

incorporators of the corporation known as the Sunflower Mills,

who acknowledged that (xxx) (they) signed and executed the above and foregoing articles of incorporation as (xxx) (their) act and deed on this the 7th day of June , 193 7. (SEAL)

Kathryn Meek,
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 June , A.D., 1937, 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 7th 193 7.

I have examined this charter of 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 Sunflower Mills is hereby 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 Seventh day of June , 193 7.

HUGH WHITE,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded: June 7th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Surrendered by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of 1932 8/13/41

1. The corporate title of said company is Hartman Funeral Home of Jackson.

2. The names of the incorporators are: A. S. Hartman, postoffice, Brookhaven, Mississippi; O. H. Hartman, postoffice, Brookhaven, Mississippi; E. G. Hartman, postoffice, Brookhaven, Mississippi.

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof $25,000.00 as follows: The capital stock shall consist of 980 shares of preferred stock of par value of $25.00 per share and 5000 shares of common stock of no par value. The preferred stock shall receive 6% cumulative dividends payable annually before any dividends are paid on the common stock, but shall receive no dividends other than such 6%. The preferred stock in event of dissolution, shall be fully paid, together with accrued dividends, before any payments are made on common stock. Said preferred stock shall have no voting power, except as required by Section 194 of the Constitution of Mississippi. Such preferred stock may be redeemed at any time by order of the Board of Directors on payment of par and accrued dividends. After redemption, such preferred stock may be re-issued when and as ordered by the Board of Directors. Except as required by Section 194 of the Constitution of Mississippi, all voting power shall be vested in the common stock. Common stock shall be sold at not exceeding ten cents per share, unless and until such value is increased or changed by the Board of Directors, which shall have power to fix the price thereof, and such common stock may be paid for in cash or in property or in services at a valuation fixed by the Board of Directors.

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

Nine hundred and eighty (980) shares of par value of $25.00.
Five thousand shares common of par value of ten 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 generally in the mortuary business and allied activities including among other things the rights: 1. To own and operate one or more hearses and funeral hearse service. 2. To own and operate an ambulance or ambulances and furnish ambulance service. 3. To embalm and otherwise prepare bodies for burial or other form of interment. 4. To own, lease or operate a crematory or crematories and to cremate bodies. 5. To conduct funeral and any part of funerals including rights to furnish for hire conveyances for the transportation of friends and other participants in any service connected therewith. 6. To handle and sell coffins, caskets and burial vaults. 7. To handle, sell, deliver, furnish and erect monuments, cemetery fences, coping, mansoleums and other cemetery structures. 8. To handle, sell and deal in funeral robes, suits, dresses and other undertakers supplies of every kind and character not herein before mentioned. 9. To conduct a florist business and handle, sell and deal in flowers and evergreens. 10. To disinter or rebury bodies and to do general disinterment work. 11. To own and operate funeral parlors and/or a funeral home or homes for the conducting of funerals and the housing and accomodation of relatives, friends and others. 12. To do all things, render all service and handle and sell all articles the corporation may or can be called on for in connection with the disposal of human bodies; 13. To buy, own and sell, convey, mortgage or encumber real estate. 14. To contract with other persons, firms, corporations, or associations for the handling of burials and the performance, under such contract or contracts, of all the services hereinabove enumerated. 15. To accept in settlement of debts and obligations real or personal property, other than money, including agricultural products and when so acquired, to sell and dispose 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:

200 shares Preferred Stock and
200 shares common stock.

A. S. Hartman,
O. H. Hartman,
E. G. Hartman,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Lincoln.

This day personally appeared before me, the undersigned authority, A. S. Hartman, O. H. Hartman and E. S. Hartman, incorporators of the corporation known as the Hartman Funeral Home of Jackson, who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 14 day of June, 193 7. (SEAL)

F. J. Hart,
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 14th day of June, A.D., 19 37, 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 14th, 193 7.

I have examined this charter of 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 Hartman Funeral Home of Jackson, is hereby approved.

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

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: June 15th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

J. H. Tabb and Company, Inc.

1. The corporate title of said company is J. H. Tabb and Company, Inc.
2. The names of the incorporators are: J. H. Tabb, postoffice, Houston, Mississippi; Mrs. Eva Collins Tabb, Postoffice, Houston, Mississippi; Fred Dulaney, postoffice, Houston, Mississippi.
3. The domicile is at Houston, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Fifteen Thousand Dollars, all to be issued as Common Stock of the par value of One Hundred Dollars a share.

5. Number of shares for each class and par value thereof. One Hundred Fifty Shares of Common Stock of the par value of One Hundred Dollars a share.

6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To engage in the manufacture of timber into product of any kind and all kinds for sale; To own and lease and to operate saw mills and machinery for the manufacture of lumber and timber and wood products, to erect and establish plants for such purpose, and to lease its plants to others for such purpose; to contract with others for the manufacture of lumber and timber product from raw material furnished by it; to buy and sell timber and timber products; to purchase and own logs, timber and trees and to sell same, either as such or as manufactured product; to purchase, own and sell land; to erect and own buildings and structures for its convenience or necessity of operations; to become and act as sales agent for others in marketing for them lumber and other timber products; to lend money to others for the operation of saw mills, planing mills, and other plants for the manufacture of timber products, and take security therefor, and to advance money to others for the purchase of timber, logs, trees and timbered land for the promotion of its business as manufacturer of timber products and as sales agent for others in marketing such products; to borrow money and give 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 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.

J. H. Tabb,
Eva Collins Tabb,
Fred Dulaney,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Chickasaw.

This day personally appeared before me, the undersigned authority, in and for said county and state, J. H. Tabb, Mrs. Eva Collins Tabb and Fred Dulaney,

incorporators of the corporation known as the J. H. Tabb and 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 12th day of June, 193 7. (SEAL)

Louise Evans, Notary Public.
My commission expires January 31,1940.

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 14th day of June, A. D., 1937, 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 14th, 193 7.

I have examined this charter of 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 J. H. Tabb and Company, Inc.,

is hereby approved.

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

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded: June 15th, 1937.

This corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the Chancery Court of Chickasaw County, Mississippi, dated July 17, 1944. Certified copy of said decree filed in this office June 20, 1944. Walker Wood, Secy of State.

FOR AMENDMENT SEE BOOK 42-43 PAGE 317

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Home Real Estate and Insurance Agency,

1. The corporate title of said company is Home Real Estate and Insurance Agency.

2. The names of the incorporators are: W. R. Caston, postoffice, McComb, Mississippi; H. P. Mosley, postoffice McComb, Mississippi; E. B. Willoughby, postoffice, McComb, Mississippi.

3. The domicile is at McOmb City, Pike County, Mississippi.

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

Five Thousand Dollars consisting of the following:
(Class 1) 10 shares of preferred stock of the par value of $100.00 per share, bearing interest at sic percent per annum, and having a preference on the net assets upon the dissolution or winding up of the corporation.
(Class 2) 40 shares of common stock of the par value of $100.00 per share.

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

(Class 1) 10 shares of the par value of $100.00 per share.
(Class 2) 40 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 engage in and carry on a general real estate business, including the right to buy, own, to sell or otherwise dispose of, or encumber, or rent or manage all kinds of real and other property, either itself or as agent for others for cash, or on credit and take security therefor, and to borrow or loan money on such property and give or take mortgages or other security on the property for the payment thereof and to pledge, sell, or hypothecate any of said securities, and to do all things necessary and proper in and about the conduct of the aforesaid business, not in violation of the Constitution or Laws of the State of Mississippi.

And to engage in a general insurance agency business for this corporation or as agent for others, including the right to write life, fire, tornado, and accident insurance; and to do and perform any and all things necessary in and about the proper conduct of the aforesaid 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: Ten shares of Class Number 2 to be subscribed and paid for before the corporation may begin business.

W. R. Caston,
H. P. Mosley,
E. B. Willoughby,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Pike?.

This day personally appeared before me, the undersigned authority, W. R. Caston, H. P. Mosley and E. B. Willoughby

incorporators of the corporation known as the Home Real Estate amd Insurance Agency,

who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as ~~their~~ (their) act and deed on this the 19th day of June , 193 7. (SEAL)

Justin J. Cassidy,
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 June , A.D., 19 7 , 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 21st 193 7.

I have examined this charter of 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 Home Real Estate and Insurance Agency,

is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the twenty-first day of June , 193 7.

By the Governor:

HUGH WHITE,
Governor.

WALKER WOOD, Secretary of State.

Recorded:

June 21st, 1937.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

Prepared by State Tax Commission
TUCKER PRINTING HOUSE JACKSON MISS
Acts of Mississippi 1936
Laws of Mississippi 1936
5/8/1946

The Charter of Incorporation of

THE HOME DRY GOODS COMPANY

1. The corporate title of said company is The Home Dry Goods Company.
2. The names of the incorporators are: H. T. Smith, postoffice Batesville, Mississippi; R. A. Jones, postoffice Greenwood, Mississippi; C. L. Lomax, postoffice Greenwood, Mississippi.
3. The domicile is at Greenwood, Leflore County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof Ten Thousand dollars, all common stock.
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 carry on and conduct a wholesale and retail, dry goods business, or either; to buy, sell and deal in dry goods of every class, nature and description; to establish and conduct the business of dry goods merchants to buy, sell and deal in notions, goods, clothing, hats, boots and shoes, linens, silks, ribbons, gloves, laces, neckwear, cotton goods, white goods, stationery, and all types and kinds of clothing for men, women and children.

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 of common stock.

H. T. Smith,
R. A. Jones,
C. L. Lomax,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Leflore.

This day personally appeared before me, the undersigned authority, H. T. Smith and C. L. Lomax

incorporators of the corporation known as the Home Dry Goods 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 11th day of June , 193 7. (SEAL)

C. N. Moe, Notary Public.

STATE OF MISSISSIPPI, County of Leflore.

This day personally appeared before me, the undersigned authority, R. A. Jones, one of the

incorporators of the corporation known as the Home Dry Goods 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 12th day of June , 193 7. (SEAL)

C. N. Moe, Notary Public.

Received at the office of the Secretary of State, this the 15th day of June , A. D., 1937, 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 19th 193 7.

I have examined this charter of 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 Home Dry Goods Company is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the Twenty-first day of June , 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: June 22nd, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

LUCAS-McMORROUGH COMPANY.

Secretary of State Tax Commission
as Authorized by Section 15, Chapter
121, Laws of Mississippi 1924
FEB 7 - 1938

1. The corporate title of said company is Lucas-McMorrough Company.

2. The names of the incorporators are: W. B. Lucas, postoffice Ebenezer, Mississippi; J. J. McMorrough, postoffice, Ebenezer, Mississippi.

3. The domicile is at Ebenezer, Holmes County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof The amount of authorized capital stock is Four Thousand dollars ($4,000.00)

5. Number of shares for each class and par value thereof. The par value of each share of stock 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 engage in a general mercantile business, to trade, buy and sell dry goods, groceries, hardware, household goods, wares, fixtures, and merchandise as is customarily and usually traded in,bought, and sold by general mercantile stores, to transact said business for cash and/or credit, to receive and give securities and other evidences of indebtedness in the usual and general course of the operation of said business, and to purchase, lease, and otherwise acquire any real and personal property necessary for the proper operation of said general mercantile business, and to purchase, lease, or otherwise acquire and operate land for agricultural purposes, not exceeding ten thousand acres of land in any one year, and to sell, lease, and otherwise dispose of all such 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:

The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business shall be thirty-five, to be paid for in money and/or personal property ($3500.00)

W. B. Lucas,
J. J. McMorrough,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Holmes.

This day personally appeared before me, the undersigned authority, in and for said county and State, W. B. Lucas, and J. J. McMorrough,

incorporators of the corporation known as the Lucas-McMorrough Company

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 18th day of June , 193 7. (SEAL)

M. O.Reilly, Notary Public.
My commission expires January 25, 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 19th day of June , A.D., 1937, 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 19th 193 7.

I have examined this charter of 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: , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Lucas-McMorrough 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 twenty-first day of June , 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

June 22, 1937

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

1. The corporate title of said company is Harvester Sales & Service Company.
2. The names of the incorporators are: O. N. Stevenson, postoffice, Picayune, Miss.
   J. Pulford, postoffice, " "
   Luther F. Tyler, postoffice, " "
3. The domicile is at Picayune, Pearl River County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof $5,000.00 common stock of one class.
5. Number of shares for each class and par value thereof. 50 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 operate a commercial garage, or garages, to buy, sell and deal in all kinds of cars, trucks, tires, batteries, and all kinds of automobile accessories, gasoline, kerosene, oils, greases, and all petroleum products, and to own and sell any and all kinds of property for the purposex of carrying on said business.

   Also, to own, buy and sell real estate, and any and all personal property 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:
   Fifty shares.

O. N. Stevenson,
J. Pulford,
Luther F. Tyler,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Pearl River.

This day personally appeared before me, the undersigned authority, O. N. Stevenson, J. Pulford, and Luther F. Tyler,

incorporators of the corporation known as the Harvester Sales & Service Company,

who acknowledged that (he)(they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~(their) act and deed on this the 14 day of June, 193 7. (SEAL)

Ouida Martin, Notary Public.
My commission expires December 22, 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 16th day of June, A. D., 1937, 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 193 7.

I have examined this charter of 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 Harvester Sales & Service Company is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the twenty-first day of June, 193 7.

HUGH WHITE,
Governor.

By the Governor:

WALKER WOOD, Secretary of State.

Recorded:

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

YAZOO FARMERS GIN COMPANY

1. The corporate title of said company is YAZOO FARMERS GIN COMPANY

2. The names of the incorporators are: J. S. Williams, Jr., Postoffice Star Route, Yazoo City, Miss; F. A. Taylor, postoffice Yazoo City, Mississippi; C. D. Williams, 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: $60,000.00 common stock.

5. Number of shares for each class and par value thereof. 6000 Shares par value $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 public cotton gins and to engage in, transact and conduct the business incident thereto; to buy and sell cotton seed; to acquire and own real estate necessary for gin sites and for other purposes in the operation of cotton gins and the business incident thereto; to do all lawful acts and things necessary in the operation of public cotton gins and the business incident thereto.

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 the persons in interest or such first meeting may be called by any two of the incorporators by giving three days notice of same by mail.

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:
6000 shares of common stock.

J. S. Williams, Jr.,
F. A. Taylor,
C. D. Williams,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Yazoo.

This day personally appeared before me, the undersigned authority, J. S. Willams, Jr., F. A. Taylor, and C. D. Williams,

incorporators of the corporation known as the Yazoo Farmers 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 14th day of June, 193 7. (SEAL)

Edith Durel, 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 June, A.D., 1937, 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., June 18th 193 7.

I have examined this charter of 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: Wm. H. Maynard, , Assistant Attorney General.

STATE OF MISSISSIPPI, Executive Office, Jackson.

The within and foregoing charter of incorporation of Yazoo Farmers 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 the twenty-first day of June, 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: June 22, 1937.

Statement of intent to dissolve filed this December 10, 1963.
Hebby Ladner Secretary of State

Articles of Dissolution filed this March 10, 1964. Hebby Ladner, Sec. of State

154 √ 46-47 508 For Ass't Photostat 1 46 589-591

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

PETTY-HOUSE GAS COMPANY

1. The corporate title of said company is Petty-House Gas Company.
2. The names of the incorporators are: W. G. Petty, postoffice, 650 Marshall Ave., Memphis, Tennessee; C. P. House, postoffice, Cleveland, Mississippi; R. D. Everitt, postoffice, Ruleville, Mississippi.
3. The domicile is at Cleveland, Bolivar County, Mississippi.
4. Amount of capital stock ~~and particulars as to class or classes thereof~~ Six Thousand ($6,000.00) Dollars, all common stock.

5. ~~Number of shares for each class and par value thereof~~ The par value of shares is 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: Buying, transporting, storing and selling, at wholesale and retail, liquid gas, gasoline, greases and oils, and to conduct a general wholesale and retail liquid gas, gasoline, grease and oil business, and to do all acts incidental to and necessary in connection with the operation of such business.

The rights and powers that may be exercised by this corporation, ~~in~~ are those conferred by the provisions of 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. G. Petty,
C. P. House,
R. D. Everitt,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Sunflower.

This day personally appeared before me, the undersigned authority, W. G. Petty, C. P. House and R. D. Everitt,

incorporators of the corporation known as the Petty-House Gas 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 June, 193 7. (SEAL) Theo. Borodofsky
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., 1937, 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., June 16th, 193 7.

I have examined this charter of 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 Petty-House 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 the twenty-first day of June, 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: June 22, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

KOELLING BOTTLING COMPANY, INCORPORATED

1. The corporate title of said company is Koelling Bottling Company, Incorporated.

2. The names of the incorporators are: Louis Koelling, postoffice, Clarksdale, Mississippi; Perry Koelling, postoffice, Clarksdale, Mississippi; Louis J. Sherwin, postoffice, Water Valley, Mississippi.

3. The domicile is at Water Valley, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: Capital stock in the amount of $5,000.00 and all to be common stock.

5. Number of shares for each class and par value thereof. 100 shares of common stock, of the value of $50.00 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 manufacture and sell, at wholesale and at retail, carbonated and still beverages; to buy, own, mortgage, and sell real and personal property, bonds, stocks, and evidences of indebtedness, borrow money; sell for cash or on credit; and take deeds of trust, assignments, mortgages, and other security for such credit sales.

This Corporation dissolved and its Charter surrendered to the State of Mississippi by a decree of Chancery Court of Yalobusha County, Miss., dated December 24, 1941. Certified copy of said decree filed in this office, this December 29, 1941. 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:

100 shares of common stock---the only class of stock---are to be subscribed for and paid for before the corporation may begin business.

Louis Koelling,
Perry L. Koelling,
Louis J. Sherwin,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Yalobusha.

This day personally appeared before me, the undersigned authority, in and for the above county and state, Louis J. Sherwin, one of the incorporators of the corporation known as the Koelling Bottling Company, Incorporated, who acknowledged that (he) signed and executed the above and foregoing articles of incorporation as their act and deed on this the 22nd day of June, 1937. (SEAL)

S. W. Berryhill, Notary Public

STATE OF MISSISSIPPI, County of Coahoma.

This day personally appeared before me, the undersigned authority, in and for the above county and state, Louis Koelling and Perry Koelling, two of the incorporators of the corporation known as the Koelling Bottling Company, Incorporated, who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (their) act and deed on this the 15th day of June, 1937. My commission expires Dec. 14, 1938 Spivey Fletcher Douglass (SEAL)

Notary Public.

Received at the office of the Secretary of State, this the 23rd day of June, A.D., 1937 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 24th, 1937.

I have examined this charter of 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 Koelling Bottling 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 the 24th day of June, 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: June 25th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

GRENADA HORSE SHOW ASSOCIATION

1. The corporate title of said company is Grenada Horse Show Association.
2. The names of the incorporators are: W.A.Ransom,postoffice,Grenada,Miss.;G.M.Garner,postoffice,Grenada,Miss.; Mrs. C.C.Cathey,postoffice,Grenada,Miss.;Bryon Hunter,postoffice,Grenada,Miss.;E.Brantley,postoffice,
3. The domicile is at Grenada, Miss. Grenada,Miss.
4. Amount of capital stock and particulars as to class or classes thereof None.

The said corporation shall issue no shares of stock, shall divide no dividends or profits among their 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.

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 the instigation and execution of a annual horse show.

Resolution adopted by members of Grenada Horse Show Association of Grenada, Mississippi.

Be it remembered that, at a regular meeting of the members of Grenada Horse Show Association, at a meeting duly and legally called and convened at Grenada, Miss., on the 18th day of June, A. D. 1937, at which meeting there were more than a majority of the members of the said Association in attendance and participating in said meeting, and thereat the following was then and there accomplished, among other things, as follows, to-wit: Resolved that this association shall be incorporated, under the name of Grenada Horse Show Association, as a non-share and non-profit corporation as provided in Section 4131 of the 1930 Mississippi Code, and that W. A. Ransom, G. M. Garner, Mrs.C.C.Cathey, Bryon Hunter, and E. Brantley, Members of this organization forthwith do all necessary to secure the desired charter of incorporation.

I, the undersigned, Secretary of said organization, do hereby certify that the above is a true copy of the resolution adopted by a majority vote of the membership of said organization at the meeting stated and same is entered upon the minutes of said meeting.

Witness my hand this the 18th day of June, 1937.

Bryon Hunter, Secretary.

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.

W.A.Ranson,
G. M. Garner,
Mrs. C. C. Cathey,
Bryon Hunter,
E. Brantley,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Grenada.

This day personally appeared before me, the undersigned authority, W. A. Ransom, G. M. Garner, Mrs. C. C. Cathey, Byron Hunter, E. Brantley,

incorporators of the corporation known as the Grenada Horse Show Ass'n,

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 18th day of June , 193 7. (SEAL)

A. N. Rayburn, Notary Public
My commission expires Aug. 19, 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 23rd day of June , A. D., 1937 , 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, 1937 193

I have examined this charter of 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 Grenada 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 the 24th day of June , 193 7.

By the Governor:

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

Recorded: June 25th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

Ellis Hardware & Implement Company

1. The corporate title of said company is Ellis Hardware & Implement Company.

2. The names of the incorporators are: J. E. Ellis, postoffice, Winona, Mississippi; D. W. Burrus, postoffice Winona, Mississippi; J. D. Boyd, postoffice, Winona, Mississippi.

3. The domicile is at Winona, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof Ten Thousand Dollars, ($10,000.00), common stock.

5. Number of shares for each class and par value thereof. One Hundred Shares 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 do and conduct a general hardware and implement business, at wholesale and retail, including the buying and selling shelf and heavy hardware, implements of husbandry, tractors, plows, trucks, motor vehicles, motors, machinery, guns, fire-arms, ammunitions, and any and all other articles of goods, wares and merchandise usually handled in the general hardware business, and to acquire, own and sell real estate.

This corporation dissolved by Decree Chancery Court Montgomery County, dated March 7, 1939.

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)

J. E. Ellis,
D. W. Burrus,
J. D. Boyd,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Montgomery.

This day personally appeared before me, the undersigned authority, of law in and for said county and state, the within named J. E. Ellis, D. W. Burrus, and J. D. Boyd,

incorporators of the corporation known as the Ellis Hardware & 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 15 day of June, 193 7. (SEAL)

Earl W. Crenshaw,
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 17th day of June, A. D., 1937, 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 17, 193 7.

I have examined this charter of 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 Ellis Hardware & Implement Company,

is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the twenty-first day of June, 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: June 22, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS.

Secretary of State Tax Commission
Authorized by Section 15, Chapter
21, Laws of Mississippi 1934 5/15/41.

The Charter of Incorporation of

NATIONAL ROYALTY COMPANY

1. The corporate title of said company is National Royalty Company.
2. The names ~~of the incorporators~~ and post office addresses of the incorporators are: C. L. Smith, Hattiesburg, Mississippi; John B. Riley, Flora, Mississippi; V. O. Jones, Hattiesburg, Mississippi.
3. The domicile ~~first~~ of the Corporation in this State is Hattiesburg, Mississippi.
4. ~~amount of capital stock and particulars as to class or classes thereof~~ The amount of Capital Stock with full particulars as to the class or classes thereof, including privileges thereof, including privileges and restrictions, is as follows: $50,000.00, all common stock.
5. ~~number of shares for each class and par value thereof~~ The sales price per share of stock is as follows: $1.00 each per share with 50,000 shares.
6. The period of existence ~~not to exceed fifty years~~ of this Corporation is fifty years.
7. The purpose for which ~~it is formed~~ this Corporation is created is as follows: To locate, purchase, lease, and acquire, sell and convey lands, mines, mineral claims, oil, gas, and oil and gas rights, minerals, and mineral rights, and the right to prospect for, mine, bore, sink wells and shafts, produce, pipe, sell, convey and transport, oil, petroleum, gas and other minerals of every kind and description for the use and benefit of, and as far as may be necessary or incident to the purposes of, the corporation; and also to purchase or in any manner whatsoever acquire, and to sell or in any manner whatsoever dispose of, and generally and in any manner whatsoever to deal in, crude petroleum and its products. To carry on the business of searching and prospecting for, mining, producing, manufacturing, piping, storing, transporting and selling petroleum and other oils and their products and by-products for the use and benefit of the corporation, and to sell and market the same. To bore, build, construct, pump, operate and maintain oil and gas wells. To purchase and/or acquire, and/or combine and consolidate oil, gas and minerals, mineral rights, leases and royalties on the lands of various owners with the right to buy, sell and deal in, convey and dispose of such rights and interests, not contrary to law. To acquire, own, develop, operate, sell and dispose of mines of coal, iron, lead, zinc, copper, silver, gold, tin and other minerals found on, in or beneath any lands purchased, leased or otherwise acquired. And in addition to the above all things that are needed or needful to be had and done in connection with the carrying out of the several purposes specifically set forth, and all other rights and powers that this corporation may be entitled to generally as provided by Chapter 100 of the 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.~~ The number of shares of capital stock necessary to be subscribed and paid for before the Corporation shall commence business shall be not less than 300 shares of the Capital Stock of said Corporation, as herein provided, the payment for said shares of stock to be in money or its equivalent.

Witness the signatures of the incorporators, on this the 21st day of June, A. D. 1937.

C. L. Smith,
John B. Riley,,
V.O.Jones, Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Forrest.

~~This day~~ Personally appeared before me, the undersigned authority, in and for said county and state, the within named C. L. Smith and V. O. Jones, two of the incorporators of the corporation known as the National Royalty Company, a corporation, who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as ~~their~~ (their) act and deed. ~~Witness my~~ Given under my hand and seal of office, on this the 21st day of June, A.D. 1937.

(SEAL) Elsie S. Miller, Notary Public.
My commission expires May 27th, 1938

STATE OF MISSISSIPPI, ~~Hinds~~ Hinds County.

~~This day~~ Personally appeared before me, the undersigned authority, in and for said county and state, the within named John B. Riley, one of the incorporators of the corporation known as the National Royalty Company, who acknowledged that (he) ~~they~~ signed and executed the above and foregoing articles of incorporation as (his) ~~their~~ act and deed. ~~Witness my~~ Given under my hand seal of office, on this the 21 day of June, A. D. 1937.

(SEAL) Walker Wood, Notary Public
Secretary of State

Received at the office of the Secretary of State, this the 21st day of June, A. D., 1937, 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, 193 7

I have examined this charter of 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 National Royalty Company is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 24th day of June, 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: June 25, 1937

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

WILSON TRUCK LINES, INC.,

1. The corporate title of said company is Wilson Truck Lines, Inc.

2. The names of the incorporators are: M. C. Wilson, postoffice, Columbia, Miss.; Mrs. Virginia B. Wilson, postoffice, Columbia, Miss.

3. The domicile is at Columbia, Miss.

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

5. Number of shares for each class and par value thereof. Fifty (50) shares of common stock, all of the same class, 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 operate motor vehicles, including trucks, tractors, trailers and busses, as a common carrier of property and freight for hire in intra state and interstate commerce; to purchase, lease, or otherwise acquire, and own motor vehicles, including trucks, tractors, trailers and busses, to be used in its business as such common carrier of property and freight, and as a contract carrier of property and freight; to acquire and own operating rights, and franchises for the purpose of operating as such common carrier or/and contract carrier, or otherwise, on the public highways; to acquire and own such land and other property as may be required for stations, warehouses or otherwise in the transaction of its business; to borrow money and execute liens on any or all of its property to secure the payment of same, and to do any and all things incidental to and deemed necessary 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 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 twenty- (20) shares of its stock have been subscribed and fully paid for.

M. C. Wilson,
Mrs. Virginia B. Wilson,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Marion.

This day personally appeared before me, the undersigned authority, M. C. Wilson and Mrs. Virginia B. Wilson,

incorporators of the corporation known as the Wilson 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 25th day of June, 1937. , 193

T. H. Barnes, Chancery Clerk,
By Louise Keys, 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 28th day of June, A. D., 19 37, 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 28th, 193 7.

I have examined this charter of 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 Wilson Truck Lines, Inc.,

is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 28th day of June, 193 7.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded:

June 28th, 1937.

This Corporation Charter and Amendment to the State of Mississippi by a decree of the Chancery Court of Marion County, Mississippi, dated November 15, 1943. Certified Copy of said decree filed in this office, this November 11, 1943. Certified Copy of said decree filed in this office, this November 11, 1943. Walker Wood, Secretary of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

The Columbus News Company

1. The corporate title of said company is The Columbus News Company.
2. The names of the incorporators are: Hal Fox, Jr., postoffice, State College, Mississippi; Reuben C. Algood, postoffice, Louisville, Mississippi; Mrs. Judith Fox Algood, postoffice, Louisville, Mississippi.
3. The domicile is at Columbus, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof : Five thousand dollars common capital stock with fifty shares of $100.00 each par value.
5. Number of shares for each class and par value thereof. Fifty (50) shares common stock of $100 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 conduct a newspaper and publishing business, to conduct a general commercial job printing business including ruling and binding, to conduct a general stationery and office supply business and to have all the rights, powers amd privileges granted by law incidental and necessary to the conduct 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 1930.

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

Ten (10) shares of common stock.

Hal Fox, Jr.,
Reuben C. Algood,
Mrs. Judith Fox Algood,

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI, County of Winston.

This day personally appeared before me, the undersigned authority, Hal Fox, Jr., and Reuben C. Algood,

incorporators of the corporation known as the The Columbus News 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 June, 1937. (SEAL)

Hoy Hathorn, Notary Public.
My commission expires Dec. 29, 1937.

STATE OF MISSISSIPPI, County of Oktibbeha.

This day personally appeared before me, the undersigned authority,

Mrs. Judith Fox Algood,
The Columbus News Company

incorporators of the corporation known as the

who acknowledged that she signed and executed the above and foregoing articles of incorporation as her act and deed on this the 26th (RLB) day of June, 1937. (SEAL)

R. L. Brown, Notary Public.
My com. expires 2/27/1938

Received at the office of the Secretary of State, this the 28th day of June, A. D., 1937, 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 28th 1937.

I have examined this charter of 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 Columbus News 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 twenty-eigth day of June, 1937.

By the Governor:

WALKER WOOD, Secretary of State.

HUGH WHITE,
Governor.

Recorded: June 29th, 1937

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Incorporation of JONESTOWN COOPERATIVE GINNING ASSOCIATION (A.A.L.)

I.

The corporate title of said company is Jonestown 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. B. O'keefe,	Jonestown, Mississippi
C. H. Cocke,	Jonestown, Mississippi
C. H. Cocke, Jr.,	Jonestown, Mississippi
A. L. Block,	Jonestown, Mississippi
H. M. Haney,	Jonestown, Mississippi
W. Haynes,	Jonestown, Mississippi
S. H. Friedman,	Jonestown, Mississippi.
W. E. Granberry,	Jonestown, Mississippi.
W. A. Hughes,	Jonestown, Mississippi.
B. K. Smith,	Jonestown, Mississippi

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 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 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 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 said association shall be fifty years.

VI.

The domicile of said association shall be at Jonestown, 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 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.

J. B. O'Keefe, Jonestown, Mississippi.
C. H. Cocke, Jonestown, Mississippi
C. H. Cocke, Jr., Jonestown, Mississippi.
A. L. Block, Jonestown, Mississippi.
H. M. Haney, Jonestown, Mississippi.
W. Haynes, Jonestown, Mississippi.
S. H. Friedman, Jonestown, Mississippi.
W. E. Granberry, Jonestown, Mississippi.
W. A. Hughes, Jonestown, Mississippi.
B. K. Smith, Jonestown, Mississippi.

State of Mississippi,
County of Coahoma.

Before me, the underwisgned Notary Public in and for said county and state, this day personally appeared J. B. O'Keefe, C. H. Cocke, C. H. Cocke, Jr., A. L. Block, H. M. Haney, W. Haynes, S. H. Friedman, W. E. Granberry, W. A. Hughes, B. K. Smith, who each and severally acknowledhed that they signed, delivered, and executed the above and foregoing Articles of Incorporation, for the purposes therein indicated.

Given under ny hand and official seal, this the 29th day of July, 1936.
(SEAL)

Barbera Watt, 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 Jonestown Cooperative Ginning Association, domiciled at Jonestown, 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 22nd day of July, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 251, 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 22nd day of July, 1936.
(GREAT SEAL)

Walker Wood
Walker Wood, Secretary of State

Recorded: July 22nd, 1936.

FOR AMENDMENT SEE BOOK 43-44 PAGE 296

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
AVON GIN COMPANY (A.A.L.)

Sec. 1. We, T. H. Bond, postoffice, Longwood, Mississippi; J. C. Haogland, Postoffice, Longwood, Mississippi; L. B. Pryor, postoffice, Longwood, Mississippi; J. N. Hutchinson, postoffice, Longwood, Mississippi; Lloyd D. Patten, postoffice, Longwood, Mississippi; J. Harle Wilson, postoffice, Pettit, Mississippi; R. A. Patterson, postoffice, Pettit, Mississippi; S. E. Smith, postoffice, Pettit, Mississippi; W. G. Tavenner, postoffice, pettit, Mississippi; Geo. W. Sides, postoffice, Pettit, Mississippi; G. T. Shafer, postoffice, Pettit, Mississippi; L. A. White, postoffice, Greenville, Mississippi; E. S. Butts, postoffice, Vicksburg, 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 and the amendment thereto by Chapter 289 of the Laws of Mississippi of 1934, and enjoy the benefits thereof, 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 Statute, for the purpose of beginning a corporation with capital common stock in the sum of $12,500.00, divided into 125 shares of $100.00 each, and without individual liability, as provided and allowed in said statutes, with all the rights, powers, privileges and immunities by said statutes given or allowed, setting forth the following:

Sec. 2. The name of the organization shall be "AVON GIN COMPANY, (A.A.L.)

Sec. 3. The period of existence shall be fifty years.

Sec. 4. The domicile shall be Avon, Mississippi (Pettit P.O.)

Sec. 5. Said incorporated association is to be organized and operated under said laws of Mississippi.

Sec. 6. The purposes of said association are, to promote the interests of agriculture, to own and operate a cotton gin and complete ginning plant, and to exercise and enjoy all the rights, powers, privileges and immunities given, allowed or contemplated by said Chapter 99 and the amendments thereto, or any other laws of the State of Mississippi, or of the United States.

In testimony whereof we have hereunto set our hands, induplicate, this _____ day of July, 1936.

T. H. Bond, J. N. Hutchinson, R. A. Patterson, S. E. Smith, Lloyd D. Patten, L. B. Pryor, J. C. Hoagland, J. Harle Wilson, W. C. Tavenner, Geo. W. Sides, E. S. Butts, G. T. Shaifer, L. A. White.

The State of Mississippi,
Washington County.

Personally appeared before, the undersigned officer of said county, the foregoing named T. H. Bond, J. N. Hutchinson, R. A. Patterson, S. E. Smith, Lloyd O? Patten, L. B. Bryor, J. C. Hoaland, J. Harle Wilson, W. G. Tavenner, Geo. W. Sides, E. S. Butts, G. T. Shaifer, and L. A. White, who severally acknowledged that they signed the foregoing instrument on the day and year therein mentioned.

Given under my hand and seal of office, in said county, this 20th day of July, 1936.

(SEAL)

D. H. Burrow,
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 association and incorporation of Avon Gin Company, domiciled at Avon (Pettit P. O.), 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 July, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 252, 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 July, 1936.

Walker Wood
Walker Wood, Secretary of State.

(GREAT SEAL)

Recorded: July 27, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of the For Amendment See Book P-50 Page 573-576

STATE BANK & TRUST COMPANY OF BROOKHAVEN

1. The corporate title of said bank is "State Bank & Trust Company of Brookhaven."
2. The names of the incorporators are:

Name	Postoffice	Number of Shares.
H. E. Little	Oma, Mississippi	60
F. W. Walley	Brookhaven, Miss.	100
F. H. Hartman	Brookhaven, Miss.	30
H. V. Wall	Brookhaven, Miss.	27
J. P. Panzica	Brookhaven, Miss.	10
V. D. Youngblood	Brookhaven, Miss.	5
Louis Schlesinger,	Brookhaven, Miss.	10
Dr.O.N.Arrington	Brookhaven, Miss.	20
I. Beck	Brookhaven, Miss.	10
Walter W. Smith,	Brookhaven, Miss. R # 2	10
J. J. Carruth	Brookhaven, Miss.	10
H. A. Lowe	Brookhaven, Miss.	10
Byron Day,	Brookhaven, Miss.R # 2	10

Name	Postoffice	Number of Shares
E. D. McCall	McCall Creek, Miss.	2
L. Arrington,	Brookhaven, Miss.	4
H. H. Ward	Brookhaven, Miss.	10
R. L. Jones	Brookhaven, Miss.	2
J. R. Ulmer	Brookhaven, Miss.	5
J. R. Markette	Brookhaven, Miss.	5
C. C. Clark	Ruth, Miss.	10
H. J. Patterson	Monticello, Miss.	10
Mrs. Mamie Patterson,	Monticello, Miss.	2
E. A. Nalty	Brookhaven, Miss.	10
W. T. Smith	Brookhaven, Miss.	2
O. K. Laird	Brookhaven, Miss.	5
F. W. Walley) H. V. Wall (own jointly	Brookhaven, Miss.	21
F. H. Hartman)		

3. The domicile is at Brookhaven, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Capital Stock $40,000.00, all common stock.
5. Number of Shares for each class and par value thereof: 400 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 the bank is created is to conduct and carry on a commercial, savings, banking and trust company business and do a general banking business as provided by Chapter 146 of the Laws of 1934 and amendments thereunder.

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, and Chapter 146, Laws of 1934 and amendments thereunder.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: Four Hundred (400) Shares, All common stock.

H. E. Little,
Dr.O.N.Arrington,
Hugh V. Wall
J. R. Markette
Ira Beck
J. J. Carruth
V. D. Youngblood,
E. A. Nalty
Mrs. Mamie N. Patterson,
Walter W. Smith,
O. C. Clark,
E. D. McCall
Fred W. Walley,
Frank H. Hartman,
J. Philip Panzico
Louis A. Schlesinger,
R. L. Jones
H. H. Ward,
Jas. R. Ulmer,
Lucius Arrington,
W. T. Smith,
Byron Day,
H. A. Lowe,
O. K. Laird
H. J. Patterson.

ACKNOWLEDGMENT

State of Mississippi,
County of Lincoln.

This day personally appeared before me, the undersigned authority, H. E. Little, Fred W. Walley, Frank H. Hartman, Hugh V. Wall, J. Philip Panzica, V. D. Youngblood, Louis A. Schlesinger, Dr. O. N. Arrington, Ira Beck, Walter W. Smith, J. J. Carruth, H. A. Lowe, Byron Day, E. D. McCall, Lucius Arrington, H. H. Ward, R. L. Jones, Jas. R. Ulmer, J. R. Markette, C. C. Clark, H. J. Patterson, Mrs. Mamie Patterson, E. A. Nalty, W. T. Smith, and O. K. Laird, incorporators of the corporation known as the State Bank & Trust Company of Brookhaven, 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 July, 1936.

(SEAL)

Terah Lovell,
Notary Public.

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

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 State Bank & Trust Company of Brookhaven, a banking corporation to be domiciled at Brookhaven in Lincoln County, Mississippi, with a total capital of $40,000.00, divided into 400 shares of common stock of the par value of $100.00 per share, and I do hereby approve the Articles of Incorporation thereof.

Witness my hand and seal this the 21st day of July, 1936.

(SEAL)

M. D. Brett, State Comptroller.

State of Mississippi.

We, the undersigned, do hereby certify that the public necessity requires the organization and operation of State Bank & Trust Company of Brookhaven at Brookhaven, Lincoln County, Mississippi. Witness our signatures this the 21st day of July, 1936.

Hugh White, Governor.
Greek L. Rice, Attorney General.
M. D. Brett, State Comptroller.

State of Mississippi,
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of State 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 27th day of July, 1936.

Hugh White, Governor.

By the Governor: Walker Wood, Secretary of State.
Recorded: July 27th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation of

"LEGGETT GIN COMPANY"

I.

The corporate title of said corporation is: "LEGGETT GIN COMPANY."

II.

The names and postoffice addresses of the incorporators are: A. T. Leggett, Magnolia, Mississippi; Grace Lane Leggett, Magnolia, Mississippi; W. W. Leggett, Magnolia, Mississippi.

III.

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

IV.

The amount of authorized Capital Stock is Fifteen Thousand Dollars ($15,000.00), the common stock of one class having par value of One Hundred Dollars ($100.00) per share.

V.

The period of existence, not to exceed fifty years is fifty years.

VI.

The purposes for which the corporation is created are: To own and operate Cotton Gins or Gins; To engage in a General Ginning Business; to buy, own, deal in, hold, store, hypothecate and sell real, personal and mixed property, including especially, cotton, cottonseed, and cottonseed products, but not excluding other property; to do any and all other things necessary incident to and/or convenient in carrying out the purposes for which this corporation is created, not inconsistent with law.

The rights and powers that may be exercised by such corporation, in addition to those above mentioned, are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930, Annotated, and amendments and additions thereto.

VII.

The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business: 150.

A. T. Leggett,
Grace Lane Leggett,
W. W. Leggett.

State of Mississippi,
County of Pike.

Personally appeared before me the undersigned authority, authorized to take acknowledgments in and for the county and state aforesaid, A. T. Leggett, Grace Lane Leggett, who acknowledged that they, as the incorporators of "LEGGETT GIN COMPANY," signed, executed and delivered the above and 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 the 21st day of July, A. D. 1936.

(SEAL)

C. M. Pigott, Notary Public.
My commission expires June 5th, 1938.

State of Mississippi,
County of Hinds.

Received at the office of the Secretary of State, this the 27th day of July, 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.

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 ir does not violate the constitution and laws of the State of Mississippi or of the United States.

7/27/36.

Greek L. Rice, Attorney Genereal
W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Leggett 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 27th day of July, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: July 28th, 1936.

Certificate filed in this Office stating said Corporation has been duly licensed. This July 26, 1969. Edwin Lewis, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Proposed Amendment to the Articles of Incorporation of

The Sputhern Naval Stores Company, Inc.

BE IT RESOLVED, that in order to clarify the verbiage used in Article 4 of the Articles of Incorporation of The Southern Naval Stores Company, Inc., to clearly express the amount of capital stock and the particulars as to the class or classes thereof, that the following words and figures shall be substituted for Article 4, as the same is written in the original Articles of Incorporation, namely:

"(4) Amount of capital stock and particulars as to class or clasees thereof: The amount of the capital stock shall be 1600 shares divided into classes with particulars as to each class as follows: a) 600 shares of 6% cumulative preferred stock of the par value of $100.00 per share. b) 1000 shares of no par value of common stock, which is being paid for by the shareholders at the price of $100.00 per share."

At a meeting of the shareholders of The Southern Naval Stores Company, Inc., of Columbia, Mississippi, held on the 22nd day of July, 1936, of which all shareholders had been duly notified, and all of which were represented either in person or by proxy, the foregoing Resolution was adopted hy a unanimous vote.

I hereby certify that the above and foregoing is a full, true and correct copy of a Resolution unanimously passed at a meeting of the shareholders of The Southern Naval Stores Company, Inc. held on the 22nd day of July, A. D. 1936.

In Witness Whereof, I have hereunto set my hand and the Seal of the Corporation on this the 22nd day of July, A. D. 1936.

J. T. Latimer,
President.

Attest:
V. A. Anderson, Secretary.

Subscribed and sworn to before me on this the 22nd day of July, A. D. 1936.
(SEAL)

Hattie F. Robertson (nee Ford)
Notary Public.

Received at the office of the Secretary of State, this the 24th day of July, 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 24th, 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 Southern Naval Stores 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 July, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: July 28th, 1936.

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 a certified copy of said decree filed in this office this 10/1/1949
Helen Gibbins, Secy of State

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to ARTICLE 7 of the Charter of Incorporation of the

CRYSTAL AMUSEMENT COMPANY,

adopted by the stockholders and directors thereof at a special joint meeting, held on the 17th day of July, A. D. 1936, at the office of said Corporation in Adams County, Mississippi.

BE IT RESOLVED by the stockholders and directors of the Crystal Amusement Company that with the approval and consent of the Governor of Mississippi, ARTICLE 7 of the Charter of Incorporation of the Crystal Amusement Company, be and the same is hereby amended so as to read as follows:

"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 pictures and reproductions of every kind, and to act as broker and agent for the owners, operators and producers of shows, theatricals, motion pictures, talking 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 prescribed by law), and to buy, sell, rent and 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; and to engage in and conduct a general contracting business and business of building and constructing; and of hauling freight and passengers for hire, within regulations now and hereafter prescribed by law, and to own and operate motor vehicles and other vehicles and gasoline service and sales stations and garages, and to buy, sell and deal in gasoline, oil and all motor fuels and lubricants and all kinds of accessories for motor vehicles and other vehicles.

"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."

Richard T. Junkin, President.
Wm. J. Junkin, Secretary-Treasurer.

Attest:
Wm. J. Junkin,
Secretary-Treasurer.

State of Mississippi,
County Adams.

Personally appeared before me the undersigned authority in and for said county and state, the within named Richard T. Junkin, President, and William J. Junkin, Secretary-Treasurer of the Crystal Amusement Company, a corporation, who acknowledged that as such officers, and as stockholders of said corporation, they signed, sealed and delivered the foregoing istrument of writing, being an amendment to ARTICLE 7 of the Charter of Incorporation of the Crystal Amusement Company, as their voluntary act and deed and as the act and deed of said Crystal Amusement Company.

Given under my hand and notarial seal at Natchez, Adams County, Mississippi, on the 18th day of July, A. D., 1936.

W. A. Geisenberger,
Notary Public.

(SEAL)

Received at the office of the Secretary of State, this the 20th day of July, A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney Geheral for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., July 20th, 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 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 27th day of July, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: July 28th, 1936.

This instrument was duly filed for record in the office of the Chancery Court of Adams County, Mississippi, on the 30th day of July, 1936, at 9 o'clock A. M., and duly recorded in Charter Record 36, page 256, this July 6, 1939. Walker Wood, Secretary of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to the Charter of Incorporation of

DOWNING'S, INC.

Recorded in Book ... Laws of Mississippi 1936
Authorized by Section 15, Chapter 121, Laws of Mississippi 1936
MAY 3 - 1946

The charter of Incorporation of Downing's, Inc., a corporation organized under the laws of the state of Mississippi, is amended solely in the following particulars, to-wit:

Section 7 of said charter of incorporation is amended to read as follows:

The purpose for which it is created:

To operate a general mercantile business, either wholesale or retail or both; to buy sell and manufacture all types of commodities; to own and operate stores; to own real estate and to buy, sell and deal in real estate and real estate mortgages, and to do all things necessary and proper to the operation of mercantile and real estate businesses.

To deal in, buy, sell, trade, breed and raise live stock, cattle, hogs, sheep, goats, horses, mules and poultry. To own and operate farms, stockyards, receiving and shipping depots, cattle ranges, slaughterhouses, abbatoirs, and packing plants. To prepare meats, poultry, produce and farm products for market, and to own and operate meat and poultry markets and markets for the sale of produce and farm products. To own and operate dairies and creameries and to manufacture and buy and sell all forms of dairy products. To buy and sell harness, wagons, vehicles, farm implements, both motor powered and animal drawn, and spareparts and supplies therefor, automobiles, motor trucks, automobiles amd truck parts and accessories and tools and hardware of all kinds. To buy and sell fertilizer and farm supplies of all kinds. To conduct auction sales for itself and other persons, firms and corporations, and to buy and sell merchandise, produce and farm products of all kinds on commission. To buy and sell cotton and cottonseed, and to buy, sell and manufacture lumber, timber and building supplies.

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.

A certified copy of the resolution of the stock holders of Downing's, Inc., adopting and approving the above amendment is attached hereto and made a part hereof. Said certified copy of resolution is marked Exhibit "A".

(SEAL)

J. Y. Downing,
President.

Acknowledgment.

State of Mississippi.
County of Hinds.

This day personally appeared before me, the undersigned Notary Public, in and for said county and state, J. Y. Downing, President of Downing's, Inc., who acknowledged that he signed and executed the foregoing instrument for and on behalf of Downing's, Inc., as the act and deed of said corporation, he being thereunto lawfully authorized.

Witness my signature and seal of office this the 17th day of July, A. D. 1936.

(SEAL)

Bertha M. Phelps,
Notary Public.

Received at the office of the Secretary of State, this the 17 day of July. A. D. 1936. together with [illegible]

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Downing's Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this July 29th, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

[illegible] waiver or notice executed by all the stockholders of said corporation.

There were present: J. Y. Downing, J. Y. Downing, Jr., J. W. Bradley.

J. Y. Downing, Junior, secretary of the corporation, acted as secretary of the meeting.

On motion of J. Y. Downing, duly seconded, an amendment to the charter of Downing's, Inc., was unanimously adopted and approved in the following words and figures, to-wit:

"That section 7 of the Charter of Incorporation of of Downing's, Inc., be amended to read as follows, to-wit:

'The purpose for which it is created: To operate a general mercantile business, either wholesale or retail or both; to buy sell and manufacture all types of commodities; to own and operate stores; to own real estate and to buy, sell and deal in real estate and real estate mortgages, and to do all things necessary and proper to the operation of mercantile and real estate businesses.

'To deal in, buy, sell, trade, breed and raise live stock, cattle, hogs, sheep, goats, horses, mules and poultry. To own and operate farms, stockyards, receiving and shipping depots, cattle ranges, slaughterhouses, abbatoirs, and packing plants. To prepare meats, poultry, produce and farm products for markets, and to own and operate meat and poultry markets and markets for the sale of produce and farm products. To own and operate dairies and creameries and to manufacture and buy and sell all forms of dairy products. To buy and sell harness, wagons, vehicles, farm implements, both motor powered and animal drawn, and spare parts and supplies therefor, automobiles, motor trucks, automobile and trucks parts and accessories and tools and hardware of all kinds. To buy and sell fertilizer and farm supplies of all kinds. To conduct auction sales for itself and other persons, firms and corporations, and to buy and sell merchandise, produce and farm products of all kinds on commission, To buy and sell cotton and cottonseed, and to buy, sell, and manufacture lumber, timber and building supplies.

'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."

Whereupon, on motion of J. Y. Downing, junior, duly seconded, and unanimously adopted, J. Y. Downing, President of Downing's, Inc., was directed to apply for the amendment of the charter of the corporation as set out above, and to pay the fees required therefor.

J. Y. Downing then nominated J. W. Bradley as director of Downing's, Inc., and said nomination was duly seconded, and said J. W. Bradley was unanimously elected a director of Downing's, Inc., to serve for one year from date.

On motion of J. Y. Downing, duly seconded, and unanimously passed, the President and Secretary of the Corporation were directed to sell the stock of the Corporation up to the amount of capital stock authorized by the charter of incorporation, and to proceed to carry on business of the corporation.

There being no further business before the meeting, a motion was made to adjourn, which having been duly seconded, was adopted and said resolution having been entered upon the minutes of said meeting, the meeting adjourned.

J. Y. Downing, Jr.,
Secretary.

I, J. Y. Downing, junior, Secretary of Downing's, Inc., a Mississippi corporation, hereby certify that the above and foregoing proposed amendment was duly proposed, seconded and adopted and approved at a meeting of stockholders of Downing's, Inc., held in the city of Jackson, Mississippi, on the 17th day of July, A.D. 1936. Witness my signature this the 17th day of July, A.D. 1936.

(Exhibit "A") to amendment to charter of Incorporation of Downing's, Inc.)

J. Y. Downing, Jr., Secretary

TUCKER PRINTING HOUSE JACKSON MISS

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Articles of Incorporation of

JONESTOWN GINNING ASSOCIATION (A.A.L.)

We, the undersigned, all of whom are engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of 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 corporation so formed, and for that purpose hereby adopt the following Articles of Incorporation:

ARTICLE I.

The name of the association shall be Jonestown Ginning Association, (A.A.L.)

ARTICLE II.

The domicile of the association shall be at Jonestown, Coahoma 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 laws 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 $1,000.00 shall be common stock divided into 100 shares of a par value of $10.00 each.

Section 2. All outstanding stock shall be non-cumulative dividends, not exceeding, 8 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 8 per cent dividend thereon and no distribution shall be made on a patronage basis until the holders of common stock have received a 8 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 29th day of July, 1936.

A. L. Block,
J. B. O'Keefe,
W. A. Hughes,
B. K. Smith,
S. H. Friedman,
C. H. Cocke,
W. E. Granberry,
C. H. Cocke, Jr.,
H. M. Haney,
W. Haynes.

State of Mississippi,
County of Coahoma.

Before me, the undersigned authority competent to take acknowledgments, personally appeared the within named: A. L. Block, C. H. Cocke, J. B. O'Keefe, W. E. Granberry, W. A. Hughes, C. H. Cocke, Jr., B. K. Smith, H. M. Haney, S. H. Freidman, W. Haynes, 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 29th day of July, 1936.

Given under my hand and seal this 29th day of July, 1936.

(SEAL)

Barbara Watt,
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 the Jonestown Ginning Association, domiciled at Jonestown, 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 31st day of July, A. D. 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 258, 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 31st day of July, A. D. 1936.

Walker Wood,
Walker Wood, Secretary of State.

(GREAT SEAL)

Recorded: July 31st, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MISSISSIPPI COAST OIL COMPANY, INC.

1. The corporate title of said company is: Mississippi Coast Oil Company, Inc.
2. The names and post office addresses of the incorporators are as follows: John D. Baltar, Seal Ave., Biloxi, Mississippi; James McPhillips, Gulfport, Mississippi; Jane M. Taltavull, East Beach, Biloxi, Mississippi.
3. The domicile of the corporation is Biloxi, Harrison County, Mississippi.
4. The amount of authorized capital stock, all of which shall be common stock, is $5,000.00. There shall be a total of one hundred (100) shares and each share shall have a par value of $50,00.
5. The period of existence is fifty (50) years.
6. The purposes for which the corporation is granted are as follows: (a) To buy and sell, deal in, export and import, oil, gasoline, and like products; and to act as the agent of any individual, association or corporation in buying, selling or dealing for them in such materials, and to engage in the business of handling, buying, selling, and dealing in and with such products for them on their account; and to make contracts with oil, gasoline and like companies in reference to handling and selling such products on such terms as may be agreed upoh; and for the purpose of such businesses to own or rent, or otherwise use or occupy, storehouses, trucks, piers, boats, barges, and any real estate necessary to the carrying on of the said businesses. (b) To prepare, cut, crush, or keep, and to deal in all kinds of ice; to erect, establish, hold and operate all kinds of refrigerating plants and ice machines. (c) 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. (d) 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 by the provisions of any amendments thereto.
7. The number of shares of said common stock necessary to be subscribed and paid for before the corporation shall commence business, shall be forty (40) years.

Witness our signatures this 25th day of July, 1936.

Jno. D. Baltar
John D. Baltar.
James McPhillips
James McPhillips
Jane M. Taltavull
Jane M. Taltavull.

State of Mississippi,
County of Harrison.

Personally appeared before the undersigned authority in and for said county and state, John D. Baltar, James McPhillips, and Jane M. Taltavull who acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal of office this 30th day of July, 1936.

(SEAL)

Leslie B. Grant,
Notary Public.

Received at the office of the Secretary of State, this the 31st 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 31st, 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 Coast Oil Company, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirty-first day of July, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: August 1, 1936.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation
of
BARRENTINE MANUFACTURING COMPANY

1. The corporate title of said company is BARRENTINE MANUFACTURING COMPANY.
2. The names and addresses of the Incorporators are:

Names.	Addresses.
T. A. Barrentine,	Greenwood, Mississippi
H. V. Parker,	Greenwood, Mississippi
J. P. McCain,	Carrollton, Mississippi.

3. The domicile of the corporation is Greenwood, Leflore County, Mississippi, but the corporation may establish and maintain such other office or offices or places of business elsewhere, as it may deem expedient or desirable.

4. The amount of authorized capital stock is Twenty-five Thousand Dollars, ($25,000.00) divided into Two- Hundred and Fifty (250) 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 manufacture, buy, sell and deal generally in agriculture and farming implements and machinery and such other implements, machinery and devices as may be found desirable or profitable and to manufacture, buy, sell and deal generally in any and all kinds of merchandise and to acquire, hold and dispose of patent rights to manufacture and licenses under patent rights to manufacture, sell or otherwise dispose of implements, machinery or other devices, and to act as jobber, wholesaler and retailer in the buying, selling and distributing of implements, machinery, devices and merchandise, and to do any and all other things necessary or incident to the foregoing powers or purposes, not 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 powers, rights and privileges conferred by Chapter 100 of the Mississippi Code of 1930.

7. The number of shares of the capital stock to be subscribed and paid for before the said corporation may begin business is one-hundred (100) shares, and any or all of said capital stock may be paid for in money or property.

T. A. Barrentine,
H. V. Parker,
J. P. McCain,
Incorporators.

ACKNOWLEDGMENT.

State of Mississippi,
County of Leflore.

This day personally appeared before me the undersigned authority in and for said State and County, T. A. Barrentine, H. V. Parker and J. P. McCain, Incorporators of the Corporation known as Barrentine Manufacturing Company, who, being by me first duly sworn, acknowledged that they signed the within and foregoing Charter of Incorporation, as Incorporators, this the 7th day of August, 1936.

Laura A. Yates,
Notary Public.

SEAL)

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Barrentine 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 Eighth day of August, 1936.

Hugh White,
Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: August 8th, 1936.

Received at the office of the Secretary of State, this the 8th day of August, 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., August 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 this state, or of the United States.

Greek L. Rice, Attorney General.
By W. A. Lauderdale, Assistant Attorney General.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Photostat
FOR AMENDMENT SEE BOOK 63 PAGE 427 - 451

The Charter of Incorporation
of
LEFLORE COUNTY OIL COMPANY

1. The corporate title of said company is "LEFLORE COUNTY OIL COMPANY."
2. The names and addresses of the incorporators are:

NAME	ADDRESS
C. E. Powell,	Greenwood, Mississippi
L.E. Mallette,	Greenwood, Mississippi
D. G. Herbert,	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, ($5,000.00) divided into five hundred (500) shares of the par value of Ten Dollars ($10.00) 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, at wholesale or retail, in gasoline, kerosene, naptha, petroleum products and/or pertroleum by-products, lubricating oils, grease, service station supplies and accessories and other merchandise or products, and to do and perform any and all other acts or things that may be found necessary, desirable or profitable, incidental to the above mentioned purposes, not contrary to or inconsistent with the law 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 160 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 two hundred (200) shares, and the same may be paid for in money or property.

C. E. Powell,
L. E. Mallette
D. G. Herbert,
Incorporators.

Acknowledgment

State of Mississippi,
County of Leflore.

Personally appeared before me, the undersigned authority in and for said County and State, C. E. Powell, L. E. Mallette and D. G. Herbert, Incorporators of the Corporation known as Leflore County Oil Company, who being first duly sworn, acknowledged that they signed and executed the foregoing articles of Incorporation, this the 30th day of June, 1936.
(SEAL)

Rose Wooten,
Notary Public.

Received at the office of the Secretary of State, this the 1st day of August, 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., August 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,
Jackson, Miss.

The within and foregoing Charter of Incorporation of Leflore 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 Eighth day of August, 1936.

Hugh White, Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: August 8th, 1936.

This instrument was filed for record in the Chancery Court of Leflore County, Mississippi, this September 5, 1968.
Fee $1.00
By [illegible]

TUCKER PRINTING HOUSE JACKSON MISS

The regular monthly meeting of the Nick T. Pegues, Jr., Post No. 52, on June 9th, 1936, was opened at 8:00 P. M., Commander James M. Cox, Jr., presiding.

Number of officers present 7; number of members present 36, Total 43.

Regular business of the Post was first conducted.

Under the caption, "Unfinished Business," Legionnaire B. F. Councilor requested per mission to explain the merits of incorporating our Post. After the detailed explanation the procedure was as follows:

A motion was made by Councilor that the Nick T. Pegues Jr., Post No. 52, incorporate under and in compliance with the laws of the State of Mississippi.

Motion was seconded by C. C. Harvey.

Question opened for discussion.

General discussion followed.

Commander Cox, asked the assembly, "Are you ready for the vote on the motion?" The assembly called, "Question."

Commander Cox--"You have heard the motion and discussion, and as it now stands, you are voting on, "Shall we incorporate" and if"yes" is your vote---that the Post Commander, shall select three other members, who with himself shall act as incorporators for the Post."

"Every person in favor of incorporating will raise his right hand. The Adjutant will count the votes."

Adjutant Powell---"Mr. Commander the vote is 100% for incorporating---none in opposition."

Commander Cox---"By your vote you have ordered us to incorporate the Nick T. Pegues, Jr., Post No. 52, in accordance withe the governing laws of our state. I shall name, C. C. Harvey, E. L. Powell and B. F. Councilor, Sr., to serve with me, making a committee that will comply with your instructions at once."

New business, before the meeting followed.

The meeting formally adjourned at 10:30 P. M., until the 2nd Tuesday evening in July, 1936, unless specially convened.

I certify that the above is an exact extract of the minutes of our Regular Meeting.

E. L. Powell, Adjutant,
Nick T. Pegues, Jr., Post No. 52.

The Charter of Incorporation of

THE NICK T. PEGUES, JR., POST NO. 52---AMERICAN LEGION

1. The corporate title of said company is The Nick T. Pegues Jr., Post.

2. The names of the Incorporators are: C. C. Harvey, postoffice, Winona, Miss.; E. L. Powell, postoffice, Winona, Miss.; Jas. M. Cox, Jr., postoffice, Winona, Miss.; B. F. Councilor, Sr., postoffice, Winona, Miss.

3. The domicile is at Winona, (Montgomery County) 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 Three ($3.00) Dollars per year and expulsion shall be the only remedy for the non-payment of dues and each member shall be entitled to one vote in the election of all officers and in the transaction of any business and death or expulsion shall terminate all interests of each member in the corporate assets and in 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 period 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 promote the welfare and render assistance whenever possible to any of the members; to earn a place of respect in the community and nation by reason of unselfish service; to promote a true allegiance to the Government of the United States of America and to 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 all of the principles of true democracy; and at any time defend the United States of America from any and all of her enemies whomsoever and wheresoever they may be.

The further objects of this organization is to acquire and hold properly to the benefit of the membership in accordance with the constitution and by-laws of of the American Legion.

The rights and powers that may be exercised by this corporation, 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. C. Harvey,
E. L. Powell,
Jas. M. Cox, Jr.,
B. F. Councilor, Sr.,
Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
County of Montgomery.

This day personally appeared before me, the undersigned authority C. C. Harvey, of Winona, Miss., - E. L. Powell of Winona, Miss. - Jas. M. Cox, Jr., of Winona, Miss. and B. F. Councilor, Sr., of Winona, Miss. incorporators of the corporation known as the Nick T. Pegues, Jr., Post 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 July, 1936.

Earl W. Crenshaw,
Circuit Clerk.

(SEAL)

Received at the office of the Secretary of State, this the 8th day of August, 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., August 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 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 Nick T. Pegues Jr., Post No. 52, 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 Eighth day of August, 1936.

Hugh White, Governor.

By the Governor:
Walker Wood,
Secretary of State.
Recorded: August 10th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

THE HOLLAND BRICK AND TILE COMPANY

I. The corporate title of said Company shall be: THE HOLLAND BRICK AND TILE COMPANY.

II. The names and post office addresses of the incorporators are as follows: J. J. Holland, Jr., Greenville, Mississippi; W. T. Wynn, Greenville, Mississippi; John W. Shackelford, Greenville, Mississippi.

III. The domicile of the corporation in this state shall be: Greenville, Mississippi.

IV. The amount of authorized capital stock of the Corporation shall be Ten Thousand Dollars ($10,000.00); and shall be of one class, of equal privileges, rights and restrictions, and having a par value of One Dollar ($1.00) per share.

V. The period of existence of the Corporation shall be fifty (50) years.

VI. The purposes for which the Corporation is created are as follows: To manufacture and deal in roofing tile, floor tile, brick and other builders' supplies and materials; to buy, sell and deal in real estate; to construct, remodel or repair houses or other buildings; to finance the construction, repair or remodeling of houses and other buildings; to purchase, sell and deal in materials and supplies necessary to carry out any of the foregoing powers or purposes.

The Corporation shall further have all such powers, rights and privileges as are granted by Chapter 100 of the Mississippi Code of 1930 and amendments thereto.

VII. The number of shares of stock necessary to be subscribed and paid for before the Corporation shall commence business shall be one thousand (1,000) shares.

Witness our signatures, this, the 30th day of July, 1935.

J. J. Holland, Jr.,
John W. Shackelford,
W. T. Wynn,
Incorporators.

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. J. Holland, Jr., W. T. Wynn and John W. Shackelford, who each acknowledged that, as incorporators, they signed the foregoing Articles of Incorporation, on the day and year therein mentioned.

Given under my hand and official seal, this, the 4th day of August, 1936.

(SEAL)

Laura Morgan,
Notary Public.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of The Holland Brick and Tile 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 August, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: August 8th, 1936/

Received at the office of the Secretary of State, this the 5th day of August, 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., August 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 J. A. Lauderdale, Assistant Attorney General.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of the

VICKSBURG INFIRMARY CLINIC, INCORPORATED.

1. The corporate title of said company is: Vicksburg Infirmary Clinic, Incorporated.
2. The names of the incorporators are: B. B. Martim,Sr., postoffice, Vicksburg, Mississippi; B. B. Martin, Jr., postoffice, Vicksburg, Mississippi; P. S. Herring, Postoffice, Vicksburg, Mississippi.
3. The domicile is at Vicksburg, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Twenty Thousand Dollars ($20,000.00) Common Stock, represented by one thousand (1,000) shares of the par value of Twenty Dollars ($20.00) each, but this corporation may commence business when Five Thousand Dollars ($5,000.00) have been paid into the Treasury of said Company.
5. Number of shares for each class and par value thereof: One thousand (1,000) shares of Common Stock of the par value of Twenty Dollars ($20.00) 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 provide and maintain facilities for the treatment of the sick by acquisition of suitable equipment to meet present and future requirements for th e treatment of disease; to employ a competent staff of physicians, ~~XXXXXX~~ surgeons, nurses, or such other persons necessary or proper to carry out the purposes herein enumerated; to hold real and personal property; to lease and sell its holdings; to make investments of its funds; and to borrow money, secured by mortgage or pledges of its property or otherwise.
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.

Preston S. Herring,
B. B. Martin,
B. B. Martin, Jr.

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, Sr., B. B. Martin, Jr., and P.S. Herring, incorporators of the corporation known as Vicksburg Infirmary Clinic, Incorporated, each of whom acknowledged that they signed and executed the for going Articles of Incorporation as their act and deed on this the 29th day of July, 1936.

Given under my hand and official seal this the 29th day of July, 1936.

(SEAL) Mary Garvin, Notary Public.

Received at the office of the Secretary of State, this the 3rd day of August, 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., August 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 Vicksburg Infirmary Clinic, 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 Eighth day of August, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: August 8th, 1936.

Suspended by State Tax Commission on January 26 1966.
Tebe Ladner - Secretary of State

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and
Charter of Incorporation of

SCHLATER GIN (A.A.L.)

1. The corporate title of said company is, SCHLATER GIN, (A.A.L.).
2. The names and addresses of the incorporators are:

Name.	Address.
C. L. Odom,	Schlater, Mississippi.
W. S. Barry,	Greenwood, Mississippi.
E. R. King,	Greenwood, Mississippi.
C. H. King,	Schlater, Mississippi.
Sam Balkin,	Schlater, Mississippi.
M. S. Wilson,	Schlater, Mississippi.
Charles O'Neal,	Schlater, Mississippi.
E. H. Schlater,	Schlater, Mississippi.
L. Flemming,	Schlater, Mississippi.
C. H. Middleton,	Doddsville, Mississippi.

3. The domicile of the corppration is Schlater, Leflore County, Mississippi.
4. The amount of authorized capital stock is Fifteen Thousand Dollars, ($15,000.00), divided into Fifteen Hundred Shares (1500) of the par value of Ten Dollars, ($10.00) each, and all of said stock shall be common stock.
5. The purpose for which the said corporation is created, is to engage co-operatively in the processing, packing, distributing, financing or marketing of agricultural products, and especially to engage co-operatively in the ginning of cotton and the marketing of cotton seed, but not for profit to its members or share-holders.
6. In addition to the foregoing, the purposes, privileges, powers, immunities and rights generally that may be exercised by this corporation, are those purposes, privileges, powers, immunities and rights, provided for in Article 1 of Chapter 99, of the Mississippi Code of 1930, under which authority this corporation is created and is to be operated.
7. The period of existence of said corporation is fifty years.

In Witness Whereof, the said incorporators have executed this Charter of Incorporation and these Articles of Association, in duplicate, this the 4th day of August, 1936, A. D.

C. L. Odom, W. S. Barry,
E. R. King, C. H. King,
Sam Balkin, M. S. Wilson,
J. C. O'Neal, Jr. E. H. Schlater,
L. Fleming, C. H. Middleton,
Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
Leflore County.

This day personally appeared before me the undersigned authority in and for said State and County, C. L. Odom, W. S. Barry, E. R. King, C. H. King, Sam Balkin, M. S. Wilson, Charles O'Neal, E. H. Schlater, L. Fleming, and C. H. Middleton, Incorporators of the corporation known as "Schlater Gin, (A.A.L.), who, being by me first duly sworn, acknowledged that they signed the foregoing Charter of Incorporation and Articles of Association of said Schlater Gin (A.A.L.), this the 8th day of August, 1936.

(SEAL)

R. H. Hester,
Justice of the Peace, and Ex-Officio 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 Charter of Incorporation of Schlater Gin (A.A.L.), domiciled at Schlater, 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 11th day of August, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 265, 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 August, 1936.

(GREAT SEAL)

Walker Wood,
Walker Wood, Secretary of State.

Recorded:- Aug. 11, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

ARTICLES OF INCORPORATION OF SILVER CITY GIN COMPANY (A.A.L.)

WE, THE UNDERSIGNED, all of whom are engaged in the production of agricultural products, do hereby voluntarily associate ourselves tigether 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 hereby adopt the following Articles of Incorporation.

ARTICLE 1.

The name of the association shall be Silver City Gin Company (A. A. L.)

ARTICLE 11.

The domicile of the association shall be at Silver City, Humphreys County, Mississippi.

ARTICLE 111.

The period of existence of the association shall be fifty years from date hereof.

ARTICLE 1V.

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 V1.

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 V11.

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 $1,000.00 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 agricutlrual 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 August, 1936.

R. V. Goode	W. F. Sandling	W. E. Allen	R. W. Sorrels
B. S. Reed	Claude McKee	A. M. Nolan	A. Cullander.
P. E. Garst	J. F. Slaughter	S. W. Gardner	
B. B. Gordy	W. A. Roberts	Sophia Gardner	

STATE OF MISSISSIPPI)
COUNTY OF HUMPHREYS.)

BEFORE ME, the undersigned authority competent to take acknowledgments, personally appeared the within named:

R. V. Goode	W. F. Sandling	W. E. Allen	R. W. Sorrels
B. S. Reed	Claude McKee	A. M. Nolan	A. Cullander
P. E. Garst	J. F. Slaughter	S. W. Gardner	
B. B. Gordy	W. A. Roberts	Sophia Gardner	

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 11 day of August, 1936.

Given under my hand and seal this 11th day of August, 1936.
(SEAL)

Allan E. Perisho, Notary Public.
My commission expires Aug. 20, 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 incorporation of SILVER CITY GIN COMPANY (A.A.L.), domiciled at Silver City, 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 12th day of August, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 266, and the other copy thereof recturned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 12th day of August, 1936.
(SEAL)

Walker Wood,
Walker Wood, Secretary of State.

Recorded: August 13th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7088 W

Sustained by State Tax Commission as Provided in Section 15, Chapter 121, Laws of Mississippi 1934 8/13/41

RESOLVED, That the name of the corporation be changed from ALUMINA-SILICATES CORPORATION to CLAY-SILICATES CORPORATION, and that the President and Secretary be, and they are hereby directed to send a certified copy of this Resolution to the Secretary of State of the State of Mississippi, and to apply for Certificate of Amendment of the original Charter granted showing the change of its name to CLAY-SILICATES CORPORATION."

Personally appeared before the undersigned Notary Public of Shelby County, Tennessee, HARRY E. BOVAY, President of Alumina-Silicates Corporation, who makes oath that the foregoing is atrue and correct copy of a Resolution passed by the stock-holders of the Alumina-Silicates Corporation at a stockholders' meeting held on August 5, 1936, as the same appeard on the minutes of said corporation.

Harry E. Bovay

Sworn to and subscribed before me,
this August 5, 1936.

(SEAL)

Lora McAdoo, Notary Public.
My Commission expires April 17, 1938.

Received at the office of the Secretary of State, this the 10th day of August, 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.,
Aug. 10, 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 Alumina-Silicates Corporation, Changing name to "Clay-Silicates 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 August, 1936.

By the Governor

Hugh White
G O V E R N O R

Walker Wood
Secretary of State.

Recorded: August 15, 1936.

ET

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS.

#7086 W

Section 13, Chapter 12, Laws of Mississippi 1931 5/14/41.

An amendment to Article 1 of the Charter of Incorporation of Baltar, White, Sadler Company, said charter being recorded in the Records of Incorporations in the office the Secretary of State of Mississippi, Book 35-36, page 509, so as to change the corporate title and name of said corporation to BALTAR & SADLER, INC.

SECTION 1 of the Charter of Incorporation of Baltar, White, Sadler Company, a corporation organized under the laws of the State of Mississippi, the charter of said corporation being recorded in the Office of the Secretary of State in Records of Incorporations Book 35-36, page 509, be and the same is hereby amended so that said section or Article 1 will read as follows:

"1. The corporate title of said company is BALTAR & SADLER, INC."

Witness our signatures this 7th day of August, 1936.

Jacinto B. Baltar
Jacinto B. Baltar, President.
Hildegarde Gunderson
Hildegarde Gunderson, Secretary.

STATE OF MISSISSIPPI
COUNTY OF HARRISON

Personally appeared before the undersigned authority in and for said county and state, JACINTO B. BALTAR, President, and HILDEGARDE GUNDERSON, Secretary, of the corporation now known as Baltar-White-Sadler Company, who acknowledged that they signed and delivered the foregoing amendment to the charter of said corporation, on the day and year therein mentioned.

Given under my hand and seal of office on this 8th day of August, 1936.

(SEAL)

Leslie B. Grant, Notary Public.

MINUTES OF A MEETING OF THE STOCKHOLDERS OF BALTAR-WHITE-SADLER COMPANY.

BE IT REMEMBERED that at a meeting of the stockholders of Baltar-White-Sadler Company, a Mississippi corporation, held in the office of the company at Biloxi, Mississippi, on the 7th day of August, 1936, at which meeting all the stockholders were present, the following resolution was unanimously adopted and approved:

"BE IT RESOLVED that Section 1 of the Charter of Incorporation of Balter-White-Sadler Company, a corporation organized under the laws of the State of Mississippi, the charter of said corporation being recorded in the office of the Secretary of State in Records of Incorporations, Book 35-46, page 509, be and the same is hereby amended so that section or Article 1 will read as follows:

'1. The corporate title of said company is Baltar & Sadler, Inc.'"

****

We hereby certify that the above and foregoing is a true and correct copy of a resolution passed at a meeting of the stockholders of Baltar-White-Sadler Company on August 7, 1936.

Jacinto B. Baltar
Jacinto B. Baltar, President,
Hildegarde Gunderson
Hildegarde Gunderson, Secretary.

STATE OF MISSISSIPPI
COUNTY OF HARRISON

Personally appeared before the undersigned authority, JACINTO B. BALTAR, President, and HILDEGARDE GUNDERSON, Secretary, of Baltar-White-Sadler Company, a Mississippi corporation, who acknowledged to me that they signed and delivered the foregoing instrument on the day and year therein mentioned.

Given under my hand and seal of office on this 8th day of August, 1936.

(SEAL)

Leslie B. Grant, Notary Public.

Received at the office of the Secretary of State, this the 10th day of August, 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.,
Aug. 10, 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 Baltar-White-Sadler Company, Changing name to "Baltar & Sadler, Inc.," is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fourteenth day of August, 1936.

By the Governor

Hugh White
G O V E R N O R

Walker Wood
Secretary of State.

Recorded: August 15, 1936.

ET

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Certified Copy of Decree of Chancery Court of Harrison County, Mississippi, dated December 15, 1938 filed in this office, December 17, 1938. Walker Wood, Secretary of State.

#7087

An amendment to article 1 of the Charter of Incorporation of Citizens Insurance Agency, said charter being recorded in the Records of Incorporation in the office of the Secretary of State of the State of Mississippi, Book No. 31, page397, as said section is amendnd by amendment recorded in Book of Incorporations in the office of Secretary of the State of Mississippi, No. 33-34, page 627, so as to change the corporate title and name to PAT SADLER & COMPANY,INC.

.....

Section 1 of the charter of incorporation of Citizens Insurance Agency, a corporation organized under the laws of the State of Mississippi, as said section was amended by changing the name of the said corporation to White, Sadler & Company by amendment recorded in the Book of Incorporations in the office of the Secretary of the State of Mississippi, Book No. 33-34, page 627, be and the same is hereby amended so that said section or Article 1 will read as follows:

"The corporate title of said company is PAT SADLER & COMPANY, INC."

Witness our signatures this 7th day of August, 1936.

E. W. Sadler
E. W. Sadler, President

Hildegarde Gunderson
Hildegarde Gunderson, Secretary

State of Mississippi
County of Harrison

Personally appeared before the undersigned authority in and for said County and State, E. W. Sadler, President, and Hildegarde Gunderson, Secretary of the Corporation known as White, Sadler & Company, formerly Citizens Insurance Agency, a corporation, who acknowledged that they signed and delivered the foregoing amendmenton the day and year therein mentioned.

Given under my hand and seal of office on this 8th day of August, 1936.

(Notarial Seal)

Leslie B. Grant
Notary Public.

Minutes of Special Meeting of the Stockholders of White, Sadler & Company, formerly Citizens Insurance Agency, Inc.

Be it remembered that at a meeting of the stockholders of White, Sadler & Company, formerly Citizens Insurahce Agency, a Mississippi Corporation, held in the office of the Company at Biloxi, Mississippi, on the 7th day of August, 1936, at which meeting allthe Stockholders were present, the following resolution was unanimously adopted and approved:

"Be it resolved that section 1 of the Charter of Incorporation of Citizens Insurance Agency, a corporation organized under the laws of the State of Mississippi, as said section was amended by changing the name of the said corporation to White, Sadler & Company by amendment recorded in the Book of Incorporations in the office of the Secretary of the State of Mississippi, Book No. 33-34, page 627, be and the same is hereby amended so that said section or Article lwill read as follows:

"The corporate title of said company is PAT SADLER& COMPANY, INC.,"

.....

We hereby certify that the above and foregoing is a true and correct copy of the minutes of a meeting of the stockholders of White, Sadler & Company, formerly Citizens Insurance Agency, held at the office of the Company in Biloxi, on August 7, 1936.

E. W. Sadler
E. W. Sadler, President

Hildegarde Gunderson
Hildegarde Gunderson, Sect'y.

State of Mississippi
County of Harrison

Personally appeared before the undersigned authority in and for said County and state, E. W. Sadler, president, and Hildegarde Gunderson, Secretary, of White, Sadler & Company, formerly Citizens Insurance Agency, a Mississippi corporation, who acknowledged to me that they signed and delivered the foregoing instrument on the day and year therein mentioned.

Given under my hand and seal of office on this 8th day of August, 1936.

(Notarial Seal)

Leslie B. Grant
Notary Public.

.....

Received at the office of the Secretary of State, this the 10th day of August, 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., Aug. 10 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.

RECORD OF CHARTERS 36--37 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 Citizens Insurance Company, changing name to Pat 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 Fourteenth day of August 1936

By the Governor
Walker Wood
Secretary of State.

Hugh White
Governor

Recorded August 15th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7092 W

CHARTER OF INCORPORATION OF PROPERTIES, INC.

1. The corporate title of said company is: "Properties, Inc."
2. The names and post-office addresses of the incorporators: Lena Basinsky, Vicksburg, Mississippi; Sam Nauen, Vicksburg, Mississippi; Beryle Nelson, Vicksburg, Mississippi.
3. The domicile of said corporation is: Vicksburg, Mississippi.
4. Amount of capital stock and class thereof: Five Thousand ($5,000.00) Dollars of common stock, represented by twenty (20) shares of the par value of two hundred and fifty ($250.00) Dollars each.
5. The period of existence is: Fifty (50) years.
6. The purposes for which said corporation is created: To acquire by purchase or otherwise, own, hold, sell, convey, lease, mortgage or encumber real estate or other property, personal or mixed.
In addition to the foregoing, the rights and powers that may be exercised by this corporation shall be those conferred by the provisions of Chapter 100, Mississippi Code of 1930.
7. All of the shares of stock shall be subscribed and paid for before said corporation shall commence business.

Lena Basinsky
Sam Nauen
Beryle Nelson

STATE OF MISSISSIPPI)
COUNTY OF ~~HINDS~~ Warren

Personally came and appeared before me the undersigned Notary Public in and for said venue, the above signed and within named Lena Basinsky and Sam Nauen, two of the incorporators of the corporation known as Properties, Inc., who acknowledged that they signed and executed the foregoing articles of incorporation as their act and deed on this the 12 day of August, 1936.

Given under my hand and official seal this the 12 day of August, 1936.

(SEAL)

Bertha Anderson, NOTARY PUBLIC.

STATE OF ALABAMA)
COUNTY OF TUSCALOOSA.)

Beryle Nelson personally came and appeared before me, the undersigned Notary Public in and for said venue, the above signed and within named Beryle Nelson, who acknowledged that she is a citizen of Vicksburg, Warren County, Mississippi, and one of the incorporators of the corporation known as Properties, Inc., and that as such, she signed and executed the foregoing articles of incorporation as her act and deed on this the 11 day of August, 1936.

Given under my hand and official seal this the 11 day of August, 1936.

(SEAL)

W . F. Englebert, NOTARY PUBLIC.

Notary Public, Tuscaloosa County,
My Commission expires May 31, 1938.

Received at the office of the Secretary of State, this the 13th day of August, 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.,
Aug. 13th, 1936.

I have examined this charter of incorporation, 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, J. A. Lauderdale, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE
JACKSON,

The within and foregoing Charter of Incorporation of Properties, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fourteenth day of August, 1936.

By the Governor

Hugh White
G O VERNOR

Walker Wood
Secretary of State.

Department of State Tax Commission
as Authorized by Section 10, Chapter
(3) Laws of Mississippi 1938
MAY 3 - 1946

Recorded: August 15, 1936.

et

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7089 W

CERTIFICATE OF INCORPORATION OF PONTOTOC ELECTRIC POWER ASSOCIATION.

We, the undersigned, incorporators of Pontotoc Electric Power Association, being natural persons and residents of the territory in which the principal operations of the corporation are to be conducted and desirous of using electric energy to be furnished by the corporation, hereby execute this Certificate of Incorporation of said corporation:

1. Name. The name of the corporation shall be Pontotoc Electric Power Association.

2. Territory. The operations of the corporation shall be principally conducted in the following counties of the State of Mississippi: Pontotoc, Calhoun, Union, and adjacent counties.

3. Principal Office. The location of the principal office of the corporation and the post-office address thereof, shall be: Pontotoc, Mississippi.

4. Number of Directors. The number of directors shall be as provided in the by-laws, This number shall not exceed twenty-one (21) and shall be not less than three (3).

5. Directors for First Year. The names and post-office addresses of the directors who are to manage the affairs of the corporation for the first year, or until their successors are chosen shall be:

NAME	POST-OFFICE ADDRESS
M. L. Higgs	Pontotoc, Mississippi
V. L. Bigham	Pontotoc, Mississippi
Farmer Kelly	Pontotoc, Mississippi
Jas. I. Wilson	Pontotoc, Mississippi
W. H. Inzer	Pontotoc, Mississippi

6. Duration. The duration of the corporation shall be ninety-nine (99) years.

7. Membership. (a) The terms and conditions upon which persons shall be admitted to membership in the corporation are as follows:

A person desiring to become a member of this corporation shall make application to the Board of Directors in writing for membership and, upon approval by the Board of Directors, or by such officer or officers of the corporation as may be designated by the Board of Directors, shall become a member of the corporation. Any person may become and remain a member of the corporation if such person shall use electric energy supplied by the corporation and shall comply with the provisions of this Certificate of Incorporation and by-laws and shall have agreed to abide thereby and by any amendments thereto. Any person who shall agree to use energy supplied by the corporation from an existing line or from a line the construction of which has been authorized or commenced by the corporation may be admitted to membership in the corporation upon complying with the other terms and conditions with respect to membership contained in this Certificate of Incorporation or in the by-laws. The amount and the method of payment of the membership fee of the Corporation shall be fixed by the Board of Directors, from time to time, by appropriate by-law provision. The Board of Directors shall have power to determine in what circumstances and under what conditions more than one membership must be held by one person.

(b) The interest of each member shall be equal to that of every other member and no member of this corporation shall have any greater voice, vote, or privilege in this corporation than any other member.

8. Purposes. The purposes of the corporation shall be to promote and encourage the fullest possible use of electric energy in the State of Mississippi by making electric energy available to the inhabitants of the State at the lowest cost consistent with sound economy and prudent management of the business of the corporation and shall include all purposes required and authorized by the Electric Power Association Act of the State of Mississippi, including amendments thereto subsequent to the date hereof. Without in any manner restricting or limiting the foregoing, the purposes of the corporation shall include the following:

To generate, manufacture, purchase, acquire and accumulate electric energy for its members and to transmit, distribute, furnish, sell and dispose of such electric energy to it members (and to such other customers as may validly be served by the corporation pursuant to the said Electric Power Association Act, including all amendments thereto subsequent to the date hereof), and, in order to carry out and accomplish any or all of such purposes, to construct, erect, purchase, lease and in any manner acquire, own, hold, maintain, operate, sell, dispose of, lease, exchange and mortgage plants, buildings, works, machinery, equipment and supplies and electric transmission and distribution lines or systems;

To acquire, own, hold, exercise and, to the extent permitted by law, to mortgage, pledge, hypothecate and in any manner dispose of franchises, rights, privileges, licenses and easements necessary, useful or convenient for carrying out and accomplishing of any of the purposes of the Corporation;

To purchase, lease and in any manner acquire, own, hold, maintain, sell, lease, exchange, mortgage, pledge and in any manner dispose of any and all real and personal property which may be necessary, useful or convenient for the carrying out and accomplishing of any of the purposes of the Corporation;

To assist its members to wire their premises and install therein electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character and, in connection therewith and for such purposes, to purchase, acquire, lease, sell, distribute, install, and repair electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character and to receive, acquire, endorse, pledge, hypothecate and dispose of notes and other evidences of indebtedness;

To borrow money, to make and issue notes, bills of exchange, bonds, debentures and other evidences of indebtedness, secured or unsecured, for moneys borrowed or in payment for property acquired, or for any of the other objects or purposes of the Corporation; to secure the payment of such bonds, debentures, notes or other evidences of indebtedness by mortgage or mortgages, or deed of trust upon, or by the pledge of or other lein upon, any or all of the property, rights, privileges or franchises of the Corporation, wheresoever situated, acquired or to be acquired;

To make available electric generating, manufacturing and transmission facilities to other corporations not for profit organized for similar purposes under the statutes of the State of Mississippi, or any other State of the United States, and which shall be members of the Corporation by sale, lease, contract or otherwise;

To do all such acts and things as may be useful, necessary, or convenient for the accomplishment of the purposes in this Article expressed or any of them, provided, however, that all of the operations of the Corporation shall be on a cooperative basis, not for profit, and for the use and benefit of its members as such.

9. Powers. The corporation shall possess and be authorized to exercise and enjoy all of the powers, rights, and privileges granted to or conferred upon corporations of the character of the corporation by the laws of the State of Mississippi now or hereafter in force.

Witness our hands and seals this 5th day of August, 1936.

M. L. Higgs (Seal)
V. L. Bigham (Seal)
Farmer Kelly(Seal
Jas. I. Wilson(Seal)
W. H. Inzer,(Seal).

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

STATE OF MISSISSIPPI)
COUNTY OF PONTOTOC)

On this 6th day of August, 1936, personally appeared before me, M. L. Higgs, V. L. Bigham, Farmer Kelly, Jas. I. Wilson and W. H. Inzer, to me personally known and known to me to be the persons who executed the foregoing Certificate of Incorporation, and acknowledged the execution thereof as their free act and deed.

Witness my hand and official seal at Pontotoc, Mississippi, the day and year aforesaid.

(SEAL)

Mrs. Ludye Williams, Notary Public.
In and for Pontotoc County, Mississippi

My Commission Expires
2-2-38.

Received at the office of the Secretary of State, this the 10th day of August, 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.,
Aug. 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, J. A. Lauderdale, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE
JACKSON.

The within and foregoing Charter of Incorporation of The Pontotoc 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 Fourteenth day of August, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: August 15, 1936.

et

TUCKER PRINTING HOUSE JACKSON MISS

BE IT RESOLVED, by the stockholders of KENNEDY AND BRANDON, INCORPORATED, that Article Four (4) of the charter of this corporation be amended so as to reduce the amount of its capital stock from Fifteen Thousand Dollars to Seven Thousand Five Hundred Dollars, and the said Article, as amended, shall read as follows:

4. Amount of capital stock Seven Thousand Five Hundred Dollars.

BE IT FURTHER RESOLVED, that C. P. Long, Jr., and C. H. Brandon, President and Secretary, respectively, of this corporation, be, and they hereby are, authorized to make application, in the manner provided by law, for the amendment to Article Four (4) of this corporation as hereinabove set forth, being vested with full and complete authority to do any and all acts required by law to carry out the purposes of this resolution.

State of Mississippi,
County of Harrison,
City of Gulfport.

We, C. P. Long, Jr., and C. H. Brandon, President and Secretary, respectively, of KENNEDY AND BRANDON, INCORPORATED, a corporation organized and existing under the laws of the State of Mississippi, do hereby certify that the above and foregoing is a true and correct copy of a resolution passed by the stockholders of said corporation at a regular meeting thereof held at the domicile of said corporation in the City of Gulfport, Harrison County, Mississippi, on the 17th day of August, 1936, which said meeting was duly and regularly called and held in accordance with the by-laws of said corporation, at which said meeting the above resolution was adopted by a unanimous vote, there being present at said meeting all of the stockholders of said corporation, and that the resolution as hereinabove set forth duly appears of record in the minute book of said corporation in which the minutes of said meeting were recorded.

Witness our signatures, with the impression of the corporate seal of said corporation thereon, on this the 21st day of August, 1936.

C. P. Long, Jr., President.
C. H. Brandon, Secretary.

(SEAL)

State of Mississippi,
County of Harrison,
City of Gulfport.

Personally appeared before me, the undersigned authority, a Notary Public, in and for said City, County and State, C. P. Long, Jr., and C. H. Brandon, President and Secretary, respectively, of KENNEDY AND BRANDON, INCORPORATED, who severally acknowledged that they signed and excuted the above and foregoing instrument, and that the facts are true as therein set forth.

Given under my hand and official seal, this the 21 day of August, 1936.

(SEAL)

Oscar F. Cassibry,
Notary Public.

Received at the office of the Secretary of State, this the 24th day of August, 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.,
August 24th, 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 Kennedy and Brandon, Inc., Gulfport, Mississippi, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-fifth day of August, 1936.

Hugh White, Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: August 27, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS
#7085

The Charter of Incorporation of Star Grocery Company, Inc.

1. The corporate title of said company is Star Grocery Company, Inc.
2. The names and post office addresses of the incorporatorsare :
   J. A. Covington, Jr., Meridian, Mississippi.
   Mrs. Lola S. Covington, Meridian, Mississippi.
3. The domicile is Meridian, Mississippi.
4. The amount of authorized capital stock is Five Thousand ($5,000.00) Dollars. All shares are common stock of the par value of one hundred ($100.00) Dollars per share, with equal rights and privileges.
5. The period of existence, not to exceed fifty years, is fifty years.
6. The purposes for which the corporation is created areas follows:
   To engage in a general wholesale and retail grocery and supply business; to buy and sell produce, provisions, food stuffs, groceries, and supplies of all kinds; to buy, own, and and sell realxx estate and to do all things incident to and necessary for carrying on the kind of business heretofore set out. The rights and privileges that may be exercised by this corporation are those conferred by the provisions of Chapter 24 of the Mississippi Code of 1906 and, in addition thereto, those conferred by the provisions of Chapter 90 of Laws of 1928, Chapter 100 of the Mississippi Code of 1930, and any amendments thereto.
7. The corporation may begin business when sixty percent of the capital stock has been paid in.

Signed this the 8th day of August, 1936.

J. A. Covington, Jr.
Mrs. Lola S. Covington

State of Mississippi,
Lauderdale County.

This day personally appeared before me the undersigned authority in and for the above state and county, J. A. Covington, Jr. and Mrs. Lola S. Covington, incorporators of the corporation known as Star Grocery Company, Inc., who acknowledged that they signed the above and foregoing articles of incorporation as their act and deed on this the 8th day of August, 1936.
(Notarial Seal)

Gibson Witherspoon
Notary Public.

Received at the office of the Secretary of State, this the 10th day of August, 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., Aug 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 J. A. Lauderdale,
Assistant Attorney General.

State of Mississippi,
Executive Office.
Jackson.

The within and foregoing charter of incorporation of Star Grocery 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 fourteenth day of August, 1936/

By the Governor
Walker Wood,
Secretary of State.

Hugh White
Governor.

Recorded: August 15th, 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 May 24, 1943. Certified copy of said decree filed in this office, this the 28th day of May 1943. Walter Wood, Sec. of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation
of
TOMBIGBEE SAND & GRAVEL COMPANY

I. The corporate title of said company is "Tombigbee Sand & Gravel Company."
II The names of the incorporators are: Jack Smiley, postoffice, Jackson, Tennessee; W. E. Lehman, postoffice, Lexington, Kentucky; T. J. Billingsley, postoffice, Memphis, Tennessee.
III. The domicile is at Amory, Mississippi.
IV. Amount of capital stock and particulars as to class or classes thereof: Ten Thousand Dollars ($10,000.00) common stock.
V. 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) each.
VI. The period of existence (not to exceed fifty years) is Fifty (50) years.
VII. The purpose for which it is created:

1. To search for, prospect and explore for sand, gravel, stone and other mineral substances; and to acquire mining, mineral, sand, gravel and stone leases, rights or interests; to mine, quarry, work and develop mining grounds, and mining and mineral rights; to refine, separate, crush, concentrate, and prepare for market, sand, gravel, stone and mineral substances of all kinds, and to do all other acts and things necessary or conducive to the Company's object, including the erection of buildings or works and the installation of machinery and appliances of every description whenever required; to purchase, use and own personal estate of every description, kind and nature incidental to the business of the corporation; to mortgage any mining grounds, claims, leases, mining and mineral rights, or other property belonging to the said Company, and to issue bonds of the Company whenever it may be determined so to do.

2. To purchase, acquire by lease, license, or otherwise, mining grounds, claims, leases, mining and mineral rights, real estate of every description, kind and nature, or any interest therein.

3. To buy, sell, and deal in sand, gravel, stone and other minerals, plants, machinery, tools, implements and all other articles and things in any way required or capable of being used in connection with the mining and refining operations, and to make and manufacture such articles when required.

4. To construct, maintain, manage, control, or superintend any roads, ways, private railroads, private tramways, and to equip and operate the same as required for the uses and purposes of the Company.

5. 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.

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

Jack Smiley,
W. E. Lehman,
Thos. J. Billingsley,
Incorporators.

State of Mississippi,
County of Monroe.

This day personally appeared before me, the undersigned authority, Jack Smiley, one of the incorporators of the corporation known as the Tombigbee Sand & Gravel Company, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 12th day of August, 1936.

Marilu Bryan Griffin,
Notary Public.
My commission expires 1-24-39.

(SEAL)

State of Kentucky,
County of Fayette.

This day personally appeared before me, the undersigned authority, W. E. Lehman, one of the incorporators of the corporation known as the Tombigbee Sand & Gravel Company, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 8 day of August, 1936.

Sarah R. Hair,
Notary Public.
My commission expires 3-24-37.

(SEAL)

State of ~~Mississippi~~ Tennessee,
County of Shelby.

This day personally appeared before me, the undersigned authority, T. J. Billingsley, one of the incorporators of the Corporation known as the Tombigbee Sand & Gravel Company, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 15th day of August, 1936.

V.A.Cordes, Notary Public.
My commission expires Jany 24, 1939.

(SEAL)

Received at the office of the Secretary of State this the 24 day of August A. D. 1936, together with the sum of Thirty Dollars ($30.00) deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.
Jackson, Miss., August 24th, 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 Tombigbee Sand & Gravel Company, Amory, Mississippi, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-fifth day of August, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: August 27th, 1936.

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Amendment of correction to Articles of Incorporation of
GEORGETOWN BANK
Georgetown, Copiah County, Mississippi.

WHEREAS, heretofore on the 22nd day of October, 1934, the stockholders of Georgetown Bank, Georgetown, 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 interets of this Bank, that said Amendments be corrected and completed; it is therefore

RESOLVED, that regardless of any omission, 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 respect to the reduction of the Common Capital Stock from $15,000.00 to $4,500.00 by changing the par value from $100.00 to $30.00 and authorizing the issuance of Preferred Stock and in causing said Amendments adopted October 22nd, 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 22nd day of October, 1934, the Articles of Incorporation as amended, be amended as follows:

By striking from the Charter, as amended, all of said Amendment adopted October 22, 1934, except RESOLVED FIRST which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, that, under the provisions of Section 9, Chapter 146, Laws 1934, the common capital stock of this Corporation be reduced in the sum of $10,500.00, leaving the total common capital, after said reduction, $4,500.00.

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, 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 "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 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 $17,000.00 divided into classes and shares as follows:

(a) $12,500.00 par value of Preferred Stock (subject to retirement as hereinafter provided) divided into 250 shares of the par value of $50.00 (1) each; and

(1) The per share par value of the Preferred Stock will be fixed by Reconstruction Finance Corporation)

(b) $4,500.00 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 150 shares of the par value of $30.00 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 October 22nd, 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 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; 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 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 mimimum 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 ~~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 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

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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 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 pror 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 ~~transfers affected~~ 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 4) of a sum equal to forty percent 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 percent 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 $18,500.00 (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 Preferr ed 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 (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 day 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

(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 the Reconstruction Finance Corporation.

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 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 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's 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, 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

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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 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 4 or the fair value of the assets of the Corporation as determined by the Superintendemt 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 share 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 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 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 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 percent 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 4) on and after February 1, 1937, shall not have amounted in the aggregate to five percent of the maximum par value of the Preferred Stock at any time outstanding (whether or not any such stock shall have subsequently been 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 the 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 be fixed by the vote of the holders of a majority of the share of Preferred Stock at the time outstanding.

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(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 estatefor 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, whetherx 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 marger or consolidation in accordance with law and these Articles of Incorporation, shall not bex 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 dssignate 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 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 ~~of Directors~~ 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 percent of the then putstanding 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 Georgetown Bank, Georgetown, Mississippi, held on July 13, 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 twe-thirds of the total number of shares of Common Stock outstanding:

Total number of shares of Preferred stock outstanding.....250
Total number of shares of Preferred stock represented at the meeting.....250
Total number of shares of Preferred stock voted in favor of resolutions.....250
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.....144.6
Total number of shares of Common stock voted in favor of the resolutions.....144.6
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.

W. S. Allen, Vice President.

(SEAL OF BANK)

Subscribed and sworn to before me this 17 day of August, A. D. 1936.

(SEAL OF NOTARY)

Newton Ellis, 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 Georgetown Bank, Georgetown, 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 19th day of August, 1936.

M. D. Brett, State Comptroller.

(SEAL) OF DEPARTMENT)

Received at the office of the Secretary of State, this the 19th day of August, 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., Aug. 19, 1936.

I have examined this amendment to the charter of incorporation, and am of the opinion

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The Charter of Incorporation of

A.A.A. TRUCK LINES, INC.

(1). The corporate title of said Company is A.A.A.Truck Lines, Inc.
(2). The names of incorporators are: R. R. Baldwin, Post-Office, Natchez, Mississippi; W. H. Baldwin, Post-Office, Natchez, Mississippi.
(3). Domicile is at Natchez, Adams County, Mississippi.
(4). The amount of capital stock authorized is Fifteen Hundred Dollars ($1500.00); fifteen (15) shares of the par value of One Hundred Dollars ($100.00).
(5) The par value of shares is One Hundred Dollars ($100.00).
(6). The period of existence is fifty (50) years.
(7). The purpose for which it is created is to own, rent or lease, buy or sell, motor vehicles in the transportation of freight; and to generally conduct the business of transporting goods, wares and merchandise by means of trucks and similar motor vehicles; to rent, buy and lease property for storage purposes and to generally conduct a business for the storage of freight, goods, wares and merchandise as well as depots, for such to be used in transporting freight, wares and merchandise in the operation of their motor vehicle trucks; to own, rent, lease, buy or sell real estate.
(8). The rights and powers that may be exercised by the corporation or those conferred by the provisions of Chapter 100, Laws of Mississippi 1930 and the amendments thereto.
(9) The Capital Stock, 15 shares of the par value of $100.00 each are to be subscribed and paid for before the Corporation shall commence business.

R. R. Baldwin,
W. H. Baldwin.

State of Mississippi,
County of Adams.

This day personally came and appeared before me the undersigned authority in and for the County of Adams, State of Mississippi, the within named R. R. Baldwin and W. H. Baldwin of Natchez, Mississippi, Incorporators above mentioned, who acknowledged to me that they signed and executed the foregoing Charter of Incorporation on the day and year therein mentioned as their own voluntary act and deed.

Given under my hand and seal of office this the 24th day of August, A. D. 1936.
(SEAL)

F. Tildsley,
Notary Public.
My commission expies May 13th, 1939.

Received at the office of the Secretary of State, this the 27th day of August, 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.,
August 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,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of A.A.A. Truck Lines, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississipi to be affixed, this 27th day of August, 1936.

Hugh White,
Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: August 28th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Incorporation
of
CLARK COUNTY FARMERS 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 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 statutes 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 Clark County Farmers Gin (A.A.L.)

ARTICLE II.

The domicile of the association shall be at Quitman, Clark 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, this 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 of the association shall be Fifteen Thousand Dollars, ($15,000.00), of which the sum of Twelve Thousand Five Hundred Dollars, (12,500.00), shall be preferred stock divided into five hundred, (500), shares of a par value of Twenty-five Dollars, ($25.00), each and Two Thousand, Five Hundred Dollars, ($2,500.00), shall be common stock divided into five hundred shares of a par value of Five Dollars, ($5.00), 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, 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 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 testimony whereof, we each have hereunto set our hands in duplicate this 11 day of Aug. 1936.

J. S. Graham,
Carl Peterson,
J. L. Little,
J. L. Martin,
I. P. Moore,
J.C.McDonald,
R.R.McRee,
W. T. Rolison,
C. J. Griffin,
A. H. Fatheree.

State of Mississippi,
County of Clark.

Before me, the undersigned authority competent to take acknowledgments, personally appeared the within named: J. S. Graham, J. L. Martin, J. C. McDonald, C. J. Griffin, Carl Peterson, I. P. Moore, R. R. McRee, A. H. Fatheree, J. L. Little, W. T. Rolison 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 11 day of Aug. 1936.

Given under my hand and seal this 11 day of 1936.
(SEAL)

John L. Hunter, Chan Clk
By W.E.Williams, D.C.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of State of the State of Mississippi, so hereby certify that the articles of incorporation of Clark County Gin (A.A.L.), domiciled at Quitman, in Clark 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 14th day of August, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 282, 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 August, 1936.
(GREAT SEAL)

Walker Wood
Walker Wood, Secretary of State.

Recorded: August 14th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

ARTHUR BECKER INCORPORATED

1. The corporate title of said company is Arthur Becker Incorporated.
2. The names of the incorporators are: A. J. Koenigsmark, Postoffice, Waterloo, Ill.; R. J. Koenigsmark, Postoffice, Waterloo, Ill.; Arthur Becker, Postoffice, Tupelo, Mississippi.
3. The domicile is at Tupelo, Mississippi, East Main Street.
4. Amount of capital stock and particulars as to class or classes thereof: Five Thousand Dollars, Five Hundred Shares, Ten Dollars per Share. Common Stock.
5. Number of shares for each class and par value thereof: Five Hundred Shares, Common. Par Value Ten Dollars.
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 wholesale and retail business of distribution of flour, feeds, meal and other sundries if so desired provided same are in above line.
   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 subsctibed and paid for before the corporation may begin business. ALL PAID.

A. J. KOENIGSMARK, Pres.
R. J. KOENIGSMARK? V-Pres.
ARTHUR BECKER, Secy-Treas.
Incorporators.

ACKNOWLEDGMENT

State of Illinois,
Countyb of Monroe.

This day personally appeared before me, the undersigned authority in and for said county and state, A. J. Koenigsmark, incorporators of the corporation known as the Arthur Becker, 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 August, 1936.
(SEAL)

Robert L. Feldmeier, Notary Public.
My commission expires Apr. 29, 1939.

State of Illinois,
County of Monroe.

This day personally appeared before me, the undersigned authority, in and for said county and state, R. J. Koenigsmark, incorporator of the corporation known as the Arthur Becker, 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 August, 1936.
(SEAL)

Robert L. Feldmeier, Notary Public.
My commission expires Apr. 29, 1929.

State of Mississippi,
County of Lee.

This day personally appeared before me the undersigned authority in and for said county and state, Arthur Becker, incorporator of the corporation known as the Arthur Becker, Inc., 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 August, 1936.
(SEAL)

Julia Hillebrand, Notary Public.
My commission expires Jan. 3, 1938.

Received at the office of the Secretary of State this the 3rd day of September, 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., Sept. 3rd, 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 Arthur Becker, Incorporated, Tupelo, 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 Third day of September, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 4, 1936.

affidavit dated June 14, 1943, filed in this office, this June 16, 1943, stating that above corporation has been liquidated and is no longer in existence - Walker Wood, Secy. of State.

TUCKER PRINTING HOUSE JACKSON MISS

7105 W.

"Amendment to Charter of Incorporation of

HAZLEHURST ICE & FUEL COMPANY

Amend article 4 which reads, '4. Amount of capital stock - $20,000.00", and insert in lieu thereof, '4. Amount of capital stock - $30,000.00.'

Amend Article 5 which reads, '5. The par value of shares is $100.00', and insert in lieu thereof, '5. The par value of shares if $50.00.'

HAZLEHURST ICE & FUEL COMPANY
By R. L. Covington,
R. L. Covington, President.

Joseph H. Morris,
Jos. H. Morris, Secretary.

(L.S.)
State of Mississippi,
County of Copiah,
City of Hazlehurst.

Before me, the undersigned Notary Public duly authorized, personally came and appeared R. L. Covington, President, and Jos. H. Morris, Secretary of the Hazlehurst Ice & Fuel Company, a corporation chartered under the laws of the State of Mississippi, who being by me first duly sworn say that the foregoing amendment of said corporate charter is being made pursuant to a resolution of the stockholders of said corporation passed at a meeting held on the 31st day of August, 1936, which resolution appears at page 111 of the minute book of said corporation, which resolution is in the precise form of the amendment above set out and was unanimously adopted at a regular meeting, attending said meeting 134 shares, absent from said meeting 25 shares.

Given under my hand and seal of office, this the 31st day of August, A. D. 1936.

(SEAL)
Newton Ellis, Notary Public.

Received at the office of the Secretary of State, this the 7th day of Sepetmber, 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., Sept. 8th, 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 Hazlehurst Ice & Fuel Company, Hazlehurst, Miss., is hereby approved.

Intestimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississip i to be affixed, this Ninth day of September, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 10, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

#7116 W.

Wednesday August 19th, 1936.

At a special meeting of the Canton Junior Chamber of Commerce the following business was transacted to wit:

The purpose of the meeting was explained to the organization by Chairman Earl Evans Jr. He informed the organization that the Board of Directors at its regular meeting on the 17th instance had passed a motion to sponsor a horse show to be held at the Fair Grounds in the latter part of September. There was some discussion of the plan. Mr. Jerry Harris made the following motion- "That the Canton J.C.C. sponsor the horse show as recommended by the Board of Directors." Mr. S. S. Levy seconded the motion. When brought to a vote the motion passed unanimously. In as much as a Charter from the Secretary of State was necessary to authorize the organization to sponsor the horse show and similar enterprises or exhibits, Dr. Wells made the following motion: "That President Earl Evans Jr., Secretary David Campbell and Treasurer Rudy Holmes be given the authority to act for the organization in securing that Charter and be allowed to sign any and all documents pertaining thereto on behalf of the organization." This motion was seconded by Mr. William Reid and the vote was unanimous in favor of the motion.

Having no other business to discuss, the meeting adjourned:

I do hereby certify that this is a true and correct copy of the minutes of the Canton Junior Chamber of Commerce at its special meeting held at 5 P. M. on August 19th, 1936.

D. C. Campbell
D. C. Campbell, Secretary.

Subscribed and sworn to before the undersigned Notary Public on this September 15th, 1936.
(SEAL)

J. S. Weatherby
Notary Public, Canton, Miss.

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The Charter of Incorporation of

JUNIOR CHAMBER OF COMMERCE OF CANTON, MISSISSIPPI

1. The corporate title of said company is Junior Chamber of Commerce of Canton, Miss.

2. The names of the incorporators are: Earl Evans, Jr., postoffice, Canton, Mississippi; D. C. Campbell, postoffice, Canton, Mississippi; R. H. Holmes, Jr., postoffice, Canton, Mississippi.

3. The domicile is at Canton, Madison County, Mississippi.

4. Amount of capital stock and particulars as to class or 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 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: To carry on, promote, sponsor, or institute any enterprise, agricultural or industrial, for the civic and/or financial improvement and betterment of the City of Canton, Miss., and Madison County, Miss., also, to hold fairs, for the exhibition of live stock, poultry, dairy products and agricultural products of every description and kind, and any and all other products, goods, wares, and articles which are usually displayed at Fairs, and to award prizes for exhibitions of all such articles which may be designated by the Board of Directors, and to have races as may be determined by the Managers and any and all exhibits and entertainments usual and incident to a Fair, and this may include a "Midway", where shows for the entertainment of visitors are allowed; Also to promote, sponsor, or institute any and all other lawful enterprises or proceedings, which the Board of Directors shall deem necessary and proper, that is for the civic developement of Canton and Madsion County, Mississippi.

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 business: None.

Earl Evans, Jr.,
D. C. Campbell,
R. H. Holmes, Jr.
Incorporators.

Powell & Powell, Attorneys,
Canton, Mississippi.

ACKNOWLEDGMENT

State of Mississippi,
County of Madison.

This day personally appeared before me, the undersigned authority, who is duly authorized and empowered to take and certify to acknowledgments, the within named Earl Evans, Jr., D. C. Campbell, and R. H. Holmes, Jr., incorporators of the Corporation known as the Junior Chamber of Commerce, of Canton, Miss., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 15th day of September, 1936.
(SEAL)

H. C. Roberts, Notary Public.

Received at the office of the Secretary of State, this the 16th day of September, 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., Sept. 16, 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 Junior Chamber of Commerce of Canton, Mississippi, Canton, 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 Sixteenth day of September, 1936.

Hugh White, Governor.

By the Governor:
Walker Wood, Secretary of State.

Recorded: September 17th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7118 W

The Afro American Veterans of World War of U. S. in regular and lawful meeting assembled in accordance with the rules and regulations of the association now in existence, at which meeting more than two-membership were in attendance, the following resolution was offered in words and figures as follows., to-wit:

"Resoloved, that this association be incorporated, under its name heretofore adopted as Afro American War Veterans of the U. S., and that Chatmon Myers, Joe Rhymes and H. J. Johnson, members hereof, be, and they are hereby appointed, to apply for charter of incorporation of this association, the said members to pay the fees therefor from the funds of the association." which said resolution, upon being put to a vote, was unanimously adopted by said members then present then voting therefor.

We, the undersigned, do hereby certify that the above and foregoing is a true and correct transcript of resolution adopted by the membership of above mentioned association, and the same was promptly recorded in the minutes of said meeting.

Given under our hands at Jackson, Miss., on this the 17th day of September, A. D. 1936.

Chatmon Myers, Commander,
H. J. Johnson, Secretary.

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The Charter of Incorporation of

AFRO AMERICAN WORLD WAR VETERANS OF U.S.

1. The corporate title of said company is Afro American World War Veterans of U. S.

2. The names of the incorporators are: Chatmon Myers, postoffice, Jackson, Miss.; Joe Rhymes, postoffice, Jackson, Miss.; H. J. Johnson, postoffice, Jackson, Miss.

3. The domicile is at Jackson, Miss.

4. Amount of capital stock and particulars as to class or classes thereof: NONE.

Shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for ~~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 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 claim of creditors.

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

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 this association is created are to foster fraternal, educational and patriotic activities and ~~and~~ for the development of true comradeship among the men of the Army and Navy honorably discharged ~~from~~ therefrom and who served the United States of America in the time of war.

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.

H. J. Johnson,
Chatmon Myers,
Joe Rhymes,
Incorporators.

ACKNOWLEGMENT

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority Chatmon Myers, Joe Rhymes and H. J. Johnson, incorporators of the corporation known as the Afro American World War Veterans of U. S., 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 September, 1936.

(SEAL)

Walker Wood,
Secretary of State.

Received at the office of the Secretary of State, this the 17th day of Sept. 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., Sept. 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 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 Afro American World War Veterans of the U. S., is hereby 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 September, 1936.

Hugh White,
Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: September 18th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
HINDS COUNTY EROSION CONTROL ASSOCIATION
(A.A.L.)

Sec. 1. Be it known that we:Name J. C. Downing, of Hinds County, Postoffice Utica, Mississippi; Name E. Reed of Hinds County, postoffice Utica, Mississippi; Name P. L. Mobley of Hinds County, postoffice Utica, Mississippi; Name S. E. Coleman of Hinds County, postoffice, Utica, Mississippi; Name C. E. Champman of Hinds County, postoffice Utica, Mississippi; Name R. V. Taylor of Hinds County, postoffice Utica, Mississippi; Name H. H. Davis of Hinds County, postoffice Utica, Mississippi; Name H. M. Reed of Hinds County, postoffice Utica, Mississippi; Name J. A. Chapman of Hinds County, postoffice Utica, Mississippi; Name R. D. Price of Hinds County, postoffice Utica, 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, power, privileges, and immunities by said statute given or allowed, setting forth the following:

Sec. 2. The name of the organization shall be Hinds 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, in the County of Hinds, 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 22nd day of September, 1936.

J. C. Downing,
P. L. Mobley,
C. E. Chapman,
H. H. Davis,
J. A. Chapman,
E. Reed,
S. E. Coleman,
R. V. Taylor,
H. M. Reed,
R. D. Price.

State of Mississippi, County of Hinds.

Before, the undersigned authority competent to take acknowledgments, personally came and appeared the above named J. C. Downing, R. V. Taylor, E. Reed, H. H. Davis, P. L. Mobley, H. M. Reed, S. E. Coleman, J. A. Chapman, C. E. Chapman, R. D. Price, 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 24 day of Sept. 1936.

(SEAL)

C. D. Barland, Notary Public.
My commission expires Oct. 9, 1937.

Utica, Mississippi, Sept. 24, 1936.

We, the undersigned organizing members of Hinds County Erosion Control Association (A.A.L.), hereby agree that the organization meeting of said corporation may he held at Utica, Mississippi, at a time fixed by R. V. Taylor, of which he shall have given us notice by mail or hy 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. C. Downing,
P. L. Mobley,
C. E. Chapman,
H. H. Davis,
J. A. Chapman,
E. Reed,
S. E. Coleman,
R. V. Taylor,
H. M. Reed,
R. D. Price.

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 Hinds County Erosion ControlmAssociation (A.A.L.) domiciled at Utica, Hinds 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 24th day of September, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 287, 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 September, 1936.

(GREAT SEAL)

Walker Wood,
Walker Wood, Secretary of State.

Recorded: September 24, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Oct. 8th 36
Dec. 23rd 36
Walker Wood,

Charter of Incorporation of

THE CENTER

1. The corporate title of said company is: THE CENTER.
2. The names of the incorporators and their addresses are: Paul L. Mitchell and Lamar Mitchell, of Charleston, Mississippi.
3. The domicile is at Charleston, Mississippi.
4. The amount of authorized capital stock and partuculars as to class or classes thereof: $5,000 Common Stock; $15,000 Preferred Stock.
5. Number of shares for each class and par value thereof:

Common Stock shall be divided into 500 shares of the par value ten dollars each. Preferred Stock is divided into two classes as follows: Class A, is divided into 100 shares of the par value of one hundred dollars per share; Class B, is divided into 500 shares of the par value of ten dollars per share.

The benefit and protection features of both classes of preferred stock are as follows:

A. The dividend rate on Preferred Stock of both classes shall be 7% (seven per cent) per annum, payable semi-annually, September 14, and March 15.

B. Preferred Stock of both classes shall be callable by lot, in whole or in part, on 30 days notice, at a premium of 5% (five per cent) over par, plus dividends current and accrued.

C. Protection as to dividends: As long as any Preferred Stock is outstanding, no dividends may be paid on Common Stock until all dividends on Preferred, both current and accumulated, have been paid. Preferred dividends are cumulative, that is to say, all unpaid dividends on Preferred shall be a liability against the Company, and must be paid, before any dividends whatever may be paid on Common Stock.

D. Protection as to assets: In the event of the liquidation of the Corporation (voluntary, or involuntary) Preferred Stock shall be entitled to payment at a rate of 5% (five per cent) above par, plus dividends current and accrued, before the common stock may receive anything from the assets of the corporation.

E. Voting Power shall normally be vested only in Common Stock, each share thereof being normally entitled to one vote. However, in the event of arrears in 2 (two) successive semi-annual dividends on Preferred Stock, voting power shall be equally divided between total outstanding Common Stock and total putstanding Preferred, and in voting, one share of Class B. Preferred Stock shall have 1/10 (one-tenth) the voting power or value of one share of Class A Preferred. The voting power or value of one share of Class A Preferred Stock shall be determined as follows: Divide the number of shares of outstanding Class B Preferred Stock by 10 (tem), and add the quotient to the number of shares of outstanding Class A. Preferred Stock. Divide the sum so obtained into 100,000 (one hundred thousand); the quotient so obtained shall be the voting power or value of one share of Class A Preferred Stock. To obtain the voting power or value of one share of Common Stock when Preferred Stock is voting as prescribed in this sub-paragraph E, divide the number of shares of outstanding Common Stock into 100,000 (one hundred thousand); the quotient so obtained shall be the voting power or value of one share of Common stock. When Preferred Stockholders and (or) Common Stockholders are voting for directors and (or) managers, every such stockholder shall have the right to vote, in person or by proxy, the number of shares of stock owned by him for as many persons as there are directors and (or) managers to be elected, or to cumulate said shares so as to give one candidate as many votes as the number of directors and (or) managers multiplied by the number of his shares of stock shall equal, or to disttribute them on the same principle among as many candidates as he shall see fit; and such directors and (or) managers shall not be elected in any other manner.

F. Protection against new stock issues: No additional Preferred Stock may be authorized by the Corporation without the consent of the majority of the Preferred Stock xi outstanding.

G. Conservation of the assets of the Corporation for the protection of the Preferred Stock Holders: No dividends may be paid on the Common Stock of the Corporation, unless after their payment and after the payment of all current and accumulated dividends on Preferred, the het assets of the Corporation will amount to 110% (one hundred ten per cent) of all the Preferred stock outstanding.

6. The period of existence is 50 years.
7. The purpose for which it is created: To conduct a general mercantile business; buy and sell farm products of every kind and description; buy, sell and own real estate as may be necessary or desirable in the interest of the business; buy and sell securities; borrow and lend money; and enjoy the rights and powers that may be exercised by the Corporation, in addition to the foregoing, as are conferred by Chapter 100, Mississippi Code of 1930.
8. The Corporation may begin business when 50 shares of Common Stock and 30 shares of Class A Preferred Stock are subscribed and paid for.

The foregoing Charter of Incorporation is hereby signed by the incorporators at Charleston, Mississippi, this 14th day of September, 1936.

Paul L. Mitchell,
Lamar Mitchell,
Incorporators.

Town of Charleston,
County of Tallahatchie
State of Mississippi.

This day personally appeared before me, a Notary Public in and for the above town, county and state, Paul L. Mitchell and Lamar Mitchell, both known to me, who acknowledged that they signed on the day and year therein named the foregoing Charter of Incorporation as Incorporators of the Company therein named, for filing with the Secretary of State, of the State of Mississippi, in compliance with Chapter 100 of the Code of 1930 of the State of Mississippi.

Given under my hand and official seal at Charleston, Mississippi, this 23rd day of September, 1936.

J. H. Caldwell, Notary Public.
(SEAL)
My term of office expires Deb'y 17, 1940.

Received at the office of the Secretary of State, this the 16th of September, 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., Sept. 24, 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 The Center is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-eighth day of September, 1936.

Hugh White, Governor,

By the Governor,
Walker Wood, Secretary of State.
Recorded: September 29, 1936.

Approved by State Tax Commission as Authorized by Section 15, Chapter 21, Laws of Mississippi 1933
MAY 12 1945

This corporation suspended by order of Board of Savings & Loan Association this the 4th day of Oct 1937

Heber Ladner, Secretary of State

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Proof of Publication, Showing publication made on Oct 20, 1936

Filed in this office Oct. 26th 1936

Walter Wood Secretary of State

The Charter of Incorporation
of
HATTIESBURG HOMESTEAD ASSOCIATION

We, the undersigned, being natural persons of full age, do hereby associate ourselves together for the purpose of forming a corporation under the General Corporation Act of the State of Mississippi, being Chapter 100 of the Mississippi Code of 1930 as amended and supplemented, and we hereby adopt the following Charter of Incorporation:

FIRST: The corporate title of said company is Hattiesburg Homestead Association.

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

NAMES	POST OFFICE ADDRESSES
George M. Reed	Box #424 Hattiesburg, Miss.
A. P. Harrison	Box #585 Hattiesburg, Miss.
J. T. Brent	Box #824 Hattiesburg, Miss.

THIRD: The domicile of the corporation is at Hattiesburg Homesteads, near Hattiesburg, Forrest County, State of Mississippi.

FOURTH: The total number of shares of stock which the corporation is authorized to issue is two hundred and fifty (250) shares of common stock of the par value of Three ($3.00) Dollars per share. The stockholders shall hereinafter be designated as members.

FIFTH: The period of existence of the corporation is fifty (50) years.

SIXTH: The purposes for which the corporation is created are: To participate in the establishment, maintenance and development of a community at Hattiesburg Homesteads, near Hattiesburg, Forrest County, State of Mississippi, for the mutual benefit of the members of such community; to engage in activities designed to rehabiltate such members and make them self-supporting; and to do and perform all acts and things necessary, convenient, useful or incidental to the accomplishment of these purposes.

SEVENTH: The rights and powers that may be exercised by said corporation are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1939 as amended and supplemented, and in addition thereto and in furtherance, but not in limitation thereof, this corporation shall have the right and power to do any or all of the following enumerated things:

(a) To acquire or assist in acquiring in any manner, dispose of or assist in disposing of in any manner, construct, build, establish, own, equip, operate, maintain, improve, administer, and supervise any buildings, plants, mills, factories, industries, commercial establishments, farms, pasturages, homesteads and cooperative enterprises or activities of any kind, and power, light, gas and water plants for the purpose of manufacturing for, and furnishing to, its members power, light, gas, and water, and to perform any other necessary or desirable operations or functions in connection therewith.

(b) Without restriction or limitation as to amount, to buy, or to acquire by gift or in any other manner, or assist in acquiring, and to sell, lease, mortgage, pledge, assign, transfer, or otherwise dispose of, or assist in disposing of, any land or lands or real property of any description whatsoever, and any right or title of any nature therein, including structures or other improvements thereon or therein.

(c) Without restriction or limitation as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of, personal property of every class and description whatsoever, for any purpose or use necessary, convenient, useful or incidental to the accomplishment of the purposes of the corporation.

(d) To accomplish, effect, or assist in any manner the transportation or movement of persons or property or both, in any manner whatsoever that may be necessary or desirable in the furtherance of any or all of the purposes, powers and objects set forth herein.

(e) To cooperate with any Governmental agency or agencies, whether national, state, county or municipal, or with any public or private agency whatsoever, in the purchase, construction, equipment, operation, maintenance, or supervision of any undertaking of this corporation designed to effectuate the purposes herein set forth.

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

(g) To enter into, make and perform contracts of every kind and description with any person, association, corporation, municipality, county, state, body politic, or government, or any agency, or agencies thereof, and more especially, to enter into, make and perform any covenant or condition required by any grantor of any land or improvements thereon which may be designed or intended to restrict or limit the use of the premises conveyed to the objects and purposes for which this corporation is organized.

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

(i) To acquire in any manner, hold, sell, assign, transfer, mortgage, pledge, or otherwise deal in or with the capital stock, bonds, or other securities or evidences of indebtedness, as well as any dividends, interest, premiums or profits thereon, of any domestic or foreign, private or public corporation, and while the holder of such stock or other securities or evidences of indebtedness to exercise all the rights and privileges of ownership, including the right to vote thereon, and the right to transfer the same unconditionally or otherwise, to the same extent as natural persons might or could do.

(j) To dedicate or grant, for public or community use, streets, sewers, playgrounds, parks, schools, commons, community buildings and community facilities of any and all kinds and any property for any of the foregoing or similar purposes.

(k) To have one or more offices to carry on all or any of its operations or enterprises or to promote its objects.

(l) To do any and all things of the things herein set forth and, in addition, any and all other acts and things necessary, convenient, useful or incidental to the attainment of its purposes, as fully and to the same extent as natural persons lawfully might or could do, as principals, agents, contractors, trustees, or otherwise, and either alone or in company with others, in so far as such acts are permitted to be done by a corporation organized under the laws of the State of Mississippi.

(m) The foregoing enumeration of specific powers shall not to be held to limit or restrict the powers of this Corporation as provided for under the laws of the State of Mississippi.

EIGHTH: The number of shares of common stock necessary to be subscribed and paid for before the corporation shall commence business shall be three shares of common stock.

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

TENTH: Any natural person (a) who now occupies any homestead tract comprising part of the Hattiesburg Homesteads Community as a licensee of the United States or of this corporation, or (b) who has or shall have a contract right to purchase such a tract from this corporation, or (c) who is or shall become a lessee from this corporation of such a tract, or (d) who resides upon land purchased by any corporation or association organized with the approval of the Administrator of the Resettlement

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Administration for the purpose of serving the members of the said community, or (e) who is the wife or husband or an adult member of the family of any one of the foregoing persons, shall be eligible to an interest in and to participate in the affairs of the corporation upon proof of compliance with such terms and conditions as may be provided in the By-Laws; provided that one, but no more than one, occupant of each homestead tract shall be admitted to membership hereunder. Eligibility under the provisions of this article shall be determined by the Board of Directors of this corporation. In construing this article Hattiesburg Homesteads Community shall be deemed to mean the community located at the Resettlement Administration Project near Hattiesburg, Forrest County, State of Mississippi, as such community is now designed and laid out or as it may be designed or laid out at any time during the existence of this corporation.

ELEVENTH: Except as set forth herein, the rights, duties, and obligations of all persons becoming stockholders in the corporation shall be provided for in the By-Laws of the corporation.

TWELFTH: Stock certificates of the corporation shall be in such form as shall be provided for in the By-Laws of the corporation, and they shall not be assignable or transferable except as specifically provided for in the By-Laws of the corporation.

THIRTEENTH: Each member admitted to an interest in the corporation shall be entitled to own but one share of stock and to have but one vote upon any and all occasions, except that at all elections of directors every member shall have the right to vote his share of stock for as many persons as there are directors to be elected, or to vote cumulatively so as to give one candidate as many votes as the number of directors to be elected, or to distribute them among as many candidates as he shall see fit. Under no circumstances shall a vote by proxy be allowed or considered.

FOURTEENTH: The business of the corporation shall be managed by a Board of five directors. A majority of the directors shall be members. The first Board of Directors shall consist of the above named incorporators and

NAMES	POST OFFICE ADDRESSES.
C. W. Wood	Hattiesburg, Miss.
H. O. Hoffman,	Hattiesburg, Miss.

The term of the three directors, who are the incorporators hereof, shall be for the period ending at the annual meeting of the members to be held on the first Monday in January, 1937. The terms of two additional directors named herein shall be for the period ending at the annual meeting to be held on the first Monday in January, 1938. The term of the directors subsequent to that of the first Board of Directors shall be two years, so that three directors will be elected in one year and two directors the next year. All directors shall serve until their successors are elected and qualify, and all directors shall be elected by the members at their annual meetings. A quorum of the directors for the transaction of business at any meeting shall be a majority of the directors.

FIFTEENTH: In furtherance, and not in limitation, of the powers conferred by the laws of the State of Mississippi, the Board of Directors is expressly authorized:

(a) By resolution or resolutions, passed by a majority of the whole board, to designate one or more committees, each committee to consist of two or more of the directors of the corporation, which, to the extent provided in said resolution or resolutions, or in the By-Laws of the corporation, shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the corporation, or any part thereof, and may have power to authorize the seal of the corporation to be affixed to all papers which may require it. Such committee or committees shall have such name or names as may be stated in the By-Laws of the corporation, or as may be designated from time to time by resolution adopted by the Board of Directors.

(b) By resolution or resolutions, passed by a majority of the whole Board, to authorize and cause to be executed, mortgages and liens upon the property of the corporation; to sell, lease or exchange all the property and estate of the corporation, including its good will and its corporate franchise, upon such terms and conditions and for such consideration as the Board of Directors shall deem expedient and for the best interest of the corporation.

(c) By resolution or resolutions, passed by a majority of the whole Board, to appoint a manager or attorney to transact the business of the corporation and to confer upon him all such powers and duties as it may deem necessary or expedient in the premises, including the power to appoint one or more assistant managers or attorneys with like powers and duties.

SIXTEENTH: This corporation may, in its by-laws, confer powers upon the Board of Directors in addition to the foregoing.

SEVENTEENTH: Both members and directors shall have power, if the By-Laws so provide, to hold their meetings, and to have one or more offices within or without the State of Mississippi, and to keep the books of this corporation (subject to the provisions of the statute) outside the State of Mississippi, at such places as may be designated from time to time by the Board of Directors.

EIGHTEENTH: The first meeting of the incorporators, who shall be deemed the only persons in interest, for the purpose of organization of this corporation, may be called by oral notice given to the incorporators.

NINETEENTH: The right to amend, alter, change or repeal any provision contained in the Charter, in the manner now or hereafter prescribed by statute, is hereby reserved, and all rights conferred upon members herein are granted subject to this reservation; provided, however, that no amendment of Articles SIXTH, TENTH, ELEVENTH, or of this Article, shall be effective if inconsistent with the terms, covenants, or conditions of any agreement entered into by the corporation.

IN TESTIMONY WHEREOF, we have hereunto set our hands and seal this 22nd day of September, 1936

GEO. M. REED (SEAL)
A. P. HARRISON (SEAL)
J. T. BRENT (SEAL)

State of Mississippi) SS.
County of Forrest)

This day personally appeared before me, the undersigned authority Geo. M. Reed, A. P. Harrison and J. T. Brent, incorporators of the corporation known as the Hattiesburg Homestead Association, who acknowledged that they signed and executed the above and foregoing Charter of Incorporation as their act and deed on this 22nd day of September, 1936.

(SEAL)

Elsie S. Miller,
Notary Public.
My commission will expire on the 27th day of May, 1938.

Received at the office of the Secretary of State this the 24th day of Sept. A. D., 1936, together with the sum of Twenty and No/100 Dollars ($20.00) deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.
Jackson, Mississippi,
Sept. 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 J. A. Lauderdale,
Assistant Attorney General.

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Approved this 24 day of Sept., 1936.

Hugh White,
Governor of Mississippi.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Hattiesburg Homestead 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-fourth day of September, 1936.

(GREAT SEAL)

Hugh White,
Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: September 25, 1936.

Amendment to Charter of Incorporation of

McKINNEY CHEVROLET COMPANY

At a meeting of the stockholders of McKinney Chevrolet Company, held at the Company's office, in Amory, Miss., at 8 o'clock P. M., on September 17th, 1936, W. H. Cutcliff, M. Q. Ewing, L. A. Cutcliff and J. W. McKinney being present, and owning all of the capital stock of said corporation, the following resolution was passed, all the stockholders voting therefor, to-wit:

Be it resolved that the name of this corporation is hereby changed to McKinney Motor Company.

We? W. H. Cutcliff, President, and J. W. McKinney, Secretary of the McKinney Chevrolet Company, hereby certify that the foregoing resolution was legally passed at a meeting of the stockholders of said corporation on the 17th day of September, 1936.

Witness our signatures on this the 18th day of September, 1936.

W. H. Cutcliff, President,
J. W. McKinney, Secretary.

State of Mississippi,
Monroe County.

Before me, D. H. Streetman, a Notary Public of Monroe County, Mississippi, on this day personally appeared W. H. Cutcliff, President, and J. W. McKinney, Secretary, of the McKinney Chevrolet Company, who acknowledged that they signed the foregoing instrument on the date therein mentioned as their act and deed.

Given under my hand and official seal on this the 18th day of September, 1936.
(SEAL)

D. H. Streetman, Notary Public.

Received at the office of the Secretary of State, this the 24th day of Sept., 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., Sept. 25th, 1936.

I have examined this amendment of charter of incorporation, and amm 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 McKinney Chevrolet Company (Changing name to McKinney 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 twenty-eighth day of September, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 28th, 1936.

FOR AMENDMENT SEE BOOK 41-42 PAGE 220

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Minutes of meeting of the B. & S. Club, held in the club rooms of said organization on the 16th day of September, 1936.

There was present at said meeting all of the members of said organization;

The following resolution was unanimously adopted:

"Be It Resolved that it would be to the best interest of this club to have said club incorporated, and that Oliver N. Stewart, J. Clifton Blythe and Robert V. Walcott be authorized to apply for said Charter, and that with the approval and consent of the Governor of the State of Mississippi, that said B. & S. Club be incorporated, under the name of B. & S. Club, and that the purposes of said corporation to be as follows, to-wit:

To own, operate, lease and conduct Club Rooms for members, to encourage the study and following of literary pursuits and activities; to subscribe for and encourage the reading of all manner and form of periodicals both of a general and special nature; to operate places of amusement or club rooms for members only; to buy and sell at wholesale or retail or both for cash or credit and to otherwise deal in all kinds and character of property, the purchase or sale or handling of which is not prohibited by law, and to own, operate, lease cafes, soft drink stands and lunch stands for the exclusive benefit of the members of the club and to operate and conduct all of the aforementined trades ar callings for the benefit of the members on a non-profit hasis; to provide rules and regulations of the organizatioh, to provide conditions for admittance of members, to regulate the conducts of all members, to provide for the expulsion of any member upon failure to comply with rules and regulations or for any misconduct on the part of any member, the rights and powers to be exercised by said Corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi 1930.

There being no further business to come before the meeting, upon motion duly made and seconded, it was ordered that said meeting stand adjourned.

I, Robert V. Walcott, Secretary of B. & S. Clubm do hereby certify that the above and foregoing Copy of Minutes and Resolutions, is a true and correct copy of original as shown on the Minute Book of the Club.

Robert V. Walcott.

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The Charter of Incorporation of

B. & S. CLUB

1. The corporate title of said company is B. & S. Club.

2. The names of the incorporators are: Oliver N. Stewart, postoffice, Main Street, Natchez, Mississippi; J. Clifton Blythe, postoffice, Main Street, Natchez, Mississippi; Robert V. Walcott, postoffice, Main Street, Natchez, Mississippi.

3. The domicile is at Natchez, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: (Shall issue no shares of stock, shall divide no dividends or profits among the 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 fifty years.

7. The purpose for which it is created: To own, operate, lease, and conduct Club Rooms for members, to encourage the study and following of literary pursuits and activities, to subscribe for, and encourage the reading of all manner and form of periodicals, both of a general and special nature, to operate places of amusement or club rooms, for members only; to provide rules and regulations of the organization, to provide conditions for admittance of members, to regulate the conduct of all members, to provide for the expulsion of any member upon failure to comply with rules and regulations or for any misconduct on the part of any member; to acquire by purchase or otherwise real estate for Club site and improve the same; and to purchase personal property for the use of said club.

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.

Oliver N. Stewart,
J. Clifton Blythe,
Robert V. Walcott,
Incorporators.

Acknowledgment.

State of Mississippi,
County of Adams.

This day personally appeared before me, the undersigned authority, Oliver N. Stewart, J. Clifton Blythe, Robert V. Walcott, incorporators of the corporation known as the B. & S. 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 September, 1936.

James H. Keyer,
Notary Public.

(SEAL)

My commission Expires Oct. 5th, 1939.

Received at the office of the Secretary of State, this the 20th day of Sept. 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., Sept. 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 B. & S. Club is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-eighth day of September, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: September 29th, 1936.

This corporation suspended by order of Board of Savings & Loan Association this the 4th day of Oct 1962
Heber Ladner, Secretary of State

Sept. 29th 1936 293
Oct. 1st 1936 Walker Wood
Secretary of State

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

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The Charter of Incorporation of MERIDIAN HOMESTEAD ASSOCIATION

We, the undersigned, being natural persons of full age, do hereby associate ourselves together for the purpose of forming a corporation under the General Corporation Act of the State of Mississippi, being Chapter 100 of the Mississippi Code of 1930 as amended and supplemented, and we hereby adopt the following Charter of Incorporation:

FIRST: The corporate title of said company is Meridian Homestead Association.

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

NAMES	POST OFFICE ADDRESSES
J. H. Newton, Jr.,	Meridian, Miss.
Julian Patrick,	Meridian, Miss.
J. D. Duke,	Meridian, Miss.

THIRD: The domicile of the corporation is at Meridian Homesteads, near Meridian, Lauderdale County, State of Mississippi.

FOURTH: The total number of shares of stock which the corporation is authorized to issue is two hundred and fifty (250) shares of common stock of the par value of Three ($3.00) Dollars per share. The stockholders shall hereafter be designated as members.

FIFTH: The period of existence of the corporation is fifty (50) years.

SIXTH: The purposes for which the corporation is created are: To participate in the establishment, maintenance and development of a community at Meridian Homesteads, near Meridian, Lauderdale County, State of Mississippi, for the mutual benefit of the members of such community; to engage in activities designed to rehabilitate such members and make them self-supporting; and to do and perform all acts and things necessary, convenient, useful or incidental to the accomplishment of these purposes.

SEVENTH: The rights and powers that may be exercised by said corporation are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930 as amended and supplemented, and in addition thereto and in furtherance, but not in limitation thereof, this corporation shall have the right and power to do any and all of the following enumerated things:

(a) To acquire or assist in acquiring in any manner, dispose of or assist in disposing of in any manner, construct, build, establish, own, equip, operate, maintain, improve, administer, and supervise any buildings, plants, mills, factories, industries, commercial establishments, farms, pasturages, homestead and cooperative enterprises or activities of any kind, and power, light, gas and water plants for the purpose of manufacturing for, and furnishing to, its members power, light, gas, and water, and to perform any other necessary or dssirable operations or functions in connection therewith.

(b) Without restriction or limitation as to amount, to buy, or to acquire by gift or in any other manner, or assist in acquiring, and to sell, lease, mortgage, pledge, assign, transfer, or otherwise dispose of, or assist in disposing of, any land or lands or real property of any description whatsoever, and any right of title of any nature therein, including structures or other improvements thereon or therein.

(c) Without restriction or limitation as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of, personal property of every class and description whatsoever, for any purpose or use necessary, convenient, useful or incidental to the accomplishment of the purposes of the corporation.

(d) To accomplish, effect, or assist in any manner the transportation or movement of persons or property or both, in any manner whatsoever that may be necessary or desirable in the furtherance of any or all of the purposes, powers and objects set forth herein.

(e) To cooperate with any Governmental agency or agencies, whether national, state, county or municipal, or with any public or private agency whatsoever, in the purchase, construction, equipment, operation, maintenance, or supervision of any undertaking of this corporation designed to effectuate the purposes herein set forth.

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

(g) To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic, or government, or any agency, or agencies thereof, and more especially, to enter into, make and perform any covenant or condition required by any grantor of any land or improvements thereon which may be designated or intended to restrict or limit the use of the premises conveyed to the objects and purposes for which this corporation is organized.

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

(i) To acquire in any manner, hold, sell, assign, transfer, mortgage, pledge, or otherwise deal in or with the capital stock, bonds or other securities or evidences of indebtedness as well as any dividends, interest, premiums or profits thereon, of any domestic or foreign, private or public corporation, and while the holder of such stock or other securities or evidences of indebtedness to exercise all the rights and privileges of ownership, including the right to vote thereon, and the right to transfer the same unconditionally or otherwise, to the same extent as natural persons might or could do.

(j) To dedicate or grant, for public or community use, streets, sewers, playgrounds, parks, schools, community buildings and community facilities of any and all kinds and any property for any of the foregoing or similar purposes.

(k) To have one or more offices to carry on all or any of its operations or enterprises or to promote its objects.

(l) To do any and all of the things herein set forth and, in addition, any and all other acts and things necessary, convenient, useful or incidental to the attainment of its purposes, as fully and to the same extent as natural persons lawfully might or could do, as principals, agents, contractors, trustees, or otherwise, and either alone or in company with others, in so far as such acts are permitted to be done by a corporation organized under the laws of the State of Mississippi.

(m) The foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation as provided for under the laws of the State of Mississippi.

EIGHTH: The number of shares of common stock necessary to be subscribed and paid for before the corporation shall commence business shall be three shares of common stock.

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

TENTH: Any natural person (a) who now occupies any homestead tract comprising part of the Meridian Homesteads Community as a licensee of the United States or of this corporation, or (b) who has or shall have a contract right to purchase such a tract from this corporation, or (c) who is or shall become a lessee from this corporation of such a tract, or (d) who resides upon land purchased by any corporation or association organized with the approval of the Administrator of the Resettlement Administration for

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the purpose of serving the members of the said community, or (e) who is the wife or husband or an adult member of the family of any one of the foregoing persons, shall be eligible to an interest in and to participate in the affairs of the corporation upon proof of compliance with such terms and conditions as may be provided in the By-Laws; provided that one, but no more than one, occupant of each homestead tract shall be admitted to membership hereunder. Eligibility under the provisions of this article shall be determined by the Board of Directors of this corporation. In construing this article Meridian Homesteads Community shall be deemed to mean the community located at the Resettlement Administration Project near Meridian, Lauderdale County, State of Mississippi, as such community is now designed and laid out or as it may be designed or laid out at any time during the existence of this corporation.

ELEVENTH: Except as set forth herein, the rights, duties, and obligations of all persons becoming stockholders in the corporation shall be provided for in the By-Laws of the corporation.

TWELFTH: Stock certificates of the corporation shall be in such form as shall be provided for in the By-Laws of the corporation, and they shall not be assignable or transferable except as specifically provided for in the By-Laws of the corporation.

THIRTEENTH: Each member admitted to an interest in the corporation shall be entitled to own but one share of stock and to have but one vote upon any and all occasions, except that at all elections of directors every member shall have the right to vote his share of stock for as many persons as there are directors to be elected, or to vote cumulatively so as to give one candidate as many votes as the number of directors to be elected, or to distribute them among as many candidates as he shall see fit. Under no circumstances shall a vote by proxy be allowed or considered.

FOURTEENTH: The business of the corporation shall be managed by a Board of five directors. A majority of the directors shall be members. The first Board of Directors shall consist of the above named incorporators and

NAMES	POSTOFFICE ADDRESSES
Mrs. C. L. Gray	Meridian, Miss.
Lee Brandon	Meridian, Miss.

The terms of the three directors, who are the incorporators hereof, shall be for the period ending at the annual meeting of the members to be held on the first Monday in January, 1937. The term of the two additional directors named herein shall be for the period ending at the annual meeting to be held on the first Monday in January, 1938. The term of the directors subsequent to that of the first Board of Directors shall be two years, so that three directors will be elected in one year and two directors the next year. All directors shall serve until their successors are elected and qualify, and all directors shall be elected by the members at their annual meetings. A quorum of the directors for the transaction of business at any meeting duly called shall be a majority of the directors.

FIFTEENTH: In furtherance and not in limitation, of the powers conferred by the laws of the State of Mississippi, the Board of Directors is expressly authorized:

(a) By resolution or resolutions, passed by a majority of the whole Board, to designate one or more commitees, each committee to consist of two or more of the directors of the corporation, which, to the extent provided in said resolution or resolutions, or in the By-Laws of the corporation, shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the corporation, or any part thereof, and may have power to authorize the seal of the corporation to be affixed to all papers which may require it. Such commitee or committees shall have such name or names as may be stated in the By-Laws of the corporation, or as may be determined from time to time by resolution adopted by the Board of Directors.

(b) By resolution or resolutions, passed by a majority of the whole Board, to authorize and cause to be executed, mortgages and liens upon the property of the corporation; to sell, lease or exchange all the property and estate of the corporation, including its good will and its corporate franchise, upon such terms and conditions andfor such consideration as the Board of Directors shall deem expedient and for the best interest of the corporation.

(c) By resolution or resolutions, passed by a majority of the whole Board, to appoint a manager or attorney to transact the business of the corporation and to confer upon him all such powers and duties as it may deem necessary or expedient in the premises, including the powers to appoint one or more assistant managers or attorneys with like powers and duties.

SIXTEENTH: This corporation may, in its By-Laws, confer powers upon the Board of Directors in addition to the foregoing.

SEVENTEENTH: Both members and directors shall have power, if the By-Laws so provide, to hold their meetings, and to have one or more offices within or without the State of Mississippi, and to keep the books of this corporation (subject to the provisions of the statute) outside the State of Mississippi, at such places as may be designated from time to time by the Board of Directors.

EIGHTEENTH: The first meeting of the incorporators, who shall be deemed the only persons in interest, for the purpose of organization of this corporation, may be called by oral notice given to the incorporators.

NINETEENTH: The right to amend, alter, change or repeal any provision contained in the Charter, in the manner now or hereafter prescribed by statute, is hereby reserved, and all rights conferred upon members herein are granted subject to this reservation; provided, however, that no amendment of Articles SIXTH, TENTH, ELEVENTH, or of this Article, shall be effective if inconsistent with the terms covenants, or conditions of any agreement entered into by the corporation.

IN TESTIMONY WHEREOF, we have hereunto set our hands and seals this 23rd day of September, 1936.

J. H. NEWTON, JR. (SEAL)
JULIAN PATRICK, (SEAL)
J. O. DUKE. (SEAL)

State of Mississippi,)
County of Lauderdale.) SS.

This day personally appeared before me, the undersigned authority, J. J. Newton, Jr., Julian Patrick and J. D. Duke, incorporators of the corporation known as the Meridian Homestead Association, who acknowledged that they signed and executed the above and foregoing Charter of Incorporation as their act and deed on this the 23 day of Sept. 1936.

Inez Daniels,
Notary Public.

(SEAL)

My commission will expire on the 1st day of October, 1937.

Received at the office of the Secretary of State this the 24th day of Sept. 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.

Jackson, Mississippi, Sept. 24, 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.

Approved this 24th day of Sept. 1936.

Hugh White, Governor of Mississippi.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Meridian Homestead 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-fourth day of September, 1936.

Hugh White, Governor.

By the Governor, Walker Wood, Secretary of State.

Recorded: September 25, 1936.

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The Charter of Incorporation of

GULF REALIZATION COMPANY

1. The corporate title of this Company shall be GULF REALIZATION COMPANY.
2. The names and postoffice addresses of the incorporators are: C. D. Antoni, postoffice address American Bank Bldg., New Orleans, La.; Chas. Lefwich, postoffice address, American Bank Bldg., New Orleans, La.; L. Bruno, Postoffice address Washington Ave., & So. Rendon St., New Orleans, La.
3. The domicile of the corporation in this State shall be: Gulfport, Mississippi.
4. The amount of the authorized capital stock is $6300.00, consisting of and represented by sixty three hundred shares of no par value stock. Said shares of stock shall bear no special privileges or restrictions. The voting power thereof shall be as prescribed by Sec. 194 Mississippi Constitution of 1890, and by Chapter 100, Code of Mississoppi of 1930 and the amendments thereto.
5. The sale price per share of said stock shall be $1.00 per share, but the Board of Directors may, from time to time, by proper resolution, change and fix the sale price.
6. The period of existence of this corporation shall be fifty years.
7. The purposes for which this corporation is formed are to own, buy, sell, lease, develop, operate, mine and explore real property, and to do any and all things incident and necessary to the ownership of real property not inconsistent with the laws of the State of Mississippi; not, however, to engage in farming.
8. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business shall be sixty three hundred shares, no par value.

C. D. Antomi,
Chas. Lefwich,
L. Bruno,
Incorporators.

State of Louisiana,
Parish of Orleans,
City of New Orleans,

Personally appeared before the undersigned authority in and for said City, Parish and State, C. D'Antoni, Chas. Leftwich and L. Bruno, who each acknowledged that he signed and delivered the foregoing articles of incorporation on the day of the date thereof.

Given under my hand and seal of office this 29th day of September, 1936.

(SEAL)

Watts K. Leverich,
Notary Public.

Received at the office of the Secretary pf State, this the 1st day of Oct. 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., October 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.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charterx of Incorporation of Gulf Realization Company is hereby approved.

In testimony whereof, I have ehereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Second day of October, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 3rd, 1936.

This corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the chancery of Harrison County, Mississippi, dated 3/18/1948. This is to certify that this certified copy was filed in this office this December 20, 1948. Heber Ladner Secretary of State

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Hazlehurst, Mississippi, Oct. 5, 1936

The Copiah County Fair Association met in its regular meeting this the 5th day of October, 1936, in the office of the City Clerk in the City of Hazlehurst, Mississippi, with Chairman G. L. Hales presiding and the following members present: I. N. Ellis, D. R. Sanderson, R. S. Hill, J. L. Watson, Frank Oswalt, Ernest Green, Wm. Long, J. D. Wise, Elise Thoms.

On motion by I. N. Ellis and seconded by R. S. Hill the following resolution was adopted by unanimous vote of the committeex as follows:

RESOLUTION

Whereas, there exists in the City of Hazlehurst, County of Copiah, State of Mississippi, a County Fair Association known as the Copiah County Fair Association, and,

Whereas, the said County Fair Association desires to secure a Non Profit Sharing Charter, from the State of Mississippi,

Now, Therefore Be It Resolved, that the following members of the said Copiah County Association, as follows to-wit: G. L. Hales, R. S. Hill, J. L. Watson be and they are hereby authorized to apply for said Charter.

This, the 5th day of October, 1936.

COPIAH COUNTY FAIR ASSOCIATION COMMITTEE
R. S. Hill, Elise Thoms, D. R. Sanderson, W. A. Long, R. E. Green, I. N. Ellis, G. L. Hales, J. L. Watson, Frank Oswalt.

There being no further business, whereupon motion, the Committee adjourned sine die.

The Charter of Incorporation of

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1. The corporate title of said company is The Copiah County Fair.

2. The names of the incorporators are: G. L. Hales, postoffice, Hazlehurst, Mississippi; J. L. Watson, postoffice, Hazlehurst, Mississippi; R. S. Hill, postoffice, Hazlehurst, Mississippi.

3. The domicile is at Hazlehurst, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: None. They shall issue no shares of stock, shall divide no dividends or profits among their 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.

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 a free Agriculture County Fair annually. The rights and powers that may be exercised by this corporation, inx addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930.

8. Number of shares of each class xxx to be subscribed and paid for before the corporation may begin business: None.

G. L. Hales,
R. S. Hill,
J. L. Watson,
Incorporators.

Acknowledgment.

State of Mississippi,
County of Copiah.

This day personally appeared before me, the undersigned authority, G. L. Hales, J. L. Watson, R. S. Hill, incorporators of the corporation known as the Copiah County Fair who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 5 day of October, 1936.

(SEAL)

Newton Ellis,
Notary Public.

Received at the office of the Secretary of State this the 6th day of Oct. 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., October 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 The Copiah County Fair is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Sixth day of October, 1936.

Hugh White,
Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 7th, 1936.

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Be it remembered that at a meeting of the membership of the Shelby Fire Company, called and held pursuant to the by-laws thereof, on this the 3rd day of October, 1936, ~~1936,~~ at Shelby, Mississippi, upon motion duly seconded,

Be It Resolved, that it is the desire and purpose of this organization to apply for and obtain a charter of incorporation under the laws of the State of Mississippi, and

No shares of stock shall be issued, no dividends or profits shall be divided among the members, expulsion shall be the only remedy for the non payment of dues, each member shall be vested with the right of one vote in the election for all officers, the loss of membership shall terminate all interest of members in the assets of the corporation, and there shall be no individual liabilities against the members for the corporate debts, but the entire corporate property shall be liable for the claims of creditors, and

The purpose of the corporation shall be: The general welfare of its membership and the community it serves and to promote and maintain an organization for the protection against, inpreventing, and for fighting fires, and saving the destruction of business property,homes and other property in the town of Shelby in the County of Bolivar in the State of Mississippi, and to own and control such property, real and personal, as may be necessary for the successful existence of the organization, but not in violation of law, and

The name of the corporation shall be Shelby Fire Company and domiciled at Shelby, Mississippi, and

Such resolution having been adopted by a majority of the membership voting therefor;

Be it further resolved that J. H. Stafford, J. B. Riechert and H. E. McCaslin, members hereof, are hereby authorized to apply for and obtain charter, and that a copy of this resolution be spread upon the minutes of the Shelby Fire Company, and a copy be certified by the Secretary ~~of~~ hereof to the Secretary og State upon application for charter.

State of Mississippi,
Bolivar County.

I, H. E. McCaslin, the duly elected, qualified and acting Secretary of the Shelby Fire Company, do hereby certify that the above is a true and correct copy of a resolution passed by the membership of the Shelby Fire Company, a majority of the membership voting therefor, and such resolution being spread upon the minutes of the meeting, of the members held on the 3rd day of October, 1936.

This ~~3rd~~ the 3rd day of October, 1936.

H. E.McCaslin,
Secretary Shelby Fire Company.

The Charter of Incorporation of

SHELBY FIRE COMPANY

1. The corporate title of said company is Shelby Fire Company.

2. The names of the incorporators are: J. H. Stafford, postoffice, Shelby, Mississippi; J. B. Reichert, postoffice, Shelby, Mississippi; H. E. McCaslin, postoffice, Shelby, Mississippi.

3. The domicile is at Shelby, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: None. They shall issue no shares of stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for the non payment of dues, shall vest in each member the right to vote (one) 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 the 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: The general welfare of its membership and the community it serves and to promote and maintain an organization now in existence for the protection against, in preventing and for fighting fires and saving the destruction of business property, homes and other property in the town of Shelby in the County of Bolivar in the State of Mississippi, and to own and control such property, real and personal, as may be necessary for the successful existence of the organization, but not 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: None.

J. H. Stafford,
J. B. Riechert,
H. E. McCaslin,
Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
County of Bolivar.

This day personally appeared before me, the undersigned authority, J. H. Stafford, J. B. Riechert and H. E. McCaslin, 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 3rd day of October, 1936.

E. B. Taylor,
Notary Public.

(SEAL)

Received at the office of the Secretary of State this the 5th day of Oct. 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., October 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 Shelby Fire Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this fifth day of October, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: October 5, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

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Suspended by Corp. Tax Commission as Authorized by Chapter [illegible] Laws of Miss. 1938
OCT 12 1938

The Charter of Incorporation of
THE HOME APPLIANCE COMPANY

I. The corporate title of the company is: The Home Appliance Company.
II. The names and post office addressed of the incorporators are: Roy Weinberg, Jackson, Mississippi; Harold 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 nominal or par value is: Said stock shall be sold at a price not in excess of One Hundred Dollars ($100.00) per share. The Board of Directors of the corporation 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 buy and sell at wholesale, or retail, electrical and gas fixtures, equipment and appliances, and to contract for the installation of and to install any and all such fixtures, equipment and appliances; To buy and sell goods, wares and merchandise of every kind and character for profit; To buy, sell, own, pledge, hypotecate and otherwise acquire, hold, 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 (20) of its said shares 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 October 9th, A. D. 1936.

Roy E. Weinberg,
Harold Cox,
Incorporators.

The State of Mississippi,
County of Hinds.
Before me, the undersigned authority in and for the jurisdiction aforesaid, personally came and appeared Roy Weinberg and Harold Cox, incorporators of the corporation known as "The Home Appliance Company", who then and there severally acknowledged that they signed and delivered the foregoing charter or articles of incorporation, as their voluntary act and deed on the day and date therein written.
Given under my hand and official seal of office, this October 9, A. D. 1936.
(SEAL)
A. R. Covington, Notary Public.
My commission expires 1-24-39.

Received at the office of the Secretary of State, this the 10th day of October, 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.
Oct. 9, 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 The Home Appliance Company is hereby approved.
In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Tenth day of October, 1936.
Hugh White, Governor.

By the Governor:
Walker Wood, Secretary of State.

Recorded: October 10th, 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 July 27, 1940. Certified copy of said decree filed in this office this July 31, 1940.
Walker Wood, Secretary of State.

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Certificate of Incorporation of

4-County Electric Power Association

We, the undersigned, incorporators of 4-County Electric Power Association, being natural persons and residents of the territory in which the principal operations of the corporation are to be conducted and desirous of using electric energy to be furnished by the corporation, hereby execute this Certificate of Incorporation of said corporation:

1. Name. The name of the corporation shall be 4-County Electric Power Association.

2. Territory. The operations of the corporation shall be principally conducted in the following counties of the state of Mississippi: Clay, Lowndes, Noxubee, Oktibbeha, Winston, Webster and Chickasaw and Kemper.

3. Principal Office. The location of the principal office of the corporation and the post-office address, thereof, shall be Starkville, Mississippi.

4. Number of Directors. The number of directors shall be as provided in the by-laws. This number shall not exceed twenty-one (21) and shall be not less than three (3).

5. Directors for First Year. The names and addresses of the directors who are to manage the affairs of the corporation for the first year, or until their successors are chosen shall be: W. G. Evans, Columbus, Miss.; R. L. Carpenter, Starkville, Miss.; L. L. Martin, macon, Miss.; E. J. Hardy, Columbus, Miss.; H. C. Ivy, West Point, Miss.

6. Duration. The duration of the corporation shall be ninety-nine (99) years.

7. Membership. (a) The terms and conditions upon which persons shall be admitted to membership in the corporation are as follows: A person desiring to become a member of this corporation shall make application to the Board of Directors in writing for membership and, upon approval by the Board of Directors, by formal action specifically referreing to said person, shall become a member of the corporation. No person shall become or remain a member of the corporation unless such person shall use electric energy supplied by the corporation and shall have complied with the provisions of this Certificate of Incorporation and the By-Laws and shall have agreed to abide thereby and by any amendments thereto; and unless such person shall have paid a membership fee to be fixed by the By-Laws of the corporation. Any person who shall agree to use energy supplied by the corporation from an existing line or from a line the construction of which has been authorized or commenced by the corporation may be admitted to membership in the corporation upon complying with the other terms and conditions with respect to membership contained in this Certificate of Incorporation or in the By-Laws. The Board of Directors shall have power to determine in what circumstances and under what conditions more than one membership must be held by one person. (b) The interest of each member shall be equal to that of every other member and no member of this corporation shall have any greater voice, vote, or privilege in this corporation than any other member.

8. Purposes. The purposes of the corporation shall be to promote and encourage the fullest possible use of electric energy in the State of Mississippi by making electric energy available to the inhabitants of the State at the lowest cost consistent with sound economy and prudent management of the business of the corporation and shall include all purposes required and authorized by the Electric Power Association Act of the State of Mississippi, including amendments thereto subsequent to the date thereof. Without in any manner restricting or limiting the foregoing, the purposes of the corporation shall include the following:

To generate, manufacture, purchase, acquire and accumulate electric energy for its members and to transmit, distribute, furnish, sell and dispose of such electric energy to its members (and to such other customers as may validly be served by the corporation pursuant to the said Electric Power Association Act, including all amendments thereto subsequent to the date hereof), and, in order to carry out and accomplish any or all of such purposes, to construct, erect, purchase, lease and in any manner acquire, own, hold, maintain, operate, sell, dispose of, lease, exchange and mortgage plants, buildings, works, machinery equipment and supplies and electric transmission and distribution lines or systems;

To acquire, own, hold, exercise and, to the extent permitted by law, to mortgage, pledge, hypothecate and in any manner dispose of franchises, rights, privileges, licenses and easements necessary, useful or convenient for carrying out and accomplishing of any of the purposes of the Corporation;

To purchase, lease, and in any manner acquire, own, hold, maintain, sell, lease, exchange, mortgage, pledge and in any manner dispose of any and all real and personal property which may be necessary useful or convenient for the carrying out and accomplishing of any of the purposes of the Corporation;

To assist its members to wire their premises and install therein electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character and, in connection therewith and for such purposes, to purchase, acquire, lease, sell, distribute, install, and repair electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character and to receive, acquire, endorse, pledge, hypothecate and dispose of notes and other evidences of indebtedness;

To borrow money, to make and issue notes, bills of exchange, bonds, debentures and other evidences of indebtedness, secured or unsecured, for moneys borrowed or in payment of for property acquired, or for any of the other objects or purposes of the Corporation; to secure the payment of such bonds, debentures, notes or other evidences of indebtedness by mortgage or mortgages, or deed or deeds of trust upon, or by the pledge of or other lien upon, any or all of the property, rights, privileges or franchises of the Corporation, wheresoever situated, acquired or to be acquired;

To make available electric generating, manufacturing and transmission facilities to other corporations not for profit organized for similar purposes under the statutes of the States of Mississippi, or any other State of the United States, and which shall be members of the Corporation by sale, lease, contract or otherwise;

To do all such acts and things as may be useful, necessary or convenient for the accomplishment of the purposes in this Article expressed or any of them, provided, however, that all of the operations of the Corporation shall be on a cooperative basis, not for profit, and for the use and benefit of its members as such.

9. Powers. The corporation shall possess and be authorized to exercise and enjoy all of the powers, rights, and privileges granted to or conferred upon corporations of the character of the corporation by the laws of the State of Mississippi now or hereafter in force.

Witness our hands and seals this 24th day of September, 1936.

W. G. Evans (SEAL)
R. L. Carprenter (SEAL)
L. L. Martin (SEAL)
E. J. Hardy (SEAL)
H. C. Ivy (SEAL)

State of Mississippi,
County of Lowndes.

Personally appeared before me, J. C. Cockerham, Circuit Clerk of, in, and for Lowndes County, Mississippi, the within named W. G. Evans, R. L. Carpenter, L. L. Martin, E. J. Hardy, and H. C. Ivy, to me personally known who acknowledged that they and each of them signed anddelivered the foregoing instrument on the day and year therein mentioned.

Given under my hand, at Columbus, Mississippi, this the 24 day of Sept. A. D. 1936.

J. C. Cockerham,
Circuit Clerk.

(SEAL)

TUCKER PRINTING HOUSE JACKSON MISS

Received at the office of the Secretary of State, this the 3rd day of Oct. 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.,
October 3rd, 1936.

I have examined this certificate 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 4-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 Fifth day of October, 1936.

Hugh White,
Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: October 5th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

"SEE AMERICA FIRST TOURS."

1. The Corporate title of said company is: "See America First Tours."
2. The names of the incorporators are: J. T. Reeves, Post Office, Louisville, Mississippi; Wm. S. Walker, Post Office, Louisville, Mississippi; Joe H. Hollingsworth, Post Office, Louisville, Mississippi.
3. The domicile is at Meridian, Mississippi.
4. Amount of capital stock is Five Thousand ($5,000.00) Dollars.
5. Amount of each share of stock is: Fifty (50) Shares of preferred stock of a par value of One Hundred ($100.00) Dollars each; to begin operation when $500,00 is paid in cash.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To assemble, and conduct tourist for special train and bus parties, and to use any other mode or means of transportation to transport tourist throughout the United States and to foreign countries;

And with authority to employ agents or agencies for the purpose of soliciting, assembling and conducting tourists throughout the United States, and to foreign countries;

And to charge fees for the transportation, entertainment, caring, lodging and furnishing said tourist in specially conducted groups and parties;

And to purchase and own such real estate as may be necessary to conduct the above business or which may be beneficial to said business.

And to do all acts as may be necessary in carrying on said above business.

8. The right and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100, Mississippi Code of 1930.

J. T. Reeves,
Wm. S. Walker,
Joe H. Hollingsworth,
Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
County of Winston.

This day personally appeared before me the undersigned authority, J. T. Reeves, Wm. S. Walker and Joe Hollingsworth, incorporators of the corporation known as "See America First Tours", 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 October, A. D. 1936.

Hoy Hathorn, Notary Public.
My commission Expires Dec. 29, 1937

(SEAL)

Received at the office of the Secretary of State, this the 9th day of October, 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, Miss., Oct. 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 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 "See America First Tours" is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twelfth day of October, 1936.

Hugh White, Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: October 12, 1936.

Cancelled Jan. 6-1938
by Ruling of attorney General
to cancel, where no organization
perfected within two years from
approval of charter, and no
such organization ever filed

TUCKER PRINTING HOUSE JACKSON MISS

Proposed Amendment to the Articles of Incorporation
of
THE LAMPTON COMPANY
A corporation chartered and organized under the
Laws of the State of Mississippi

"WHEREAS, the present capital stock of The Lampton Company is one hundred (100) shares of the par value of $1000.00 per share, making a total of $100,000.00; and

Whereas, it is desirable in order to provide additional operating capital for the Company, to increase the capital stock of the Company to 3000 shares of the par value of $100.00 per share, aggregating a total capital of $300,000.00:

Now therefore, be it resolved by the stockholders of The Lampton Company that its present capital stock, consisting of 100 shares of the par value of $1000.00 per share, be increased to 3000 shares of the par value of $100.00 per share, aggregating a total capital of $300,000.00.

Be it further resolved, that the President and Secretary of this Company be and they are hereby directed to apply for an Amendment to the Charter of Incorporation of The Lampton Company, changing the amount of the capital stock and the par value thereof as above provided.

Be it further resolved, that each holder of the present outstanding stock of The Lampton Company be and he is authorized and permitted to exchange his stock on a basis of one share of the par value of $1000.00 and receive upon surrender thereof, ten (10) shares of the par value of $100.00."

At a meeting of the shareholders of The Lampton Company of Columbia, Mississippi, held on September 30, 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 nnanimous vote.

I hereby certify that the above and foregoing is a full, true and correct copy of Resolutions unanimously passed at a meeting of the shareholders of The Lampton Company held on the 30th day of September, A. D. 1936.

IN WITNESS WHEREOF I have hereunto set my hand and the Seal of the Corporation on this the 30th day of September, A. D. 1936.

W. E. Lampton, President.

Attest:
H. H. Barnes, Secretary.
(SEAL)

SUBSCRIBED and sworn to before me on this the 30th day of September, 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 October, A. D. 1936, together with the sum of $400.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.
Walker Wood, Secretary of State.

Jackson, Miss., October 12, 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 Lampton Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twelfth day of October, 1936.

(Great Seal)
Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 13, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS.

Be it Remembered that pursuant to a call of the President of the Tallahatchie County Fair Association, a meeting of said association was held in the City Hall of Charleston, Mississippi, on the first day of October, 1936. The following officers were present: George Payne Cossar, President, Preston Mitchell, Vice-President, Austin Neely, Vice-President; Jesse L. Burnette, Secretary, also present were the following members constituting a quorum, Warren Hardy, Reeves Whirley, Jamie L. Whitten, Henry Basford, Mose Wander, and Ben Gordon.

Thereupon the following proceedings were had and done, to-wit: Reeves Whirley offered and moved the adoption of the resolution hereinafter set out and the motion being duly seconded and put to a vote was unanimously carried, all members voting "aye". Said resolution was as follows, to-wit:

WHEREAS the Tallahatchie County Fair Association has been in operation for a period of four years without being incorporated, and,

WHEREAS said Fair Association can work much more effectively by being incorporated by securing a charter of incorporation from the State of Mississippi.

NOW, THEREFORE, BE IT RESOLVED by the Tallahatchie County Fair Association that the officers George Payne Cossar, President, Preston Mitchell, Vice-President, Austin Neely, Vice-President, Jesse L. Burnette, Secretary, of said Association are hereby authorized to make application to the Secretary of State of the State of Mississippi for a charter of incorporation of the Tallahatchie County Fair Association. Said application shall place the domicile of said corporation at Charleston, Mississippi, shall issue no shares of stock and shall be for a period of existence of fifty years and further said application shall show that the purpose of said corporation is as follows, to-wit:

"To foster the growth and development of agriculture and agricultural products in Tallahatchie County and surrounding territory; to create interest among the people of Tallahatchie County by providing amusement for those attending the annual Tallahatchie County Fair; to promote and conduct an annual Tallahatchie County Fair. No profit is to go to the members but all income is to be used for the next annual Tallahatchie County Fair of the following year.

Said corporation shall issue no shares of stock; shall divide no dividends of profits among its members; shall make expulsion the only remedy for non-payment of dues; shall vest in each member the right of one vote in the election of all officers; shall make the loss of membership by death or otherwise the termination of all interest of each 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."

There being no further business said meeting adjourned.

Geo. P. Cossar, President.

Jesse L. Burnett, Secretary.

State of Mississippi,
Tallahatchie County.

I, Jesse L. Burnett, Secretary of the Tallahatchie County Fair Association hereby certify that the above and foregoing is a true copy of the minutes and resolutions of the Tallahatchie County Fair Association authorizing its officers to apply for a charter of incorporation for the Tallahatchie County Fair Association.

Witness my signature this 8 day of October, 1936. J. L. Burnett.

The Charter of Incorporation of

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1. The corporate title of said company is Tallahatchie County Fair Association.
2. The names of the incorporators are: George Payne Cossar, postoffice, Charleston, Mississippi; Austin Neely, postoffice, Charleston, Mississippi; Preston Mitchell, postoffice, Charleston, Mississippi; Jesse L. Burnett, postoffice, Charleston, Mississippi.
3. The domicile is at Charleston, Mississippi.
4. Amount of capital stock: No capital stock.
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: To foster the growth and development of agriculture and agricultural products in Tallahatchie County and surrounding territory; to create interest among the people of Tallahatchie County by providing amusement for those attending the annual Tallahatchie County Fair; to promote and conduct an annual Tallahatchie County Fair. No profit is to go to the members but all income is to be used for the next annual Tallahatchie County Fair of the following year. 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 member in the corporate assets, and there shall be no individual liability against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.
8. The right and powers that may be exercised by this corporation are those conferred by the provisions of Section 4131 of the Code of 1930.

George Payne Cossar,
Austin Neely,
P. A. Mitchell,
J. L. Burnett, Incorporators.

Acknowledgment

State of Mississippi,
County of Tallhatchie.

This day personally appeared before me, the undersigned authority George Payne Cossar, Austin Neely, Preston A. Mitchell, J. L. Burnett, incorporators of the corporation known as the Tallahatchie 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 2nd day of October, 1936.

(SEAL) Charlie Cox, Circuit Clerk.

Recived at the office of the Secretary of State this the 3rd day of October, 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., October 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 Tallahatchie 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 twelfth day of October, 1936.

Hugh White, Governor.

By the Governor: Walker Wood, Secretary of State.
Recorded: October 12th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

#7144 W

R E S O L U T I O N

WHEREAS, it has been determined by a group of citizens to incorporate the Magnolia Municipal Music Club; and,

WHEREAS, it is necessary to designate certain members of the Club to make an application to the State of Mississippi for a charter of incorporation; and,

WHEREAS, the form of the charter has been adopted and the following named three members have been selected as incorporators for said Club;

NOW, THEREFORE, be it resolbed that the form of the charter of the Magnolia Municipal Music Club as submitted be and the same hereby is approved and adopted, and

Mrs. G. E. Covington, J. E. Norwood and O. E. Coney, be and they are hereby authorized and directed to execute and make application to the State of Mississippi for a charter of incorporation of the Magnolia Municipal Music Club and the Treasurer of the club is directed to pay the fees of the Secretary of State for such incorporation.

The above resolution, having first been reduced to writing and submitted to the members in meeting assembled, was unanimously adopted and ordered spread on the Minutes of said Club and the Secretary directed to certify a copy of said Resolution to accompany the application for the charter of incorporation.

I, T. K. Lampton, Secretary of the Magnolia Municipal Music Club, hereby certify that the above and foregoing is a true and correct copy of a Resolution appearing on the Minutes of said Club adopted at a meeting held on August 31st, A. D., 1936.

Given under my hand at Magnolia, Mississippi, this 31st day of August A. D., 1936.

T. K. Lampton, Secretary
Magnolia Municipal Music Club

CHARTER OF INCORPORATION
OF
MAGNOLIA MUNICIPAL MUSIC CLUB

I. The corporate title of said Club is: Magnolia Municipal Music Club.

II. The names and post office addressses of the incorporators are: Mrs. G. E. Covington, Magnolia, Mississippi; Jos. E. Norwood, Magnolia, Mississippi; O. E. Coney, Magnolia, Mississippi.

LII. The domicile of the Club is Magnolia, Pike County, Mississippi.

IV. The Club shall issue no shares of stock, shall divide no dividend or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the entire 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.

V. The purposes for which the Club is created are: To foster, promote and advance civic improvements, including brass band and orchrestra in the community, to conduct fairs, exhibitions and concerts. To charge admissions and operate or sell concessions. To elect officers for the management of the affirs of the Club and adopt such Rules and Regulations, or By-Laws, as a majority of the members of the Club shall determine at any regular, or called, meeting of the members. To lease, buy, hold, hypothecate, use and sell real estate and personal property and do any and all other things not inconsistent with law, necessary, incident, or convenient, for the operation and conduct of such Club.

VI. The period of existence of this Club is fifty years.

The rights, powers and privileges that may be exercised by said Club in addition to those enumerated are thus provided by provisions of Chapter 100 of the Mississippi Code, 1930, Annotated, and Amendments and additions thereto.

Mrs. G. E. Covington
Jos. E. Norwood
O. E. Coney

STATE OF MISSISSIPPI
COUNTY OF PIKE

Personally appeared before me the undersigned authority authorized to take acknowledgments in and for the County and State aforesaid Mrs. G. E. Covington, Jos. E. Norwood, and O. E. Coney, members of the Magnolia Municipal Club duly authorized by Resolution of said Club to apply for a charter of incorporation, who acknowledged that they, as such, signed, executed and delivered the above and foregoing writing obligatory on its date as their separate and voluntary acts and deeds and for all of the purposes therein contained.

Witness my hand and official seal this 4th day of September, A. D., 1936.

(SEAL)

J. H. Price, Jr.,
N O T A R Y P U B L I C

Received at the office of the Secretary of State, this the 12th day of Oct. 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.,
October 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 this State, or of the United States.

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

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorppration of Magnolia Municipal Music Club is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this thirteenth day of October, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: October 14th, 1936.

ET

TUCKER PRINTING HOUSE JACKSON MISS

Vicksburg Mississippi, October 12, 1936

Pursuant to the call of N. C. Schlemmer, Commander of the Allein Post American Legion of Vicksburg, Mississippi, a meeting was held at the club rooms at 7:00 p.m. October 12, 1936. A quorum being present, the meeting was declared duly open to transaction, such business as may xxx come before it.

On a motion made and duly seconded it was agreed that the post incorporate a corporation for the purpose of holding community fairs in the city of Vicksburg. The corporation title of said corporation to be American Legion Community Fair Association.

On motion made and duly seconded N. C. Schlemmer, Clyde McGhee and George Hogaboom, members of the Allein Post were appointed incorporators of said corporation and given authority to take all necessary steps for the completion of the same. It being agreed that the said Corporation is to operate only under the auspices of the Allein Post of the American Legion and that if any money accrue to said corporation, the same is to be to the benefit of the said Allein Post. The officers and incorporators or any any member of said Post to receive no compensation for services rendered to said corporation or as dividends from said corporation.

No further business to come before the meeting; on a motion made and duly seconded said meeting was adjourned.

I hereby certify that the above is a true copy.

J. M. Ford, Adjutant.

The Charter of Incorporation of
THE AMERICAN LEGION COMMUNITY FAIR ASSOCIATION

1. The corporate title of said company is The American Legion Community Fair ~~Association~~ason.

2. The names of the incorporators are: N. C. Schlemmer, Commander, Postoffice, Vicksburg, Mississippi; Clyde McGhee, postoffice, Vicksburg, Miss.; George Hogaboom, postoffice, Vicksburg, Miss.

3. The domicile is at Vicksburg, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: None.

The corporation shall issue no shares of stock, shall divide no dividends or profits among the 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 agianst the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

This application is made by the incorporators mentioned above pursuant to a resolution adopted by by the members of the association in Vicksburg named as above, an unincorporated association, in regular and legal session held prior hereto, directing the incorporators above to apply for this charter, the said resolution being recorded in the minutes of said meeting.

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: To operate, contract for, carry on, conduct and direct, as proprietor, owner, lessor and/or contractor, County and Community Fairs for the purpose, substantially, of fostering and improving County and Community interests in every way possible.

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. C. Schlemmer,
Clyde McGehee,
Geo. Hogaboom,
Incorporators.

Acknowledgement

State of Mississippi,
County of Warren.

This day personally appeared before me, the undersigned authority N. C. Schlemmer, Clyde McGhee and George Hogaboom, incorporators of the corporation known as the The American Legion Community Fair Association, 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 October, 1936.

(SEAL)

Sol Felner,
Notary Public.

Received at the office of the Secretary of State, this the 14th day of Oct. 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., October 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 The American Legion Community 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 Sixtaenth day of October, 1936.

Hugh White,
Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 16th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

RESOLUTION

Whereas Amory Post #25 American Legion at Amory, Mississippi is desirous of being of service to the community, and Whereas the members of this Post deem that it would be to the community's interest to hold community fairs, exhibitions and other type of entertainment and whereas it is necessary to secure a charterv of incorporation to promote this type of enterprise. Now, therefore, be it resolved by Amory Post No. 25 American Legion that Criss James, President, C. G. Tubb, Vice-President and A. A. Allen, Adjutant apply for a charter of incorporation of a Fair Association to be sponsored by this post---

The above resolution was unanimously adopted at a meeting of the Amory Post No. 25 American Legion on October 8th, 1936.

Criss James, Commander.

Attest: A.A.Allen, Adjutant.

The Charter of Incorporation
of
AMORY POST #25 AMERICAN LEGION COMMUNITY FAIR ASSOCIATION

I. The corporate title of said company is "Amory Post No. 25 American Legion Community Fair Association."

II. The names of the incorporators are: Criss James, Amory, Mississippi; C. G. Tubb, Amory, Mississippi; A. A. Allen, Amory, Mississippi.

III. The domicile is at Amory, Mississippi.

IV. Amount of capital stock and particulars as to class or classes thereof: The corporation is organized without capital stock and is to issue no sharesaand is not to engage in business for profit to its members but shall function as a civic improvement and agricultural educational association. This corporation shall not be required to make publication of its Charter, shall issue no shares of stock, and shall divide no dividends or profits among its members. Expulsion shall be the only remedy for non-payment of dues and each member shall have the right to one vote in the election of all officers. The loss of membership by death or otherwise, terminates all interest of such member 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 claims of creditors.

V. Number of shares for each class and par value: None.

VI. Period of existence if Fifty years.

VII. The purpose for which it is created: 1. To acquire real or personal property by purchase or otherwise and to hold, sell, mortgage, or otherwise dispose of the same. 2. To borrow money on bonds, notes, or otherwise and to secure same by the corporate' assets. 3. This organization is for non profit and is organized for the purpose of promoting agricultural educational association and civic improvement association. 4. To sponsor and promote public entertainments, shows, and exhibitions for profit to the corporation. 5. To sponsor and promote community fairs, agricultural exhibitions, industrial exhibitions, poultry and live stock exhibitions, or any other type of agricultural, industrial, or entertaining promotion.

VIII. Number of shares of each class to be subscribed and paid for before the corporation may begin business: None.

Criss James,
C. G. Tubb,
A. A. Allen,
Incorporators.

State of Mississippi,
County of Monroe.

This day personally appeared before me, the undersigned authority, Criss James, C. G. Tubb, and A. A. Allen, incorporators of the corporation known as Amory Post No. 25 American Legion Community 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, 1936.

(SEAL)

Talmage B. Tubb,
Notary Public.

Received at the office of the Secretary of State, this the 15 day of Oct. A. D. 1936, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorneyh General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss.
October 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 Amory Post No. 25 American Legion Community 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 Sixteenth day of October, 1936.

Hugh White,
Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: October 16th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

THE CHARTER OF INCORPORATION OF THE "VICKSBURG GARMENT COMPANY."

1. The corporate title of said Company is "Vicksburg Garment Company."
2. The names of the incorporators are: Isidor Fine, Post Office, New York, New York; J. K. Hirsch, Post Office, Vicksburg, Miss.; A. J. Brunini, Post Office, Vicksburg, Miss.
3. The domicile is at Vicksburg, Mississippi.
4. The authorized capital stock is to be divided into fifty (50) shares of nominal or no par value stock; the price of said shares to be fixed by the Board of Directors, not to exceed $100.00 per share.
5. The period of existence is fifty (50) years.
6. The purpose for which it is created is to engage in the manufacture of wearing apparel.
7. The rights and powers that may be exercised by this corporation are those conferred by Chapter 100 of the Mississippi Code of 1930, and amendments thereto.

Isidor Fine, J. K. Hirsch, A. J. Brunini, Incorporators.

State of Mississippi,
Warren County, City of Vicksburg.

Personally appeared before the undersigned, a Notary Public in and for said Warren County, Isidor Fine, J. K. Hirsch and A. J. Brunini, incorporators of the corporation known as the Vicksburg Garment Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this, the 15th day of October, 1936.

Felix T. Weil, Notary Public. (SEAL)

Received at the office of the Secretary of State this, the 17 day of October, 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., October 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 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 Vicksburg Garment 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 17th day of October, 1936.

Hugh White, Governor.

By the Governor,

Walker Wood, Secretary of State.

Recorded: October 17, 1936.

This corporation dissolved by decree of Chancery Court of Warren County, Mississippi, dated November 17, 1938. Certified copy of decree filed in this office November 25, 1938. This November 25, 1938

Walker Wood
Secretary of State

OCT 12 1936

TUCKER PRINTING HOUSE JACKSON MISS

AMENDMENT TO THE CHARTER OF INCORPORATION OF THE S. & W. CONTRACTING COMPANY.

Pursuant to the above resolution passed at a special meeting of the stockholders of S. & W. Contracting Company, which meeting was held at 9 o'clock, A. M., on the 19th day of October, 1936, at which meeting all of the stockholders of S. & W. Contracting Company were present, the charter of incorporation is amended by affirmative and unanimous vote of all of said stockholders so as to change the name of said corporation to Jno. A. Spencer, Inc., and Articles 4 and 5 of the said charter of incorporation are amended by affirmative and unanimous vote of all of said stockholders to read as follows:

"Article 4. The amount of capital stock and particulars as to class or classes thereof: The amount of the authorized capital stock is $50,000.00; all of which stock shall be co mmon stock and to be of the par value of $100.00 per share without preference, privileges or other qualifications. Article 5. Number and shares of each class and par value thereof: 500 shares of common stock par value $100.00 per share."

(SEAL)

J. A. Spencer, President
L. R. Hill, Secretary.

State of Mississippi
County of Hinds.

This day personally appeared before me, the undersigned authority at law in and for the county and state aforesaid, John A. Spencer and L. R. Hill, personally known to me to be the President and Secretary, respectively, of the corporation known as S. & W. Contracting Company, who each acknowledged that they signed and executed the above and foregoing amendment to the charter of incorporation of S. & W. Contracting Company as their act and deed and on behalf of said S. & W. Contracting Company, on this the 19th day of October, 1936.

Mrs. Louise Ponder, Notary Public.

IN THE MATTER OF THE AMENDMENT OF THE CHARTER OF INCORPORATION OF S. & W. CONTRACTING COMPANY.

R E S O L U T I O N

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 or Secretary, before a Notary Public or other officer authorized to take acknowledgments, together with a certified copy of the resolution of the stock holders adopting and approving the proposed amendment"; and

Whereas, it is now deemed expedient by the stockholders of the S. & W. Contracting Company to change the name of the said corporation to Jno. A. Spencer, Inc., and to further amend Articles 4 & 5 of the original charter of incorporation so as to read as follows: "Article 4. Amount of capital stock and particulars as to class or classes thereof: The amount of the authorized capital stock is $50,000.00; all of which shall be common stock and to be of the par value of $100.00 per share without preference, privileges or other qualifications. Article 5. Number of shares for each class and par value thereof; 500 shares of common stock par value $100.00 per share."

Now, Therefore, Be it Resolved by the stockholders of S. & W. Contracting Company, 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 and amendment thereto, which charter was filed in the office of the Secretary of State of the State of Mississippi, and is recorded in the records of incorporations of said office of said officer in Book No. 31 at Page 169 thereof and the amendment thereto which is also redorded in the records of incorporation of the said office of said officer, be amended so as to change the name of said corporation to Jno. A. Spencer, Inc., and further to amend said charter so as to provide the amount of the authorized capital stock to be $50,000.00 of the par value of $100.00 per share without preference, privileges or other qualifications, and to that end the charter of said corporation be amended to show the name to be Jno. A. Spencer, Inc., and Articles 4 and 5 of said charter of incorporation of S. & W. Contracting Company be changed to read as follows:

"Article 4. Amount of capital stock and particulars as to class or classes thereof: The amount of the authorized capital stock is $50,000.00; all of which stock shall be common stock and to be of the par value of $100.00 per share without preference, privileges or other qualifications. Article 5. Number of shares for each class and par value thereof; 500 shares of common stock par value $100.00 per share."

Be It Further Resolved, that the President and Secretary of the corporation be and they are hereby authorized, empowered and directed to take such action and to execute such instruments and do any and all things necessary to cause said amendment of the charter of incorporation and amendment thereto to take effect and to prepare and to present to the Secretary of State of the State of Mississippi the proposed amendment in writing together with a copy of this Resolution, 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 S. & W. Contracting Company by its duly authorized officers, to-wit, the President and Secretary, this the 19th day of October, 1936.

J. A. Spencer, President.

Attest: L. R. Hill, Secretary.

I, L. R. Hill, duly elected, qualified and acting Secretary of S. & W. Contracting Company, a corporation, do hereby certify that the above and foregoing is a true, full and correct copy of the Resolution unanimously adopted by all of the stockholders of S. & W. Contracting Company at a special meeting duly called and held for the purpose of amending the charter of incorporation and amendment thereto of the said S. & W. Contracting Company, on the 19th day of October, 1936, the original of said Resolution being on file and recorded in the minute book of said corporation.

I further certify that all the holders of the stock of S. & W. Contracting Company were present at said meeting of the stockholders and all of the said stockholders voted in the affirmative and for the adoption of said Resolution changing the name of said corporation and increasing the amount of the capital stock.

Witness my hand and seal of said corporation, this the 19th day of October, 1936.

(S E A L)

L. R. Hill, Secretary.

I, the undersigned L. R. Hill, Secretary of the S. & W. Contracting Company, do hereby certify

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that the foregoing Resolution is a true and correct copy of Resolution adopted by the stockholders of t the S. & W. Contracting Company at a special meeting held on October 19th, 1936.

(S E A L)

L. R. Hill, Secretary.

Received at the office of the Secretary of State, this the 20th day of Oct., 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., October 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 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 is hereby approved.

In testimony whereof I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-first day of October, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: October 21, 1936.

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Be it known that at a regular meeting held Monday, October 5, 1936, of Poplar Corner Community Club, a volunteer civic improvement club, unincorporated, composed of denizens residing in the neighborhood of the southwest corner of section 25, township 1, Range 9 West, DeSoto County, Mississippi, the following resolution was unanimously adopted:

"Resolved that Mrs. C. A. Cox, Mrs. C. C. McCarson, Mrs. L. L. Minor, Miss Aileen Seckt, Mrs. Ed F. Crenshaw, Mrs. Harry M. Barnes, Miss Carrie Dell Morton, Mrs. Britt Hughey, Mrs. Robert Riley and Mrs. A. B. Bryant be authorized to apply to the State of Mississippi for a charter of incorporation for this organization, same to be known as Poplar Corner Community Club, and that H. D. Minor, the attorney for the club, be instructed to prepare such charter and submit it for the signature of said applicants and then, after acknowledgment by them, to be forwarded to the Secretary of State."

We, Mrs. C. A. Cox, President, and Mrs. John Cox, Secretary of Poplar Corner Community Club, a volunteer civic improvement club, unincorporated, hereby certify that the above is a full, true and correct copy of the resolution unanimously adopted at a regular meeting of said unincorporated club held in DeSoto County, Mississippi, Monday, October 5, 1936.

Mrs. C. A. Cox, President.
Mrs. J. T. Cox, Secretary.

The club has no seal.
Attest:
H. D. Minor, Attorney.

Charter of Incorporation of
POPLAR CORNER COMMUNITY CLUB

1. The corporate title of this corporation shall be Poplar Corner Community Club.

2. The names of the incorporators are as follows: Mrs. C. A. Cox, Mrs. C. C. McCarson, Mrs. L. L. Minor, Miss Aileen Seckt, Mrs. Ed F. Crenshaw, Mrs. Harry M. Barnes, Miss Carrie Bell Morton, the postoffice address of each of whom is R. F. D. 4, Memphis, Tennessee, and Mrs. Britt Hughey, Mrs. Robert Riley and Mrs. A. B. Bryant, the postoffice address of each of whom is R. F. D., Walls, Mississippi. Said incorporators are members of the Poplar Corner Community Club, a volunteer civic improvement club, unincorporated, which, at a regular meeting held Monday, October 5, 1936, adopted a resolution that said club should be incorporated and directing the said ten incorporators to apply for this charter.

3. The domicile of the corporation shall be the Southwest corner of Section 25, Township 1, Range 9 West, DeSoto County, Mississippi.

4. The period of existence shall be fifty years.

5. 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.

6. The membership of the corporation shall consist of the ten incorporators aforesaid and such other white persons residing within the territory hereinafter described in this section as may apply for membership in writing. Said territory is as follows: Bounded on the north by the Tennessee-Mississippi State line; on the east by a line parallel to and one mile east of Mississippi Highway No. 3, commonly known as the Eudora Road; on the south by a line parallel to and one and one-half mile south of the public highway which runs from Walls, Mississippi, to Horn Lake, Mississippi,; and on the west by U. S. Highway No. 61; provided, however, the corporation may, within reasonable limits, enlarge or restrict the boundaries aforesaid.

7. The annual dues shall be fixed by the by-laws. Such dues shall be due and payable by any member upon his election and thereafter annually in advance on December 1st of each year. Any member in default of dues for as long as six calendar months shall automatically cease to be a member of the corporation and no member shall be entitled to vote who is in arrears as to dues.

8. The purposes for which this corporation is created shall be to carry on the work of a civic improvement club in said vicinity, including the education, patriotic, social and religious advancement of the people of said vicinity.

9. At all meetings each member shall be entitled to one vote on every question arising, but, in the event of a tie, the President shall have an additional vote to break the tie.

10. One-third of the members whose dues have been paid shall constitute a quorum for the transaction of any business but a smaller number may meet and adjourn from time to time until a quorum is secured, provided no by-law once adopted may be altered and no new by-law may be adopted except upon the affirmative vote of at least one-half of the entire membership.

11. The corporation shall be one not for profit and all receipts, whether for membership dues or otherwise, shall be devoted to the improvement and upkeep of the property of the corporation and for the advancements of its interests, including the establishment and maintenance of a library if the members shall see fit to establish such library.

12. The corporation shall have power to acquire land, not in excess of two (2) acres, for corporate purposes including site for a club house for holding meetings, having lectures and for community, patriotic and devotional exercises. The land belonging to the corporation shall be used exclusively for the purposes aforesaid, provided, however, that the religious work and activities of the corporation shall always be non-sectarian.

13. The officers of the corporation shall consist of a President, Vice-President, and a Secretary-Treasurer, each of whom shall be elected at an annual meeting and shall hold office for one year and thereafter until her successor is elected and qualifies, provided, however, that officers for the year ending December 4, 1937, shall be elected at the first meeting held for that purpose by the ten incorporators.

14. The first Board of Directors shall consist of the ten incorporators. Thereafter the Board shall consist of nine members to be elected as follows: At the first annual meeting to be held December 4, 1936 nine directors shall be selected, three of whom shall serve for one year, three for two years and three for three years. At the second annual meeting three directors shall be selected to succeed the three whose terms then expire and this method shall be pursued thereafter, so that three new directors shall be elected at each annual meeting. No Director may succeed herself immediately.

The annual meeting of the corporation shall be held on the first Friday in December of each year at the domicile of the club. Meetimgs of the Board of Directors shall be held at the same place. A majority of the Board of Directors shall constitute a quorum.

15. The corporation shall have power to adopt and enforce by-laws fixing the duties of its officers and directors and for carrying out the purposes and objects of the corporation.

16. The corporation shall have power to receive by gift money or other property but all such gifts shall be devoted wholly to the acquisition of land on which to erect the club house, to construct and maintain a club house and out buildings, for the purchase of literature and the like and for the accomplishment of other purposes of the corporation, including insurance and repair of its property. Any donor of funds for the use of the corporation may stipulate the use to which his donation shall be devoted, provided such use is within the purview of the purposes of the corporation; but nothing in this section shall be construed to legalize gifts in contravention of Sec. 269

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of the Mississippi Constitution of 1890 or Secs. 3564-3565 of the Mississippi Code of 1930 or similar enactments hereafter passed.

17. No male member of the corporation may be an officer or a director but all officers shall be of the female sex.

Mrs. C. A. Cox,
Mrs. C. C. McCarson,
Mrs. L. L. Minor,
Miss Aileen Seckt,
Mrs. Ed F. Crenshaw,
Mrs. Harry M. Barnes,
Miss Carrie Dell Morton,
Mrs. Britt Hughey,
Mrs. Robert H. Riley,
Mrs. A. B. Bryant.

State of Mississippi,
County of DeSoto.

Before me, the undersigned, a Justice of the Peace, in and for the County and State last aforesaid, this day personally appeared the within named Mrs. C. A. Cox, Mrs. C. C. McCarson, Mrs. L. L. Minor, Miss Aileen Seckt, Mrs. Ed F. Crenshaw, Mrs. Harry M. Barnes, Miss Carrie Dell Morton, Mrs. Britt Hughey, Mrs. Robert Riley and Mrs. A. B. Bryant, who acknowledged that they signed and delivered the foregoing instrument on this the 12 day of October, A. D. 1936.

(SEAL)

R. S. Jarratt (R.S.Jarratt)
Justice of the Peace, in and for DeSoto Co. Miss.

Received at the office of the Secretary of State, this the 17th day of October, 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.,
October 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 Poplar Corner Community Club is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-first day of October, 1936.

Hugh White,
Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: October 21, 1936.

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State of Mississippi,
Forrest County.

We, the undersigned E. E. Deen and Fred P. Wilson, hereby certify that we are incorporators of the Forrest County Fair Association and the Chairman and Secretary thereof; that the foregoing and attached is a true, exact and correct copy of the minutes of a meeting of the said incorporators held on the 5th day of September, 1936, as fully as the said minutes are recorded in the minute book of the incorporators of said Forrest County Fair Association in my custody and possession.

Witness our signatures this the 22d day of October, 1936.

E. E. Deen, Chairman,
Fred P. Wilson, Secretary.

Minutes of meeting of incorporators of Forrest County Fair Association held 5th day of September, 1936.

Be it remembered that on this 5th day of September, 1936, there was held a meeting of the incorporators of the Forrest County Fair Association, which said meeting was held in the Forrest County Court House, Hattiesburg, Miss., at which meeting all of the incorporators were present, namely: E. E. Deen, Chairman; Fred P. Wilson, Secretary; Jno. Skipper; D. W. Corban; Mrs. Elsie Butler; and Olon R. Lovitt.

At said meeting, all members being present, a resolution was adopted to incorporate the Forrest County Fair Association, and the secretary was requested to file an application with Secretary of State, Hon. Walker Wood, for a charter. The purpose of the Forrest County Fair Association is to be the promotion of agricylture and home economics, and is to be a non-profiting organization.

Witness our signatures this the 22d day of October, 1936.

E. E. Deen, Chairman.
Fred P. Wilson, Secretary.

The Charter of Incorporation of

FORREST COUNTY FAIR ASSOCIATION

1. The corporate title of said company is Forrest County Fair Association.

2. The hames of the incorporators are: E. E. Deen, postoffice, Hattiesburg, Miss.; Jno. Skipper, postoffice Brooklyn, Miss.; D. W. Corban, postoffice, Petal, Miss.; Joe Brown, postpffice Hattiesburg, Miss., Rt. 1,; Mrs. Elsie Butler, postoffice, Hattiesburg, Miss.; Fred P. Wilson, postoffice, Petal, Miss.; Olon R. Lovitt, postoffice, Hattiesburg, Miss.

3. The domicile is at Hattiesburg Stockyards, one mile NE of Hattiesburg, in Forrest County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: They shall issue no shares of stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for the nonpayment 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 fifty years.

7. The purpose for which it is created: To have an agricultural fair for the promotion of agriculture and home economics.

The rights and powers that may be exercised by this corporation, inaddition to the foregping, 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.

E. E. Deen,
Jno. Skipper
D. W. Corban,
Joe Brown,,
Mrs. Elsie Butler
Fred P. Wilson,
Olon R. Lovitt,
Incorporators.

Acknowledgment.

State of Mississippi,
County of Forrest.

This day personally appeared before me, the undersigned authority E. E. Deen, Jno. Skipper, D. W. Corban, Joe Brown, Elsie Butler, Fred P. Wilson, Olon R. Lovitt, incorporators of the corporation known as the Forrest County Fair Association who acknowledged that they signed and executed the above abd foregoing articles of incorporation as their act and deed on this the 22 day of October, 1936.

L. M. Cox, Circuit Clerk.
(SEAL)

Received at the office of the Secretary of State, this the 22nd day of Oct. 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., October 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 Incorporationm of Forrest 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, 1936.

Hugh White,

By the Governor,
Walker Wood,
Secretary of State.

Recorded: October 22, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

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7164

State of Mississippi, County of Sunflower.

I, F. Maurice Wood, Secretary of The Morehead Agricultural & Industrial Association, and having in my keeping the books and records of said Association, do hereby certify that the following are true, correct and accurate copies of the resolutions adopted by said Association at its meeting held at morehead, Mississippi, on the 21 day of October, 1936, as the same appear from the Minutes of said meeting and as shown by the Minute Book of said Association at Page 50 thereof, to-wit:

"Whereas, we are assembled for the purpose of forming an association to cfeate and foster an interest by the citizens of this county and others, in the arts and sciences, and in agriculture, and in the culture of fruits and vegetables, in raising poultry, swine, sheep and live stock and other farm products, and

Whereas, it is the sense of this meeting that such an organization will be of benefit to our people and to the people generally by reason of its educational nature and its tendency to advance and develop the resources of the county, which are the sole objects of the Association:

Now, Therefore, the undersigned associate themselves together for the aforesaid purposes of advancing agricultural and farming interests of the community without profit to ourselves, or any member of the association; But any person of good moral character interested in the advancement of the county and its people may become a member at any time by signing the list of membership, of which this resolution shall be a part. No dues shall be paid by any member, and upon the death or resignation of any member, all interest which he may have had or claimed in any of the property which the association may acquire shall cease and determine.

Said foregoing resolution being duly offered for adoption was, upon being seconded, by the Chair put to a vote of the assembly, and was unanimously carried, and was by the Chairman thereupon declared duly adopted."

It was moved, and seconded that the following resolution be adopted whereupon the Chairman put the same to a vote of the assembly, and the same was carried by an unanimous vote, and was by the Chairman thereupon declared adopted, to-wit:

"Be it resolved that the name of this Association shall be "The Morehead Agricultural & Induatrial Association, and that application be made in accordance with the statutes of the State of Mississippi in such case made and provided, for a Charter of Incorporation of said Association."

The Chairman appointed F. Maurice Wood Sec. & Treas., C. Siegel, Pres., and Paul Siegel, Vice Pres., as a Committee to prepare and present an application for a Charter of Incorporation for the Association to the proper State Officers, and to report its action at the next meeting."

In testimony whereof I have hereunto subscribed my name at Morehead, Mississippu, on this the 21 day of October, 1936.

(S E A L)

F. Maurice Wood
Secretary of The Morehead Agricultural & Industrial Association.

THE CHARTER OF INCORPORATION OF MOREHEAD AGRICULTURAL AND INDUSTRIAL ASSOCIATION.

1. The corporate title of said company is Morehead Agricultural and Industrial Association.
2. The names of the incorporators are: C. Siegel, Postoffice Moorhead, Miss.; Paul Siegel, Postoffice Moorhead, Miss.; F. Maurice Wood, Postoffice Moorhead, Miss.
3. The domicile is at Morehead, Mississippi.
4. Amount of capital stock Nohe.
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: To advance the agricultural and farming interests of the community and county and to create and foster an interest in the arts and sciences, in the culture of fruit, vegetables, cotton and other agricultural by-products, and in sheep, swine, poultry and live stock:

The Association shall issue no shares of stock, shall divide no dividends of 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.

8. The right and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 24, Mississippi Code 1906.

C. Siegel, Paul Siegel, F. Maurice Wood, Incorporators.

Acknowledgement.

State of Mississippi)
County of Sunflower)

This day personally appeared before me, the undersigned authority C. Siegel, Paul Siegel and F. Maurice Wood, incorporators of the corporation known as the Moorhead Agricultural & Industrial Association, 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 October, 1936.

W. A. Topp, Notary Public.

Received at the office of the Secretary of State this the 24th day of Oct., 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., October 26, 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 Morehead Agricultural and Industrial Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-Sixth day of October, 1936.

By the Governor,

Hugh White, Governor.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

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#7154

CERTIFIED COPY OF RESOLUTION.

At the regular meeting of the Oktibbeha Post number 13, American Legion, Starkville, Mississippi, October 6th, 1936, a motion was made by G. D. Bryan that the post petition the Attorney General of the State of Mississippi for a Charter to hold and conduct a Community Fair. The motion was seconded by Walter M. Didlake and was passed unanimously. Post Commander, Mitchell Robinson, appointed the following members to petition the Attorney General for a charter: George D. Bryan, Starkville, Mississippi; T. A. Saunders, Starkville, Mississippi; W. M. Didlake, Starkville, Mississippi; J. P. Hartness, Starkville, Mississippi; G. B. Ramsey, Starkville, Mississippi.

Subscribed and sworn to this the 21st day of October, 1936.

J. S. Pullen,
Notary Public in and for Oktibbeha County, Mississippi. (SEAL)
My commission expires 2/11/1939.

CHARTER OF AMERICAN LEGION COMMUNITY FAIR ASSOCIATION OF OKTIBBEHA COUNTY, MISSISSIPPI.

1st. The corporate title of said company is, "American Legion Community Fair Association of Oktibbeha County, Mississippi."

2nd. The names and post-office addresses of the incorporators are: George D. Bryan, Starkville, Mississippi; T. A. Saunders, Starkville, Mississippi; W. M. Didlake, Starkville, Mississippi; J. P. Hartness, Starkville, Mississippi; G. B. Ramsey, Starkville, Mississippi.

3rd. The domicile of said corporation is the City of Starkville, Mississippi.

4th. The amount of authorized capital stock is none, same being a non-share corporation.

5th. The sale price per share is none.

6th. The period of existence is fifty years.

7th. The purposes for which such corporation is created are: To promote, operate and conduct community fairs, and for such purposes to own, lease, mortgage and sell real and personal property, to borrow money and execute promissory notes as evidence thereof and to execute deeds of trust on real or personal property as security therefor, and generally to do any and all things authorized by Chapter 100 of the Mississippi Code of 1930 Annotated for the furtherance and promotion of the purposes of this corporation and as shall be necessary to promote the operation and conduct of community fairs, all within the limitations prescribed by law, and not contrary to law.

8th. The first meeting of the persons in interest and all subsequent meetings of the persons in interest may be called on 24 hours written notice delivered to such persons in interest or mailed to their post-office addresses as shown on the books of said corporation, and wherever any person in interest shall waive such written notice no notice shall be necessary as to such person.

9th. Such corporation 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.

10th. Such corporation shall be privileged to commence business on the approval of this charter.

Witness our signatures this the 16th day of October, 1936.

George D. Bryan, T. A. Saunders, W. M. Didlake, James P. Hartness, G. B. Ramsey.

State of Mississippi
Oktibbeha County.

Personally appeared before me, the undersigned authority of law, George D. Bryan, T. A. Saunders, W. M. Didlake, J. P. Hartness and G. B. Ramsey, who acknowledged that they signed and delivered the within and foregoing charter of incorporation on the date therein mentioned for the purposes therein expressed.

Witness my hand and seal this the 16th day of October, 1936.

J. S. Puller
Notary Public in and for Oktibbeha County, Mississippi. (S E A L)

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

10/23/36.

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 American Legion Community Fair Association of Oktibbeha County, Mississippi, Starkville, Mississippi, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-Sixth day of October, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: October 27, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

#7163 W

State of Mississippi
County of Sunflower.

I, F. Maurice Wood, Secretary of the Sunflower County Fair Association, and having in my keeping the Books and records of said Association, do hereby certify that the following are true, correct and accurate copies of the resolutions adopted by said Association at its meeting held on the 21 day of October, 1936, at Drew, Mississippi, as the same appear from the Minutes of said meeting and as shown in the Minute Book of said Association at page 36 thereof, to-wit:

"Whereas, we are assembled for the purpose of forming an association to create and foster an interest by the citizens of this county, and others, in the arts and sciences, and in agricultural products, in fruit and vegetable culture, in the raising of poultry, swine sheep and live stock, and other farm products, and

Whereas, it is the sense of this meeting that such an organization will be of benefit to our people and the public generally by reason of its educational nature and its tendency to advance and develop the resources of the county, which are the sole objects of the association:

Now therefore, the undersigned associate themselves together for the aforesaid purposes of advancing agricultural and farming interest of the community without profit to ourselves, or any member of the association; But any person of good moral character interested in the advancement of the county and its people may become a member at any time by signing the list of membership, of which this resolution shall be a part, No dues shall be paid by any member, and upon the death or resignation of any member all interest which he may have had or claimed in any of the property which the association may acquire shall cease and determine.

Said foregoing resolution being duly offered for adoption was upon being seconded, by the Chair put to a vote of the assembly, and was unanimously carried, and was by the Chairman thereupon declared duly adopted"

"The following resolution was offered and duly seconded, whereupon the Chairman put the same to a vote of the assembly, and the same carried by a unanimous vote, and was by the Chairman thereupon declared adopted, viz:

'Be it resolved that the name of this association shall be The Sunflower County Fair Association, and that an application be made in accordance with the statutes of the state of Mississippi, in such case made and provided, for a Charter of Incorporation of said Association'

The Chairman appointed F. Maurice Wood, Secretary & Treasurer, R. P. Berry, Pres, and S. A. Norwood, Vice-Pres., as a Committee to prepare and present an application for a Charter of Incorporation for the association to the proper State Officers, and to report its action at the next meeting"

In testimony whereof, I have hereunto subscribed my name at Drew, Mississippi, on this the 21 day of October, A. D., 1936.

(SEAL)

F. Maurice Wood
Secretary of the Sunflower County Fair Association.

The Charter of Incorporation
of
Sunflower County Fair Association.

1. The corporate title of said company is Sunflower County Fair Association.
2. The names of the incorporators are: F. Maurice Wood, Postoffice, Drew, Miss; R. P. Berry, Postoffice, Drew, Miss; S. A. Norwood, Postoffice, Drew, Miss.
3. The domicile is at Drew, 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 purposes for which it is created: To advance the agricultural and farming interests of the community and county and to create and foster an interest in the arts and sciences, in the culture of fruit, vegetables, cotton and other agricultural by-products, and in sheep, swine, poultry and live stock:

The Association 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.

8. The right and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 24, Mississippi Code, 1906.

F. Maurice Wood
R. P. Perry
S. A. Norwood,
Incorporators.

ACKNOWLEDGEMENT.

STATE OF MISSISSIPPI)
COUNTY OF SUNFLOWER.)

This day personally appeared before me, the undersigned authority, F. Maurice Wood, R. P. Berry, S. A. Norwood, incorporators of the corporation known as the Sunflower 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 23 day of October, 1936.

(SEAL)

Earl Roberts, N. P.
My Commission expires November 4, 1939.

Received at the office of the Secretary of State this the 26th day of Oct. 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., October 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.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of Sunflower 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 Twenty-sixth day of October, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: October 26th, 1936.

ET

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

OCT 12 1938

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7156 W

The Charter of Incorporation
of
DELTA PUBLISHING COMPANY

I. The corporate title is: DELTA PUBLISHING COMPANY.

II. The names and post office addresses of Incorporatrs are: William Hodding Carter, Greenville, Miss; Betty Werlein Carter, Greenville, Miss; Earl Neff, Greenville, Miss.

III. The domicile of the corporation is at Greenville, Miss.

IV. The amount of authorized capital stock is TWENTY FIVE THOUSAND DOLLARS ($25,000.00).

V. The par value of each shares is One Hundred Dollars ($100.00), and there are 250 shares, with the right and authority to commence business when FIFTEEN THOUSAND DOLLARS ($15,000.00) is subscribed and paid in.

VI. The period of existence is Fifty (50) years.

VII. The purposes for which the corporation is created are: To acquire, print, publish, conduct and circulate or otherwise deall with any newspaper or newspapers, or other publications; and generally to carry on the business of newspaper proprietors and general publishers; to carry on if and when it shall deem desirable the trade of business of general printers, lithographers and engravers, and advertising agents; to build, construct, erect, publish, hire or otherwise acquire or provide any building, offices, work shops, plants, equipments or other things necessary or useful for the purpose of carrying out the objects of the company.

VIII. WITNESS OUR SIGNATURES, THIS THE 20th day of OCTOBER, 1936.

Wm. Hodding Carter, Jr.,
Earl R. Neff
Betty Werlein Carter

STATE OF MISSISSIPPI
COUNTY OF WASHINGTON.

Personally appeared before me, the undersigned notary public, authorized to take acknowledgments in and for said county and state, the above-named WILLIAM HODDING CARTER, BETTY WERLEIN CARTER and EARL NEFF, who each acknowledged that they signed and delivered the foregoing instrument as their respective act and deed as Incorporators.

GIVEN UNDER MY HAND AND OFFICIAL SEAL, this the 20th day of October, 1936.

(SEAL)

Laura Mogan, Notary Public.

Received at the office of the Secretary of State, this the 22nd day of Oct. 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.,
October 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 Delta Publishing Company, Greenville, 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 Twenty-sixth day of October, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: October 26th, 1936.

2/19/43

TUCKER PRINTING HOUSE JACKSON MISS

#7167 W

The Charter of Incorporation
of
Barq's, Incorporated

41-42 179

I. The corporate title of said company is Barq's, Incorporated.
2. The names of the incorporators are: E. Barq, Sr., Postoffice, Biloxi, Mississippi; Mrs. Elodie Barq, Postoffice, Biloxi, Mississippi.
3. The domicile is at Biloxi, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Two thousand (2,000) shares, common stock of no par value.
5. Number of shares for each class and par value thereof: Two thousand (2,000) shares, common stock of no par value, which may be issued and sold by the corporation at the price of $10 per share;

Provided, however, said stock may be issued and sold by the corporation from time to time for such considerations or prices as may hereafter from time to time be fixed by the Board of Directors of the corporation, which authority is hereby granted, as authorized by the provisions of Section 4132 of the Code of 1930;

Provided,further, if such sale prices shall be in excess of $10 per share, such stock shall not be sold or offered for sale until after the corporation shall have filed a certificate with and paid the fee to the Secretary of State, as required by Section 4134, Code of 1930.
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 compounding, manufacturing, merchandising, and selling sirups, compounds and concentrates for use in the making of soft drinks, non-intoxicating beverages, and foods, and purchasing, selling, and conveying franchises, formulas, and trade-marks, and patent rights pertaining thereto, and to engage in the business of operating bottling works and soft drink establishments.

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 of no par value to be paid for at the rate of $10 per share.

E. Barq, Sr.,
Mrs. Elodie Barq
Incorporators.

ACKNOWLEDGEMENT

STATE OF MISSISSIPPI
COUNTY OF HARRISON.

This day personally appeared before me, the undersigned authority in and for said County and State, E. Barq, Sr., and Mrs. Elodie Barq, incorporators of the corporation known as the Barq's, Incorporated, 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 October, 1936.

(SEAL)

O. G. Swetman, Notary Public.

Received at the office of the Secretary of State this the 26th day of October, 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., Oct. 26, 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 BARQ'S, INCORPORATED is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-sixth day of October, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: October 27th, 1936.

ET

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7160 W

Charter of Incorporation of Hattiesburg Skeet Club.

I. The corporate title of this company is the Hattiesburg Skeet Club.
2. The name and post office address of the incorporator is R. Green, Hattiesburg, Mississippi.
3. The domicile of this corporation is Hattiesburg, Forrest County, Mississippi.
4. The amount of the capital stock is $5000.00, consisting of 500 shares of common stock of the par value of $10.00 per share. All shares of common stock shall have the same rights and privileges; but no person shall be a menber of the corporation unless he shall own a share of stock in the corporation.
5. The period of existence of this corporation shall be fifty years.
6. The purposes for which this corporation is organized shall be to own, purchase, lease, acquire, operate, use, mortgage, pledge, sell, assign, transfer or otherwise dispose of real estate, buildings and personal property necessary, expedient or proper to maintain club houses and grounds for trap shooting, skeet shooting or other outdoor sports and to conduct a club for the purpose of providing for the refreshment, entertainment, exercise and social diversion of its members. In addition thereto, the corporation shall have all of the rights and powers conferred on corporations by Chapter 100 of the Mississippi Code of 1930 and all amendments thereto. The stockholders may provide for the election of officers and directors to manage the club and may provide for the adoption of a constitution and by-laws to govern the club.
7. It shall be necessary for at least ten shares of the capital stock to be subscribed and paid for before the corporation shall commence business.

R. Green

STATE OF MISSISSIPPI: :
COUNTY OF FORREST : :

Personally came and appeared before me, the undersigned authority in and for said State and County, R. GREEN, who acknowledged that he signed, executed and delivered the foregoing and attached charter of incorporation of the Hattiesburg Skeet Club on the day and year therein mentioned as his coluntary act and deed.

Given under my hand and seal of office on this the 22nd day of October, 1936.

(SEAL)

Hazel C. Kraus, NOTARY PUBLIC.

Received at the office of the Secretary of State on this the 23rd day of October, 1936, togethter wtih the sum of $20.00 deposted 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.

Witness my signature on this the 23rd day of October, 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 Hattiesburg Skeet Club, Hattiesburg, 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 Twenty-sixth day of October, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: October 27th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7162 W

DANIEL W. BEALL POST NO. 18
AMERICAN LEGION
LEXINGTON, MISS.

To whom it may concern:

This is to certify that at a special meeting of the Daniel W. Beall Post No. 18 of the American Legion, held on October 16, 1936, the following were elected as officers of the Holmes County Fair Association with full power to make application for a charter of incorporation of said association and full power to carry out all provisions that may be necessary relative to securing same and pertaining to said incorporation: J. H. Warner, President, Dan G. Pepper, Secretary, C. W. Carr, Treasurer.

Witness our signatures at Lexington, Mississippi, this 23rd day of October, 1936.

J. H. Warner, Post Commander
A. P. Shepherd, Adjutant
C. W. Carr, Finance Officer.

THE CHARTER OF INCORPORATION
OF
HOLMES COUNTY FAIR ASSOCIATION.

I. The corporate title of said company is Daniel W. Beall Post No. 18, American Legion.

2. The names of the incorporators are: J. H. Warner, Postoffice, Lexington, Miss; C. W. Carr, Postoffice, Lexington, Miss; A. P. Shepherd, Postoffice, Lexington, Miss; P. H. Williams, Postoffice, Lexington, Miss; Dan G. Pepper, Postoffice, Lexington, Miss.

3. The domicile is at Lexington, Holmes County, Mississippi.

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

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

6. The period of existence (not to exceed fifty years) is 10 years.

7. The purpose for which it is created: To sponsor fairs, amusements, athletic events, and educational or agricultural exhibits.

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. Warner	President
Dan G. Pepper	Secretary
C. W. Carr	Treasurer
A. P. Shepherd	
P. H. Williams	

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF HOLMES.)
CITY OF LEXINGTON.

This day personally appeared before me, the undersigned authority in and for said state, county and city, J. H. Warner, President; Dan G. Pepper, Secretary, C. W. Carr, Treasurer, A. P. Shepherd, and P. H. Williams, incorporators of the corporation known as the Holmes 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 23rd day of October, 1936.

E. T. Neilson,
Mayor of Lexington, Miss., & Ex Officio J. P.

Received at the office of the Secretary of State this the 24th day of Oct. 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.

Jackson, Miss., October 26, 1936. 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.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE ,
JACKSON.

The within and foregoing Charter of Incorporation of Holmes County Fair Association, Lexington, 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 Twenty-sixth day of October, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: October 27th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS
#7165 W

The Charter of Incorporation
of
Mrs. R. O. Smith and Company, Incorporated.

I. The corporate title of said company is Mrs. R. O. Smith & Company, Incorporated.
2. The names of the incorporators are: Mrs. R. O. Smith, Postoffice, Drew, Mississippi; E. M. Smith, Postoffice, Drew, Mississippi; J. O. Smith, Postoffice, Greenville, Mississippi; Mrs. Leathie Smith, Postoffice, Shelby, Mississippi; R. O. Smith, Postoffice, Drew, Mississippi; Miss O'Neil Smith, Postoffice, Drew, Mississippi.
3. The domicile is at Drew, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The amount of authorized capital stock is $100,000.00, of which $30,000.00 shall be Common Stock and $70,000.00 shall be Preferred Stock. The Preferred Stock shall be 6% with dividend cumulated. All stock shall be issued in shares of a denomination of $100.00. The issuance of fractional shares shall be permitted.
5. Number of shares for each class and par value thereof: There shall be 300 shares of Common stock of a par value of $100.00 per share and 700 shares of Preferred stock of a par value of $100.00 per share.
6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created:

SEVENTH: The purpose for which it is created is to acquire by gift, purchase or otherwise, lands or real estate in fee simple, or any interest or estate therein, including as well as surface rights, mineral rights, and growing and standing timber, and to build houses, store or other buildings, and to improve its own land property, or that of others for reward; to acquire by gift, purchase or otherwise personal property of any and every kind and description, to own, hold, possess, use, rent, sell, transfer, assign, convey and dispose of by deed, mortgage, lease or other writing, or any lawful method of conveyance, alienation or disposition, all or any part of any interest in its real estate, personal and mixed property, or either, upon such terms and considerations as it may deem fit.

To become and act as agents, special, local particular, general, universal, public, or private for persons, firms, and corporations, in and about improving, repairing managing, renting for landlord or tenant, leasing for lessor or leassee, buying or otherwise acquiring real or mixed property or any interest of estate therein; or in procuring or buying or selling options thereon or any estate or interest thereon; or disposition of real estate mixed property, or any interest, or any interest or estate therein; all upon such terms and conditions, and for such lawful consideration as it may deem fit.

To buy, sell and deal in building material and the like of every kind and nature whatsoever.

To build, repair, remodel, construct, and equip houses, buildings, roads, streets, sidewalks, pavements, ditches and all structures of wood, stone, brick, cement, iron, steel, or other building material, either for its own use and benefit, or for any other person.

Without particularly limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have power to issue bonds and other obligations in payment of property purchased or acquired by it, or for any other object in and about its business; to mortgage or pledge and stock, bonds or other obligations or any other property which may be acquire by it, to secure any bonds or other obligations by it issued or incurred, to guarantee any dividend or bond or contract, or other obligations, to make and perform contracts of any kind or description; and in carrying on tis business, or for the purpose of attaining or furthering any of its objects, to do any and all powers which a co-partnership or natural person could do and exercise, and which now and hereafter maybe authorized by law.

To become and act as agents, special, local particular, general, universal, public, or private, for persons, firms, and corporations, in and about contracting for the lending of money, and the lending of the same upon securities of any and all kinds, upon such terms and conditions, and for such consideration as it may deem fit, and to become and act as agents, in and about contracting for and procuring loans of money upon all kinds of security, and to act as middleman, broker or factor, of persons, firms, or corporations in any capacity and to pay extent it may deem fit in and about the lending and borrowing, or seeking to lend and borrow money upon any and all kinds of securities and upon such terms and conditions and for such considerations within the law as it may deem fit. To guarantee the payment of money by endorsement or otherwise, and to guarantee the performance of contracts of any/and all kinds, and to any extent and in any amount and upon such terms and for such consideration within the law as it may deem fit.

To subdivide into blocks and lots and otherwise improve any lands which the Company may own or acquire, for the purpose of selling the same, or for its own use and benefits; to erect, or have erected, buildings on any lands acquired by the Company of any kind or description, and to lease or sell the same; and to take any steps which in the judgement of the officers of the corporation may be desirable in increasing the market value of lands owned, or at any time acquire by the Company, such as the building of roads and streets and paving the same, the laying of side-walks, lines of gas mains, and lines for electric lights, and to assist in any manner by taking stock or bonds in the erection of desired enterprises.

To buy, sell, or otherwise acquire and dispose of all kinds of merchandise, goods, and chattels, including groceries, hardware, dry goods, furniture, and all such articles of merchandise; to buy, and sell for itself, or to buy and sell the same as agents for others on a commission or otherwise; and all these things to buy and sell at wholesale or retail, one or both; to buy, build, own, sell and operate grist mills, ice plants, flouring mills, canning factories, cold storage plants, meat markets and bakeries; to maintain and conduct commissaries and stores for the sale, or disposition of all kinds of kinds of merchandise, either general or specific.

To borrow money and execute as evidence thereof or as security therefor, notes, bonds, mortages or pledges or other obligations by whatever name known or called.

To lend money upon such terms and conditions and for such consideration within the law as it may deem fit, and to invest its earnings and capital in such security as it may deem fit.

To acquire by gift, purchase or otherwise, the business agencies, good will, fixtures, accounts and assets generally of every kind and description and to assume the liability of persons and firms engaging in any business authorized or warranted by law.

To apply for, obtain, register, purchase or otherwise acquire, and to hold, use, own operate, and introduce, and to sell, assign, or otherwise dispose of, any trade-marks, trade names, patents, inventions, improvements, and process used in connection with or secured under letters patent of the United States or elsewhere, or otherwise to turn to account any such trade-marks, patents, license, or processes, and the like, or any of such proerty or rights.

To engage generally in the business of farming or planting, with the right to plant, cultivate, grow, gather, market, sell or buy farm products of every kind or description, quality, or quanity; and to own, buy, sell, operate and maintain machinery, vehicles, motor or other kind, as well as farming implements of every kind or description, used in, about, or upon or in connection

FOR AMENDMENT SEE BOOK 44-45 PAGE 248

Statement of Facts & Articles filed this June 10, 1916. Hubley Riley

TUCKER PRINTING HOUSE JACKSON MISS

with a farming, planting or mercantile 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 authorized capital stock of $100,000.00 shall be fully subscribed and paid before the corporation begins in business.

Mrs. R. O. Smith
E. M. Smith
J. O. Smith
Mrs. Leathie Smith
R. O. Smith
Miss O'Neal
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF SUNFLOWER.)

This day personally appeared before me, the undersigned authority Mrs. R. O. Smith, E. M. Smith, J. O. Smith, Mrs. Leathie Smith, R. O. Smith and Miss O'Neal Smith, incorporators of the corporation known as the Mrs. R. O. Smith & Company, Inc., 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, 1936.

(SEAL)

Cordelia Keith, NOTARY PUBLIC.
My Commission expires October 14th, 1939.

Received at the office of the Secretary of State, this the 24th day of Oct. 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., October 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 Mrs. R. O. Smith & Company, Incorporated, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-sixth day of October, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: October 27th, 1936

TUCKER PRINTING HOUSE JACKSON MISS

#7157 W

AMENDMENT TO THE CHARTER OF INCORPORATION
OF
MORRISSEY STORAGE GARAGE, INC
OF VICKSBURG, MISSISSIPPI.
AMENDING THE PURPOSES OF SAID CORPORATION.

ITEM SIX of the Original Charter be, and it hereby is amended, so as to read as follows:

6. The purposes for which it is created, are:

(I) To engage in a storage business; the sale of automobile parts and accessories; to conduct a filling station for the sale of gasoline and oils; to perform general services to automobiles, the repair of motors and other machinery;

(2) To engage in the business of buying and selling of electrical and gas appliances, mechanical refrigeration, radios; also to engage in the business of supplying parts and general repair work on all types of gas, electric and radio appliances;

(3) To engage in the general business of buying and selling and repairing of motors, motorboats and all kinds of mechanical appliances operated by electric current or otherwise.

For the purposes of this corporation the business above set forth may be carried on both at wholesale and retail.

(SEAL)

MORRISSEY STORAGE GARAGE, INC.

ATTEST:

BY, E. V. Griefield
PRESIDENT.

Angelina M. Griefield
SECRETARY.

State of Mississippi,
Warren County,
City of Vicksburg.

Personally appeared before me, the undersigned, a NOTARY PUBLIC in and for said State, County & City, the above named Vincent Griefield and Angelina Griefield, 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 Morrissey Storage Garage, Inc., as duly entered upon its Minutes.

GIVEN under my hand and official Seal on this 12th day of October, 1936.

(SEAL)

Jno. A. Bellan

Received at the office of the Secretary of State this 22nd day of October, 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., October 23rd, 1936.

I have examined this Amendment to the Charter of Incorporation of Morrissey Storage Garage, 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,
Warren County,
City of Vicksburg.

Personally appeared before me, the undersigned, a NOTARY PUBLIC in and for said County, Angelina Griefield, Secretary of the Morrissey Storage Garage, Inc., of Vicksburg, Mississippi, who being by me first duly sworn, says:

That at a special meeting of the stockholders of the Morrissey Storage Garage, Inc., held in the office of the Company in the City of Vicksburg on the 19th day of October, 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, and there were represented either in person or by proxy at said meeting 100 shares of stock; and that at said meeting the provision amending Item 6 of the original charter was unanimously passed, and furthermore, at the meeting of the Board of Directors held on the same day and immediately after the stockholders' meeting, all of the Directors being present, the said provisions amending the charter was also unanimously passed, which amendment reads as follows:

"6. The purposes for which it is created are:

(I) To engage in a storage business; the sale of automobile parts and accessories; to conduct a filling station for the sale of gasoline and oils; to perform general services to automobiles, the repair of motors and other machinery;

(2) To engage in the business of buying and selling of electrical and gas appliances, mechanical refrigeration, radios; also to engage in the business of supplying parts and general repair work on all types of gas, electric and radio appliances;

(3) To engage in the general business of buying and selling and repairing of motors, motor-boats and all kinds of mechanical appliances operated by electric current or otherwise.

For the purposes of this corporation the business above set forth may be carried on both at wholesale and retail."

(SEAL)

x Angelina M. Griefield

SWORN to and subscribed
before me this 12th day of October, 1936.

Jno. A. Bellan
NOTARY PUBLIC.

RECORD OF CHARTERS 36--37 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 MORRISSEY STORAGE GARAGE, VICKSBURG, 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 Twenty-sixth day of October, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: October 27th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7168 W

McComb, Mississippi
October 24, 1936

Local Federation of I. C. Shop Employees

In meeting duly assembled, at which there was more than a majority of members thereof present, the following proceedings were had and done, towit:

Resolved that McComb Community Fair Association be incorporated as a non-share and non-profit corporation and that Lorenzo Davis, C. B. White, and George E. McGehee, be and they are hereby designated to apply for charter for said Fair Association.

The undersigned certify that the above is a true and correct copy of the resolutions adopted at a meeting of said Federation by a unanimous vote thereof and same is recorded in the minutes of said meeting given under our hands this twenty-fourth day of October A. D. 1936.

President Lorenzo Davis (SEAL) Walter Rueff
Secretary George E. McGhee NOTARY PUBLIC.
Vice President C. B. White

The Charter of Incorporation
of
McComb Community Fair Association

I. The corporate title of said company is McComb Community Fair Association.
2. The names of the incorporators are: Lorenzo Davis, Postoffice, McComb, Miss; C. B. White, Postoffice, McComb, Miss; George E. McGhee, Postoffice, McComb, Miss.
3. The domicile is at McComb, Pike County, Miss.
4. Amount of capital stock and particulars as to class or 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 creditors.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is Fifteen (15) years.
7. The purpose for which it is created: To sponsor fairs, amusements, athletic events and educational or agricultural exhibits.

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.

Lorenzo Davis President
M. A. Smith Treasurer Pro tem
C. B. White Vice Pres.
George E. McGhee McGehee
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF PIKE.)

This day personally appeared before me, the undersigned authority Lorenzo Davis, Pres., C. B. White, Vice Pres., H. J. Henninger, Sec'y., and M. A. Smith, Treas., Pro tem. incorporators of the corporation known as the McComb Community Fair Association 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 October, 1936.

(SEAL) Walter Rueff, NOTARY PUBLIC.

Received at the office of the Secretary of State this the 26th day of Oct. 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., October 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
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of McComb Community 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 27th day of October, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: October 29th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

#7124 W

The Charter of Incorporation
of
Young Men's Business Club of Moss Point, Miss., Incorporated.

I. The corporate title of said company is Young Men's Business Club of Moss Point, Miss.,Inc.
2. The names of the incorporators are: J. W. Rape, Postoffice, Moss Point, Miss; F. G. Spann, Jr., Postoffice, Moss Point, Miss; F. W. Cirlot, Postoffice, Moss Point, Miss.
3. The domicile is at Moss Point, Jackson County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: None.
5. Number of shares for each class and par value thereof: 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 affiars and assuming the right and obligation of the Young Men's Business Club now operating at Moss Point, Miss., as a volentary Association. Its Corporate purposes are as follows: to encourage and foster all Civic purposes and undertakings to encourage and assist, all industrial enterprises, both old and new to anneciate, sponsor, manage and conduct all kinds of athletics and to encourage and sponsor social functions and events amoung its members. To acquire, own and manage such real and personal purposes as may be necessary and convinent for carring out its Corporate Property.

It is to issue no share of stock, shall divide no dividens or profits among its members.

The right and powers that may be exercised by this corporation, in addition to the foregoing,, are those conferred by Chapter 24, Code of Mississippi of 1906, and House Bill No. 655, Laws of Mississippi of 1928.

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

J. W. Rape
F. G. Spann, Jr.,
F. W. Cirlot
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF JACKSON.)

This day personally appeared before me, the undersigned authority J. W. Rape, F. G. Spann,Jr., and F. W. Cirlot, incorporators of the corporation known as the Young Men's Business Club, Moss Point, Miss., 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 September, 1936.

(SEAL)

Thos. H. Dantzler,
NOTARY PUBLIC.
Jackson County, Miss.

Motion was made and duly seconded that the regular First Monday Night Dinner be posponed until new officers to be elected are installed...(Motion Carried).

5.

The following motion by Walter Alexander, that J. W. Rape, President, F. G. Spann, Jr., First-Vice-President, and F. W. Cirlot, Secretary-Treasurer, take the proper steps to have the Young Men's Business Club of Moss Point, Miss., incorporated under the corporate name of "YOUNG MEN'S BUSINESS CLUB OF MOSS POINT, MISS., Incorporated" and that they sign the necessary application and petition therefor and that the Charter of Incorporation have as applicants therefor the entire membership of the Club, that there be no stock or stock certificates issued and that the Secretary draw checks for the necessary expenses incident thereto.

Said Motion was seconded by Clarence Scott and there were twenty-three (23) votes cast therefor and NONE against said motion.

.....

I, C. G. Felder, the duly elected and acting Secretary of the Young Men's Business Club of Moss Point, Miss., hereby certify that the above and foregoing is a true and correct copy of paragraphs 4 and 5 of the Minutes of the Meeting of the "Young Men's Business Club of Moss Point, Miss.", held upon Aug. 31, 1936, as is shown by the Minutes recorded in the Minute Book I, page 89 of the Minutes of the "YOUNG MEN'S BUSINESS CLUB OF MOSS POINT, MISS."

October 21, 1936.

C. G. Felder

Received at the office of the Secretary of State this the 23rd day of Sept.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., October 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
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of Young Men's Business Club of Moss Point, Miss., 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 27th day of October, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: October 29th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7170 W

7/3/47

The Charter of Incorporation
of
THE FENTON TURPENTINE COMPANY .

I. The corporate title of said company is THE FENTON TURPENTINE COMPANY.

2. The names of the incorporators are: E. R. Page, Postoffice, Pass Christian,ROUTE 1, Miss; Catherine Page, Postoffice, Pass Christian, Route 1, Miss; Sherman Page, Postoffice, Pass Christian, Route 1, Miss.

3. The domicile is at FENTON, MISSISSIPPI.

4. Amount of capital stock and particulars as to class or classes thereof: The amount of authorized capital stock is seventy-five hundred dollars, all of which is hereby classified as/and is common stock. The number of shares thereof shall be one hundred, and each share shall have a par value of seventy-five dollars. The privileges and restrictions thereof, are those fixed by law, without the necessity of corporate action, and restrictions as maybe from time to time, fixed by corporate act or acts not in violation of law.

5. Number of shares for each class and par value thereof: 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 (not to exceed fifty years) is fifty years.

7. The purposes for which the corporation is created are:

(a) To extract, manufacture and distill turpentine, tar, pitch, resin, and all other available products from trees and timber, and all parts thereof, including sumps, roots, and limbs; to engage generally in the purchase and sale thereof; to own, buy, purchase, rent, lease, build, sell and operate stills, and plants for the manufacture, rendition and distillation of turpentine, tar, pitch, naval stores, generally, and other products and by-products; and to engage generally in the manufacture and sale of, and trade generally in, wholesale and retail, domestic and foreign, turpentine, tar, ptich, resin, and naval stores, and all product and by-products thereof.

(b) To buy, purchase, lease, exchange, sell, possess, own, and hold timber lands and timber of all kind.

(c) To store and sell logs, timber, lumber and timber, and lumber products of all kinds 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 holding thereof.

(d) To buy, purchase, lease, exchange, own, hold, improve, and sell cut-over lands, swamp lands, agricultural lands, and real estate of all kind.

(e) To engage in and do a general farming business, not in violation of the law.

(f) To own, lease, and develop oil, mineral lands, to prospect for, bore, for, mine, extract, refine, store, sell and deal in oil, gas, gasoline, sulphur, phosphate, and any other mineral products; to engage generally in the oil, mineral and mining business, and construct, lease own, and operate all plants and factories and do all other things necessary or advantageous to the conduct thereof.

(g) To manufacture and produce gas, electricity, and other means of artificial light and power; to construct and maintain power for all purposes.

(h) To manufacture, purchase, sell and deal in charcoal; to purchase, sell and deal in coal; generally, to purchase, sell and deal in all substances, articles and products for the production of artificial heat.

(i) To handle, sell and deal in brick, cement, shingles, tiles, hardware and building materials, contractors' supplies of every kind and character, and to operate yards, buildings and storehouses, therefor, and in connection therewith.

(j) To plan, lay-out, and construct, City, Town and Village sites, and promote, develop, improve, sell and deal in same and parts thereof.

(k) To manufacture, buy, sell and deal in ice, to own lease and operate cold storage plants, to do a general business in manufacturing and dealing in all means of artificial refrigeration.

(l) To buy, sell, own and deal in live stock and to engage in live stock farming.

(m) To import, export, 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 merchhandise and real and personal property of every class and description and to do a general commission and brokerage business in raw materials and manufacturers' and jobbers' products, wholesale and retail, domestic and foreign.

(n) To manufacture gun powder, and explosives of every kind and character, and build, own, construct and operate plants for manufacture, storage, and sale thereof.

(o) To manufacture, by sell and seal in fertilizers of all kinds.

(p) To build, purchase, lease, own and sell private railroads, tram-roads, and log-roads, and to operate the same by steam, electricity, and other motive power; to build, purchase, lease, charter, own and operate, schonners, steamboats, barges and other vessels and water-craft; to adopt such other modes of transportation by water, rail land and otherwise, as it may deem desirable in connection with any of its enterprises, as hereinabove and hereinafter set forth, but it shall not hereinunder engage in the businessof common carrier.

(q) To lease own, construct, operate and maintain boarding houses, hospitals, hotels, commissaries, warehouses, dwelling houses, mercantile establishments; and generally to erect and maintain all buildings, improvements and works necessary, convenient, incidental or desirable, to the conduct of the enterprises above provided for, or any of them.

(r) To acquire, own, lease, and operate a feed mill, grist 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.

(s) To lend money, to sell its property, to furnish labor, to hire or furnish labor and service as well as for cash, to take deeds in trust, mortgages, evidences of debt, and in all manner of security, real and personal, for all money and debts due 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 in trust mortgages and otherevidences of debt due to it or to other corporations.

(t) To assume the whole, or any part of the obligations of liabilities of any person, firm, association, or corporation, unless prohibited by the Laws of the State of Mississippi.

(u) 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, county, 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 Stateof Mississippi.

(v) To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgages,oor otherwise, dispose of letters patent of the United States, or any foreign country, patent rights,

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licenses and privileges, inventions, improvements and processes, copy-rights, trade-marks, and trade-names, relating to or useful in connnection with any business of the corporation.

(w) The rights and powers that may be exercised by said Corporation 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

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 number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is one hundred shares of stock, and the corporation may commence business when the said stock shall have been paid for in full.

E. R. Page
Catherine Page
Sherman Page,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF HANCOCK.)

This day personally appeared before me, the undersigned authority E. R. Page, Catherine Page and Sherman Page incorporators of the corporation known as the The Fenton Turpentine Company who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 23rd day of October, 1936.

(SEAL)

A. G. Favre, Chancery Clerk
By, E. C. Vairin, D.C.

Received at the office of the Secretary of State this the 27th day of Oct. A.D., 1936, 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., October 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
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of The Fenton Turpentine 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 October, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: October 29th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7169 W

AMENDMENT TO THE CHARTER OF INCORPORATION OF SALLIS LUMBER COMPANY.

Be it remembered that Section 4 of the Charter of Incorporation of the Sallis Lumber Company, a corporation created under the Lawsof the State of Mississippi, which Charter was dated May 19, 1923, filed in the office of the Secretary of State of the State of Mississippi, on June 28, 1923, and on said date recorded in Book of Incorporations No. 24, page 202, in said office, and filed in the office of the Chancery Clerk of Rankin County, Mississippi, on July 19, 1934, and recorded in Deed Book 102, pages 382-384, in said office, be and the same is hereby amended to read as follows:

"4. (a). AMOUNT, CLASSES AND SHARES OF CAPITAL STOCK: The amount of capital stock is $625,000.00, divided into classes and shares as follows:

$375,000.00 par value of common stock, divided into 3750 shares of the par value of $100.00 each;

$250,000.00 par value of preferred stock, divided into 2500 shares of the par value of $100.00 each.

(b). 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 the issuance of such stock, dividends thereon at the rate of 6% per annum of the par value thereof, and no more. Such dividends shall be payable annually on the 31st day of December, 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 rate herein provided 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, and dividends on the preferred stock shall be deemed to accrue from day to day.

(c) 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 corporationremaining after the payment of all accrued dividends on preferred stock to the last preceding December 31st.

(d) RETIREMENT OF PREFERRED STOCK: The corporation may at anytime, at its election as expressed by resolution of its 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 manner as the Board of Directors of the corporation in its discretion shall from time to time determine, 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 30 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 such corporation, and 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 share, 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. 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 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 htereof as shareholders of the corporation, except the right to receive the retirement price, shall terminate. All shares so retired shall be forth with cancelled.

(e) RIGHTS OF PREFERRED STOCK ON LIQUIDATION: In the event of any receivership, liquidation, dissolution or winding up of the corporation, 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.

(f) VOTING RIGHTS OF PREFERRED STOCKHOLDERS: The holders of the preferred stock, as such, shall have no voting power on any question, except such as is required by the Constitution and Laws of the State of Mississippi, nor shall the holders of preferred stock, as such, be entitled to notice of any meeting of the stockholders, except for election of directors.

(g) LIABILITY OF PREFERRED STOCKHOLDERS: The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the corporation.

Executed this 23 day of October, 1936, pursuant to authority conferred on my by a resolution of the stockholders of Sallis Lumber Company, adopted at a meeting held on October 23, 1936.

(SEAL)

J. O. Cox
President

STATE OF MISSISSIPPI
RANKIN COUNTY

Before me, the undersigned authority in and for said County and State, this day personally appeared before J. O. Cox, President of Sallis Lumber Company, a corporation, who acknowledged that he executed the foregoing amendment to the Charter of Incorporation of Sallis Lumber Company and impressed the corporate seal of said Corporation thereon, on the day and year therein mentioned, as his duly authorized act and deed as such officer of said Corporation, and for and on behalf of said Corporation.

Given under my and seal of office this 24 day of October, 1936.

(SEAL)

Roy L. Fox, NOTARY PUBLIC.

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A RESOLUTION ADOPTING AND APPROVING AN AMENDMENT TO THE CHARTER OF INCORPORATION OF SALLIS LUMBER COMPANY SO AS TO INCREASE THE AUTHORIZED CAPITAL STOCK FROM $125,000.00 TO $625,000.00, AND PROVIDING FOR THE CLASSES AND PREFERENCES THEREOF.

BE IT RESOLVED BY THE STOCKHOLDERS OF SALLIS LUMBER COMPANY, A CORPORATION, that the Charter of Incorporation of the said Sallis Lumber Company be amended so as to increase the authorized capital stock from $125,000.00 to $625,000.00, to consist of $375,000.00 par value of common stock, divided into 3750 shares of the par value of $100.00 each, and $250,000.00 par value of preferred stock, divided into 2500 shares of the par value of $100.00 each, with dividends, preferences, voting rights, etc., as set out in the amendment hereinafter contained, and the amendment shall be in the following words and figures, to-wit:

AMENDMENT TO THE CHARTER OF INCORPORATION OF SALLIS LUMBER COMPANY.

Be it remembered that Section 4 of the Charter of Incorporation of the Sallis Lumber Company, a corporation created under the Laws of the State of Mississippi, which Charter was dated May 19, 1923, filed in the office of the Secretary of State of the State of Mississippi, on June 28, 1923, and on said date recorded in Bookof Incorporations No, 24, page 202, in said office, and filed in the office of the Chancery Clerk of Rankin County, Mississippi,on July 19, 1934, and recorded in Deed Book 102, pages 382-384, in said office, be and the same is hereby amended to read as follows:

"4. (a). AMOUNT, CLASSES AND SHARES OF CAPITAL STOCK: The amount of capital stock is $625,000.00, divided into 3750 shares of the par value of $100.00 each;

$250,000.00 par value of preferred stock, divided into 2500 shares of the par value of $100.00 each.

(b) 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 the issuance of such stock, dividends thereon at the rate of 6% per annum of the par valuethereof, and no more. Such dividends shall be payable annually on the 31st day of December, 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 rate herein provided 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, or ordered, set apart, paid, or made in respect of the common stock, and dividends on the preferred stock shall be deemed to accrue from day to day.

(c) 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 remaining after the payment of all accrued dividends on preferred stock to the last preceding December 31st.

(d) RETIREMENT OF PREFERRED STOCK; The corporation may at anytime, at its election as expressed by resolution of its 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 manner as the Board of Directors of the corporation in its discretion shall from time to time determine, 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 30 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 such corporation, and 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 share, 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, 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 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 retirement price, shall terminate. All shares so retired shall be forthwith cancelled.

(e) RIGHTS OF PREFERRED STOCK ON LIQUIDATION: In the event of any receivership, liquidation, dissolution or winding up of the corporation, before any payment or other distribution, whether in cash, property, or otherwise, shall be made to the holder 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.

(f) VOTING RIGHTS OF PREFERRED STOCKHOLDERS: The holders of the preferred stock, as such, shall have not voting power on any question, except such as is required by the Constitution and Laws of the State of Mississippi, nor shall the holders of preferred stock, as such, be entitled to notice of any meeting of the stockholders, except for election of directors.

(g) LIABILITY OF PREFERRED STOCKHOLDERS: The holders of preferred stock shall not be held individually responsible as such holders for any debts, contracts, or engagements of the corporation."

BE IT FURTHER RESOLVED that the said amendment, be and the same is hereby adopted and approved by the Stockholders of the said Sallis Lumber Company, and J. O. Cox, President of this corporation, be and he is hereby authorized and directed to execute said amendment and take such steps as might be necessary to so amend the said Charter, and to do and perform all acts and things desireable or necessary in connection thereith.

Ordered, resolved and adopted this October 23, 1936.

I, Mrs. Lura Thomas Eubanks, Secretary of Sallis Lumber Company, a Corporation, hereby certify that the foregoing is a full, true and correct copy of a resolution duly and unanimously adopted by the stockholders of Sallis Lumber Company, a corporation, at a meeting of the stockholders of Sallis Lumber Company held on the 23 day of October, 1936, at which meeting all the stockholders of said corporation were present, as the same now appears of record in Minute Book 1, page____ of the minutes of the stockholders of said Corporation.

Witness my signature and the seal of Sallis Lumber Company, this 23 day of October, 1936.

(SEAL)

Mrs. Lura Thomas Eubanks
Secretary.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Received at the office of the office of the Secretary of State, this the 26 day of Oct. A. D., 1936, together with the sum of $240.00 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 amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constituion and laws of this State, or of the United States.

Greek L. Rice, Attorney General
By, W. H. Maynard, Assistant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE
JACKSON.

The within and foregoing Amendment to the Charter of Incorporation of Sallis Lumber Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-eighth day of October, 1936.

By the Governor

Hugh White
G O V E R N O R

Walker Wood
Secretary of State.

Recorded: October 31st, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

#7176 W

STATE OF MISSISSIPPI,
SUNFLOWER COUNTY.

I, Carl Bethea, Adjutant of Indianola Post No. 2 of the American Legion of Indianola, Mississippi and having in my keeping the books and records of the said Association do hereby certify that the following is a true and correct copy of a resolution this day adopted by the Indianola Post No. 2 of the American Legion, as the same appears on the minutes of the said meeting at page 182 thereof, to-wit:

Be it known that a meeting of Indianola Post No. 2 of the American Legion held in the Legion Hall in the city of Indianola, Sunflower County, Mississippi, for the purpose of sponsoring an Annual County Fair to be held at Indianola, Mississippi, for the purpose of encouraging an interest in and development of science and art and in furthering agriculture and in the cultivation of fruit and vegetable and in raising of poultry and hogs, sheeps, live stock and other produce; and

Whereas it is the sense of this meeting that such annual County Fair will be of benefit to the people of this community and county generally by reason of its educational nature and its tendency to advance and develop resources of this county, which are the sole objects of said Fair;

Now therefore, there is hereby created and setup under the direction and control of this Post a County Fair Association, the purpose of which is to advance science, agriculture, and farming interest in the community without profit to the Post or to any members thereof, but the proceeds derived from said fair are to be used for the benefits of such fair and improvement of the equipment used and to be used in connection therewith. And the Post Commander, the Adjutant, and the finance officer of this Post, to-wit: R. M. Yarbrough, Carl Bethea and D. H. Hawkins, and their successors in office, are hereby constituted members of the Fair Association Committee and are charged with the duties and responsbilities of doing all things necessary or by them deemed advisible in arranging for such fair, and are hereby authorized to procure Charter therefor.

The foregoing resolution was offered, seconded and adopted by unanimous vote of the members present at said meeting.

In testimony whereof I have here unto subscribed my name at Indianola, Mississippi, this the 29th day of October, 1936.

Carl B. Bethea, Adjutant
Indianola Post No. 2,
American Legion.

THE CHARTER OF INCORPORATION
OF
Indianola Fair Association.

I. The corporate title of said company is Indianola Fair Association.
2. The names of the incorporators are: R. M. Yarbrough, Indianola, Miss; Carl Bethea, Indianola, Miss; D. H. Hawkins, Indianola, Miss.
3. The domicile is at Indianola, Miss.
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: To advance the agricultural and farming interests of the community and county and to create and foster an interest in the arts and sciences, in the culture of fruit, vegetables, cotton and other agricultural by-products, and in sheep, swine, poultry and live stocks:

The Association 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.

8. The right and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 24, Mississippi Code,1906, as amended.

R. M. Yarbrough
Carl B. Bethea
D. H. Hawkins
Incorporators.

ACKNOWLEDGEMENT.

STATE OF MISSISSIPPI
COUNTY OF SUNFLOWER.

This day personally appeared before me, the undersigned authority R. M. Yarbrough, Carl Bethea, and D. H. Hawkins, incorporators of the corporation known as the Sunflower County Fair Association who acknowledged that they signed and executed the above and foregoing articles of incorporations as their act and deed on this the 30th day of October, 1936.

(SEAL)

Ethel Pittman
Notary Public.

Received at the office of the Secretary of State this the 30th day of October, A. D., 1936, together with the sum of $10.00 recording fees, and referred to the Attorney General for his opinion.

Walker Wood
Secretary of State.

Jackson, Miss.,
Oct. 30, 1936.

I have examined this charter of incorporation and am of the opinion that it is inconformable of the Constituion and laws of this State, or of the United States.

Greek L. Rice, Attorney General
By, J. A. Lauderdale, Asst. Atty. Gen.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of Indianola 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 30th day of October, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: October 31st, 1936.

AMENDMENT TO CHARTER OF J.L.WALKER & CO.

At a meeting of the stockholders of J. L. Walker & Company, a corporation organized and existing under and by virtue of the laws of the State of Mississippi held at its place of business on February 15, 1937 at Columbus, Mississippi, all stockholders being present and having waived the notice required for said meeting and agreeing to transact any business which the stockholders should deem advisable at said meeting, a resolution was duly made, seconded and adopted as follows:

That the corporation issue 50 shares of preferred stock of the par value of $100.00 per share, said stock to be preferred over common stock, both as to principal and dividend, and that said preferred stock would pay 6% cumulative dividend, and that said stock might be retired at $102.00 per share and cumuluative dividends, at any time after issuance by giving 30 days notice in writing to owners of said preferred stock; that said preferred stock be sold at not less than par; the said preferred stock may be redeemed in whole or in part; and the said preferred stock should be given preference as to net assets upon dissolution and winding up of said corporation, whether voluntary or involuntary. That the President present to the Secretary of State the proposed amendment and do any and all things necessary for its adoption.

J. L. WALKER & COMPANY
By L.E.Walker, President.

CERTIFICATE

I, L. E. Walker, being President of J. L. Walker & Company duly organized and existing under the laws of the State of Mississippi on oath state and do hereby further certify that the attached is a complete, detailed, and exact copy of the minutes of the meeting of the stockholders of the said corporation above named held in Columbus, Mississippi on February 15th, 1937.

L. E. WALKER, President.

Subscribed and sworn to before me this 15th day of February, 1937.

KATHLEEN HIGGINS, Notary Public.
(SEAL)

State of Mississippi, Lowndes County.

Personally appeared before me, Kathleen Higgins, a Notary Public in and for said County and State the within named L. E. Walker, to me personally known to be President of J. L. Walker & Company, who acknowledged that he signed, executed and certified to the above and foregoing instrument being a copy of the minutes of the stockholders meeting as is above named held on the 15th day of February, 1937.

Given under my hand and seal this the 15th day of February, 1937.

Kathleen Higgins, Notary Public.
(SEAL)

My Commission expires:

Received at the office of the Secretary of State this 16th day of February, 1937, together with the sum of $10.00 deposited to cover this recording fee and referred to the attorney general for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., February 17th, 1937.

I have examined the amendment to the charter of incorporation of J. L. Walker & Company 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.

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 J. L. Walker & Company is hereby approved.

In testimony whereof, I have eherunto set my hand abd caused the Great Seal ofb the State of Mississippi to be affixed, this Seventeenth day of February, 1937.

Hugh White, Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: February 18, 1937.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the Chancery Court of Lowndes County, Mississippi, dated November 11, 1944. Certified copy of said decree filed in this office, this November 13, 1944 - Walker Wood, Secretary of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

THE CHARTER OF INCORPORATION
OF THE
TUPELO BEVERAGE COMPANY.

No. I. The Corporate title of said company to be Tupelo Beverage Company.
No. 2. Incorporators; M. C. Sudduth, Tupelo, Mississippi, and W. H. Wood, Tupelo, Mississippi.
No. 3. The domicile of this corporation to be Tupelo, Lee County, Mississippi.
No. 4. The amount of authorized capitol stock, One Thousand ($1000.00) Dollars, being One Hundred (100) shares with a par vlue of Ten ($10.00) Dollars per share.
No. 5. The sale price per share; Ten ($10.00) Dollars per share.
No. 6. The period of existence not to exceed Fifty years.
No. 7. The purpose for which corporation is created; to engage in wholesale and retail of malt beverages and general merchandise and other rights and powers that may be exercised by said corporation in addition thereto are those conferred by the provisions of this charter which are not contrary to law.
No. 8. This corporation shall commence business when One hundred shares of stock at Ten ($10.00) Dollars per share have been subscribed and paid for.

M. C. Sudduth
W. H. Wood

State of Mississippi,
Lee County.

Personally appeared before me, Byron Long, Clerk of the Chancery Court of the County of Lee, the within named M. C. Sudduth and W. H. Wood, incorporators of the Tupelo Beverage Company, who acknowledged that they signed the foregoing application for charter of incorporation for the Tupelo Beverage Company on the day and year therein mentioned.

Given under my hand this the 26 day of October, 1936.

Byron Long,
Clerk of the Chancery Court.

Received at the office of the Secretary of State, this the 28th day of October, A. D., 1936, together with the sum of $20.00 Dollars, deposited to recover 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 I 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.
10/28/36.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of Tupelo 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 28th day of October, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: October 31st, 1936.

Dissolved by decree of the Chancery Court of Lee County under date of March 1, 1939

 ✓ FOR AMENDMENT SEE BOOK 43-44 PAGE 252

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS
#7174 W

The following resolution was offered by Virginia I. Helm and seconded by Lily W. Frank, and on a "Yea" and "Nay" vote was unanimously adopted:

"RESOLUTION

"Be it Resolved by Christian Science Society, Greenville, Mississippi, in regular business meeting of the Society, that it is to the best interest of the Society that the same be incorporated so that the corporation may own the real estate now in the name of the Society and may, if necessary, execute deeds of trust thereon, or other instruments:

"Now, therefore, be it resolved that the following members of the Society, Edward A. McLaughlin, Audria L. Royer and Julia S. Karloqitz, be and they are hereby authorized to apply for a charter of incorporation with the name, CHRISTIAN SCIENCE SOCIETY, GREENVILLE, MISSISSIPPI, but the corporation shall issue no shares of stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership by death, or otherwise, the termination of all interest of such members in the corporate assets, 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.

"Be it further resolved that the said members are authorized to do anything necessary to perfect the organization of the corporation under the said name for said purposes."

I, E. A. McLaughlin, Secretary of Christian Science Society, Greenville, Mississippi, hereby certify that the foregoing is atrue and correct copy of a resolution adopted by the said Society at a regular business meeting thereof held on the 1st day of October, 1936, as the same appears on the minutes of the Society.

Given under my hand, this October 1, 1936.

E. A. McLaughlin,
Secretary.

CHARTER OF INCORPORATION
OF
CHRISTIAN SCIENCE SOCIETY, GREENVILLE, MISSISSIPPI

I. The corporate title of said Society is CHRISTIAN SCIENCE SOCIETY, GREENVILLE, MISSISSIPPI.

II. The names and postoffice addresses of the incorporators are: Edward A. McLaughlin, Greenville, Mississippi; Audria L. Royer, Greenville, Mississippi; Julia S. Karlowitz, Greenville, Mississippi.

III. The domicile of the Corporation in this State is Greenville, Mississippi.

IV. The amount of authorized capital stock is none.

V. The purposes for which the Corporation is created, not contrary to law, are: To own real estate necessary for the use of the Society in its religious work; to mortgage or encumber the same if it be necessary to raise money for any purpose; to conduct religious meetings and to do such things as are usually done by Christian Science Societies in the way of worship of Almighty God. The rights and powers that may be exercised by said Corporation, in addition thereto, are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930.

VI. The period of existence, not to exceed fifty years, is fifty years.

VII.. 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.

Audria L. Royer
Mrs. Julia S. Karlowitz
Edward A. McLaughlin
Incorporators.

STATE OF MISSISSIPPI
COUNTY OF WASHINGTON

This day personally appeared before me, the undersigned authority in and for said county and state, the within named Edward A. McLaughlin, Audria L. Royer and Julia S. Karlowitz, incorporators of the corporation known as the Christian Science Society, Greenville, Mississippi, who each acknowledged that he and she signed and executed the above and foregoing articles of incorporation on the day and year therein mentioned, as his and her own act and deed.

GIVEN under my hand and official seal, this the 23 day of October, 1936.

(SEAL) Mary M. Finch, NOTARY PUBLIC.

Received at the office of the Secretary of State this the 28th day of Oct. 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., October 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 Christian Science Society is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 28th day of October, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: October 31st, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7180 W

CERTIFIED COPY OF RESOLUTION PASSED BY HOUSTON POST # 95 AMERICAN LEGION, HOUSTON, MISSISSIPPI.

At a regular meeting of the Houston Post No. 95, American Legion, Houston, Mississippi, held on October 30th, 1936, a motion was made by H. B. Abernethy, duly seconded by Hal Colson, which motion carried unanimously, that Houston Post No. 95 sponsor the forming of a Community Fair Association to be known as "American Legion Community Fair Association of Chickasaw County, Mississippi" and upon passage of the motion Commander B. C. Hill appointed the following members of the Post to have the charter prepared and to procure the same from the proper state authorities, said committee to form the corporation:

H. B. Abernethy,Chairman, Houston, Mississippi; Hal Colson, Houston, Mississippi
R. E. Priest, Houston, Mississippi; R. E. Atwell, Houston, Mississippi; Lee Horn, Houston, Mississippi.

Signed: B. C. Hill
Post Commander

Sworn to and subscribed before me this the 31st day of October, 1936.

Joe L. Davis
Chancery Clerk of Chickasaw County, Mississippi
By, Joe L. Davis, Jr., D. C.

(SEAL)

THE CHARTER OF INCORPORATION
OF
AMERICAN LEGION COMMUNITY FAIR ASSOCIATION OF CHICKASAW COUNTY, MISSISSIPPI

I. The Corporate title of said Company is "American Legion Community Fair Association of Chickasaw County, Mississippi."

2. The names of the incorporators are:H. B. Abernethy, Postoffice, Houston, Mississippi; Hal Coleson, Postoffice, Houston, Mississippi; Lee Horn, Postoffice, Houston, Mississippi; R. E. Priest, Postoffice, Houston, Mississippi; R. E. Atwell, Postoffice, Houston, Mississippi.

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

4. Amount of capital stock and particulars as to class or classes thereof: Amount of authorized capital stock is none, same being a non-share corporation.

5. The sale price per share is none.

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

7. The purpose for which the corporation is created is: To promote, operate and conduct community fairs, and for such purposes to own, lease, mortage and sell real and personal property, to borrow money and execute promisory notes or other evidences of indebtedness, and to execute deeds of trust on real or personal property as security therefor; to collect admission fees to exhibits, shows, rides and amusement booths, tents or enclosures, the proceeds thereof to be used exclusively for the operation, maintainance and improvement of such fairs and the properties of the corporation, and generally to do any and all things authorized by Chapter 100 of the Mississippi Code of 1930 Annotated, and amendments thereto, for the furtherance and promotion of the purposes for which the corporation is organized and which shall be necessary to promote the operation and conduct of community fairs, all within the limitations of the statutes of the State of Mississippi, and not contrary thereto.

8. The first meeting of the persons in interest and all subsequent meetings of the persons in interest may be called on 24 hours written notice delivered to such person in interest or mailed to their postoffice addresses as shown on the books and minutes of the corporation, and any person in interest may waive such written notice, in which case written notice shall not be necessary.

9. The corporation shall not be requiredtto make publication of its charter; 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 one vote in the election of officers; shall make the loss of membership, by death or otherwise, the termination of all interest of such member or 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 obligations of the corporation.

10. The corporation may begin business upon the approval of this charter by the proper authorities.

Witness out signatures this the 30th day of October, A. D., 1936.

H. B. Abernethy
Lee Horn
R. E. Priest
R. E. Atwell
Hal Coleson
Incorporators.

ACKNOWLEDGEMENT

STATE OF MISSISSIPPI,
County of Chickasaw.

This day personally appeared before me the undersigned authority in and for the County of Chickasaw, in said State, the within named H. B. Abernethy, Hal Coleson, Lee Horn, R. E. Priest and R. E. Atwell, incorporators of the corporation known as "American Legion Community Fair Association of Chickasaw County, Mississippi", 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 October, A. D., 1936.

My commission expires the
1 day of January, 1940.

Joe L. Davis, Chancery Clerk
By, Joe L. Davis, Jr., D. C.

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

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7180 W

CERTIFIED COPY OF RESOLUTION PASSED BY HOUSTON POST # 95 AMERICAN LEGION, HOUSTON, MISSISSIPPI.

At a regular meeting of the Houston Post No. 95, American Legion, Houston, Mississippi, held on October 30th, 1936, a motion was made by H. B. Abernethy, duly seconded by Hal Colson, which motion carried unanimously, that Houston Post No. 95 sponsor the forming of a Community Fair Association to be known as "American Legion Community Fair Association of Chickasaw County, Mississippi" and upon passage of the motion Commander B. C. Hill appointed the following members of the Post to have the charter prepared and to procure the same from the proper state authorities, said committee to form the corporation:

H. B. Abernethy,Chairman, Houston, Mississippi; Hal Colson, Houston, Mississippi
R. E. Priest, Houston, Mississippi; R. E. Atwell, Houston, Mississippi; Lee Horn, Houston, Mississippi.

Signed: B. C. Hill
Post Commander

Sworn to and subscribed before me this the 31st day of October, 1936.

Joe L. Davis
Chancery Clerk of Chickasaw County, Mississippi
By, Joe L. Davis, Jr., D. C.

(SEAL)

THE CHARTER OF INCORPORATION
OF
AMERICAN LEGION COMMUNITY FAIR ASSOCIATION OF CHICKASAW COUNTY, MISSISSIPPI

I. The Corporate title of said Company is "American Legion Community Fair Association of Chickasaw County, Mississippi."

2. The names of the incorporators are:H. B. Abernethy, Postoffice, Houston, Mississippi; Hal Coleson, Postoffice, Houston, Mississippi; Lee Horn, Postoffice, Houston, Mississippi; R. E. Priest, Postoffice, Houston, Mississippi; R. E. Atwell, Postoffice, Houston, Mississippi.

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

4. Amount of capital stock and particulars as to class or classes thereof: Amount of authorized capital stock is none, same being a non-share corporation.

5. The sale price per share is none.

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

7. The purpose for which the corporation is created is: To promote, operate and conduct community fairs, and for such purposes to own, lease, mortage and sell real and personal property, to borrow money and execute promisory notes or other evidences of indebtedness, and to execute deeds of trust on real or personal property as security therefor; to collect admission fees to exhibits, shows, rides and amusement booths, tents or enclosures, the proceeds thereof to be used exclusively for the operation, maintainance and improvement of such fairs and the properties of the corporation, and generally to do any and all things authorized by Chapter 100 of the Mississippi Code of 1930 Annotated, and amendments thereto, for the furtherance and promotion of the purposes for which the corporation is organized and which shall be necessary to promote the operation and conduct of community fairs, all within the limitations of the statutes of the State of Mississippi, and not contrary thereto.

8. The first meeting of the persons in interest and all subsequent meetings of the persons in interest may be called on 24 hours written notice delivered to such person in interest or mailed to their postoffice addresses as shown on the books and minutes of the corporation, and any person in interest may waive such written notice, in which case written notice shall not be necessary.

9. The corporation shall not be requiredtto make publication of its charter; 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 one vote in the election of officers; shall make the loss of membership, by death or otherwise, the termination of all interest of such member or 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 obligations of the corporation.

10. The corporation may begin business upon the approval of this charter by the proper authorities.

Witness out signatures this the 30th day of October, A. D., 1936.

H. B. Abernethy
Lee Horn
R. E. Priest
R. E. Atwell
Hal Coleson
Incorporators.

ACKNOWLEDGEMENT

STATE OF MISSISSIPPI,
County of Chickasaw.

This day personally appeared before me the undersigned authority in and for the County of Chickasaw, in said State, the within named H. B. Abernethy, Hal Coleson, Lee Horn, R. E. Priest and R. E. Atwell, incorporators of the corporation known as "American Legion Community Fair Association of Chickasaw County, Mississippi", 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 October, A. D., 1936.

My commission expires the
1 day of January, 1940.

Joe L. Davis, Chancery Clerk
By, Joe L. Davis, Jr., D. C.

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

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of American Legion Community Fair Association of Chickasaw County, Mississippi is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Second day of November, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State

Recorded: November 3rd, 1936.

The Charter of Incorporation of

PIK & SAVE GROCERY

DREW, MISSISSIPPI

1. The corporate title of said company is Pik & Save Grocery.
2. The names and postoffice addresses of the incorporators are: E. W. Thompson, Drew, Mississippi; R. V. Cooper, Drew, Mississippi; L. Westbrook, Drew, Mississippi.
3. The domicile of the corporation is Drew, Sunflower County, Mississippi.
4. The amount of capital stock is Four Thousand Five Hundred Dollars ($4,500.00), all of which shall be common stock, issued in shares of a par value of One Hundred ($100.00) each.
5. The period of existence shall be fifty (50) years.
6. The purpose for which said corporation is created is to buy and sell at retail groceries, meats, and general merchandise, and to do all acts incidental to and necessary in connection with the operation of such retail business.
7. The rights and powers which may be exercised by this corporation are those granted by the laws of the State of Mississippi.

E. W. Thompson, E. W. Thompson,
R. V. Cooper, R. V. Cooper,
L. Westbrook, L. Westbrook,
INCORPORATORS

State of Mississippi,
County of Sunflower.

This day personally appeared before me, the undersigned authority, in and for said State and County, E. W. Thompson, R. V. Cooper and L. Westbrook, who each acknowledged that they signed and delivered the above and foregoing instrument of writing on February 1st, 1937, and for the purposes therein indicated as their voluntary act and deed.

Given under my hand and official seal, this 1st day of February, 1937.

Earl Roberts, Notary Public.
(SEAL) My commission expires November 4, 1939

Received at the office of the Secretary of State, this the 5th day of Feb. A. D. 1937, 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 8th, 1937.

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.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Pik & Save Grocery is hereby 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 February, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 9, 1937.

This corporation is suspended by an order of forfeiture dated Oct 19, 1955 copy of said order filed in Sunflower County, Miss. Feb. 21, 1956

TUCKER PRINTING HOUSE JACKSON MISS

#7175

Aberdeen, Mississippi
October 28, 1936.

At the meeting of the Aberdeen Community Fair Association, upon motion duly made and seconded it was decided to apply for a charter from the State of Mississippi and the following were appointed as a committee of three, to apply as incorporators for the charter of said Aberdeen Community Fair Association,

Ollie J. Sanders
Houston Fowler
Clifton Couch

And they are hereby authorized and directed to immediately apply for said charter and to forward the necessary ten dollars for charter fee.

Said motion having been duly made and seconded was voted upon, and said three parties were directed to apply for charter of incorporation.

This the 28th day of October,1936.

Ollie J. Sanders
Clifton Couch
Houston Fowler

State of Mississippi
Monroe County

This is to certify that the above is a true and correct copy of the resolution authorizing Ollie J. Sanders, Houston Fowler and Clifton Couch to make application for the incorporation of the Aberdeen Community Fair Association.

This the 2nd day of November 1936.

(SEAL) R. C. Maynard, NOTARY PUBLIC.
My Commission expires March 28, 1938.

The Charter of Incorporation
of
Aberdeen Community Fair

1. The corporate title of said company is Aberdeen Community Fair.
2. The names of the incorporators are: Houston Fowler, Postoffice, Aberdeen, Miss; Clifton Couch, Postoffice, Aberdeen, Miss; Ollie J. Sanders, Postoffice, Aberdeen, Miss.
3. The domicile is at Aberdeen, Miss.
4. Amount of capital stock and particulars as to class or classes thereof: Non stock and non share.
5. Number of shares for each class and par value thereof: NONE.
6. The period of existence (not to exceed fifty years) is 5 years.
7. The purpose for which it is created: To hold annual community fairs and street fairs in connection therewith

No dividends are to be declared to the stock holders
A non profit corporation

Such corporations shall not be required to make ~~application~~ 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.

O. J. Sanders
Houston Fowler
Clifton Couch
incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
COUNTY OF MONROE.

This day personally appeared before me, the undersigned authority Houston Fowler, Clifton Couch and Ollie J. Sanders, incorporators of the corporation known as the Aberdeen Community Fair 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 Oct. 1936.

(SEAL) R. C. Maynard, NOTARY PUBLIC.
My Commission expires March 28, 1938.

Received at the office of the Secretary of State this the 30th day of Oct. 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.

Jackson, Miss. November 3rd 1936. 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.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of Aberdeen Community Fair is hereby 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 Fourth day of November, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: November 5, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

#7181 W

Be it resolved by the stockholders of Peoples Bank of Indianola, Indianola, Mississippi, that the capital stock of said bank be increased in the sum of $10,000.00 by the issuance of $10,000.00 of preferred stock, making the total capital of Peoples Bank of Indianola, Indianola, Mississippi, $35,000.00, $10,000.00 of which is preferred stock and $25,000.00 common stock, the preferred stock to be divided into 1000 shares of the par value of $10.00 dollars per share;

The holders of preferred stock shall be entitled to receive dividends at the rate of 4½ 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 may be called and retired in whole or in part on the first day of January of any year, at par plus accumulated and unpaid dividends, from the earnings of the bank available for this purpose, provided however that in case less than all of the preferred stock then outstanding shall be called at any time, the same shall be called and retired by mutual understanding and agreement among the preferred stockholders, or, if this mutual understanding and agreement cannot be obtained among the preferred stockholders, then the same shall be called and retired on a pro rata basis, and upon the retirement of the preferred stock a like amount of common stock shall be issued and delivered to the holders of common stock on the same basis and in the same proportion that the common stock is held;

In the event the bank should be placed in voluntary or involuntary liquidation, with preferred stock outstanding, 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 or paramount 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.

Be it further resolved, that the officers proceed to take the necessary action to consumate the amendment of the charter and to increase the capital stock of Peoples Bank of Indianola, Indianola, Mississippi, in the manner and to the extent authorized by the stockholders of the bank.

We, M. W. Swartz, President, and M. A. Moore, Cashier, of Peoples Bank of Indianola, Indianola, Mississippi, do hereby certify that the foregoing is a true and correct copy of resolutions enacted by stockholders of Peoples Bank of Indianola, Indianola, Mississippi, at a meeting thereof, held on the 22nd day of October, 1936, at the Banking House of the said bank in the town of Indianola, Mississippi, such resolutions have been duly recorded in the minutes of Peoples Bank of Indianola, aforesaid.

Witness our signature and seal of said bank this the 23rd day of October, 1936.

M. W. Swartz
President

M. A. Moore
Cashier.

(SEAL)

DEPARTMENT OF
BANK SUPERVISION
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 Peoples Bank of Indianola, Indianola, 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, making the total capital of Peoples Bank of Indianola, Indianola, Mississippi, $35,000.00, $10,000.00 of which is preferred stock and $25,000.00 common stock, the preferred stock to be divided into 1,000 shares, par value of $10.00 per share, and I do hereby approve said amendment.

WITNESS my hand and seal this second day of November, 1936.

M. D. Brett, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 3rd day of November, 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., November 3rd, 1936.

I have examined this Amendment of the charter of incorporation, of Peoples Bank of Indianola, and am of the opinion that is not violative of the Constituion 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 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 Fourth day of November, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: November 6, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7159 W

AMENDMENT TO CHARTER OF INCORPORATION
OF
THE UNITED POULTRY PRODUCERS.

Be it remembered that there was held in the town of Ocean Springs, Jackson County, Mississippi on the 29th day of September, 1936 a meeting of the members of The United Poultry Producers a Corporation Chartered and organized under the State of Mississippi, and domiciled in said town of Ocean Springs at which meeting there was present seventy-nine of the eighty number of members of said Corporation.

The following members who were the duly and regularly elected officers were present in their respective capacities, to-wit:

V. G. Humphrey
PRESIDENT
R. M. Spaulding
VICE-PRESIDENT
H. L. Girot
SECRETARY
R. W. Taylor
TREASUER.

There came on for consideration the question of amending Section 8, the Charter of said Corporation in order that The United Poultry Producers as a Corporation could better serve the purposes for which it was organized and incorporated. The following motion was made by T. Bechtel and seconded by M. A. Wright and after full discussion was unanimously adopted by all members present voting yes, to-wit:

(8) Upon the payment to the Association of the sum of $1.00 each member whether same be an orginal member or one afterwards admitted to the Association, there shall be issued a certificate of membership by the Association. That the members of the Association be divided in the Class A members and Class B members. Class A members to be those members who sell their products through the Association. Class B members to be those who purchase their supplies from and sell their products through the Association, and who pay an agreed percentage on all supplies purchase from and if approved by the Board of Directors the same percentage on their products sold through the Association, also any manufacturer, wholesaler or distributor who sells supplies to the Association paying a percentage agreed on by the directors on supplies sold the Association to create a fund to go to pay for the building and premises to be used and occupied by the Association for carrying on its business. The Association to use and occupy said premises and to hold the same in trust as Trustee for Class B members. The Class B members their heirs, successors or assigns to own the building and premises in propotion to the respective amounts that each Class B member has or may pay towards the purchase price of the building and premises used by the Association for conducting and carrying on of its business, The proper officers of the Association to issue to Class B members a certificate or certificates in amounts of not less than $25.00 from time to time as the said Class B members shall pay towards the purchase of the building and premises in question as herein above provided, this paragraph of the articles of the Association shall not be altered, amended or repeal, except by written concent of the vote of 3/4 of the members.

V. G. Humphrey
PRESIDENT
H. L. Girot
SECRETARY.

I, H. L. Girot, Secretary of the United Poultry Producers a Corporation, do hereby certify that the foregoing is a true and correct copy of the resolution unanimously passed and adopted on September 29th, 1936 at a ~~meeting~~ Special meeting of the members of said Corporation at which meeting there was present and voting 79 members of the total 80 members thereof as the same appears on the Minutes of said meeting of that date.

WITNESS my hand and seal of said Corporation this the 16th day of Oct. 1936.

H. L. Girot, SECRETARY.

STATE OF MISSISSIPPI,
COUNTY OF JACKSON.

This day personally appeared before me the undersigned authority within and for the State and County of fore said V. G. Humphrey and H. L. Girot who being by me duly sworn on oath say that they are Pres., Sect., of The United Poultry Producers Corporation and that as such President and Secretary they sign and execute the above and foregoing and certify that the same is a true and correct copy therefore passed and adopted by the members of The United Poultry Products at a meeting of said members held on the 29th day of Sept. 1936.

V. G. Humphrey
H. L. Girot

SWORN to and subscribed before me this 21 day of Oct. 1936.

(SEAL)

L. M. McClure, NOTARY PUBLIC.
My Commission expires Aug. 28, 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 attached amendment to the charter of the United Poultry Producers, domiciled at Ocean Springs, Mississippi, was filed in my office, in accordance with the provisions of Section 4106 of the 1930 Mississippi Code, on October 23rd, 1936, and was pursuant to the provisions of Article 2, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 23rd day of October, 1936, and same was recorded in this office in Record of Incorporations Book No. 36-37, at page 341,

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 5th day of November, 1936.

Walker Wood

(SEAL)

Walker Wood, Secretary of State.

Recorded: November 6th, 1936.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7183 W

The Charter of Incorporation
of

COLUMBIA CREDIT ASSOCIATION

1. The corporate title of said company is Columbia Credit Association.
2. The names of the incorporators are T. E. Carley, post office, Columbia, Mississippi; and M. V. Morgan, post office, Columbia, Mississippi.
3. The domicile is at Columbia, Mississippi.
4. Amount of authorized capital stock and particulars as to class or classes thereof: $2,000.00, all common stock, being twenty 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 are to obtain, compile and distribute and sell for profit information and data as to the financial responsibility and credit standing of, and to make reports for profit on, individuals, firms and corporations, 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: Five shares to be subscribed and fully paid for.

T. E. Carley,
M. V. Morgan.

State of Mississippi,
County of Marion.

THIS DAY personally appeared before me, the undersigned authority in and for said county and state, T. E. Carley and M. V. Morgan, incorporators of the corporation known as Columbia Credit Association, who acknowledged to me that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 6th day of November, A. D. 1936.

(SEAL)

Lee D. Hall,
Notary Public.

RECEIVED in the office of the Secretary of State, this the 7th day of November, A. D. 1936, 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 7th day of November, 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 Columbia Credit Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 9th day of November, 1936.

Hugh White,
Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: November 10, 1936.

This corporation dissolved and its charter surrendered to the
State of Mississippi by a decree of the chancery of Marion
County, Mississippi, dated 12/17/1948.
Certified copy of decree filed in
this office, this December 18 1948.
Peter Salmony, Jr. Secretary of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7161 W

THE CHARTER OF INCORPORATION
OF
THE MERCHANTS CREDIT ASSOCIATION OF CLARKSDALE, MISSISSIPPI, INCORPORATED.

The corporate title of said corporation shall be The Merchants Credit Association of Clarksdale, Mississippi, Incorporated.

The names and postoffice addresses of the incorporators are: J. F. Brown, postoffice address, Clarksdale, Mississippi; R. E. Bobo, postoffice address, Clarksdale, Mississippi; F. H. Cannon, postoffice address, Clarksdale, Mississippi.

The capital stock shall consist of five hundred (500) shares of common stock without nominal or par value.

The sale price per share of said capital stock shall be fixed by the board of directors at an amount not to exceed Five Dollars per share.

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

The purpose for which the corporation is created shall be to acquire, hold, use and dispose of, and deal generally in credit reporting bureaus, agencies, associations, collection agencies and other businesses in connection therewith or in any way related thereto; to carry on and engage in general credit reporting and/or collection business or service in any way connected therewith or related thereto; to acquire, sell, contract with respect to and otherwise deal generally in credit reports and other reports of any character whatever, and any and all service of whatsoever description to and with its susscribers, stockholders, members, other associations of like character and/or the public generally; to buy, sell and deal generally in and with accounts, choses in action, rights and property of every character.

And to do and perform and exercise all other acts not contrary to law, in addition to the above, as conferred by the provisions of Chapter 100 of the Mississippi Code of 1930.

The amount of capital stock necessary to be subscribed and paid for before the said corporation shall commence business shall be five hundred shares.

In testimony whereof the above named incorporators have hereunto set their hands on this the 29th day of October, 1936.

J. F. Brown
R. E. Bobo
F. H. Cannon
Incorporators.

State of Mississippi
Coahoma County.

Before the undersigned Notary Public, within and for the county and state aforesaid, this day personally appeared the above and within named J. F. Brown, R. E. Bobo and F. H. Cannon, incorporators as aforesaid, who each severally acknowledged that they signed, sealed and delivered the foregoing instrument of writing on the day and year therein named as their voluntary act and deed, and for the uses, purposes and objects therein named and set forth.

Given under my hand and official seal this the 29th day of October, 1936.

(SEAL)

Rodney Brooks, Notary Public.

Received at the office of the Secretary of State, this the 6th day of November, 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.,
November 6, 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 Merchants Credit Association of Clarksdale, Mississippi, Incorporated is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Sixth day of November, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: November 6, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

No. 7187 W.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 DEC 12 1937

Amendment to the Charter of Incorporation
of

BENTONITE PRODUCTS, INC.

The charter of incorporation of Bentonite Products, Inc., a corporation, is hereby amended by changing the name of said corporation to "Pearl River Clay Co.", and the caption or title and Section 1 of said charter is hereby amended so as to read as follows:

"The Charter of Incorporation of Pearl River Clay Co.

1. The corporate title of the said Company is PEARL RIVER CLAY CO."

Witness the signature of Victor T. Mather, President of Bentonite Products, Inc., and the seal of said corporation hereunto affixed, this the 9th day of October, A. D. 1936.

(SEAL)

Victor T. Mather,
President

State of Mississippi,
Pearl River County:

This day personally appeared before me, the undersigned authority in and for said county and state, Victor T. Mather, President of Bentonite Products, Inc., a corporation, who acknowledged that he signed, sealed and executed the above and foregoing amendment to the charter of incorporation of Bentonite Products, Inc., a corporation, as such President of said corporation.

Given under my hand and official seal this the 9th day of October, A. D. 1936.

(SEAL)

J. E. Stockstill,
Notary Public In Pearl River County.
Com. Exp. 5-12-1938.

Amendment to Charter of Incorporation by Act of Legislature Laws of 1934 Chapter 121 Approved April 27, 1934 Filed in Office of Secretary of State April 27, 1934 Walker Wood Secretary of State

Resolution of stockholders of Bentonite Products, Inc., adopting and approving Amendment to Charter of Incorporation by changing corporate name of said corporation from Bentonite Products, Inc., to "Pearl River Clay Co."

"On proper motion being duly made and seconded, the following resolution was unanimously adopted:

Be it resolved that the name of the corporation be changed from Bentonite Products, Inc., to "Pearl River Clay Co.", and that the caption or title and Section 1 of said charter be amended to raad as follows, to-wit:

"The charter of incorporation of Pearl River Clay Co.

1. The corporate title of the said company is Pearl River Clay Co."

and that the proposed amendment be and the same is hereby adopted and approved, and that Victor T. Mather, President of said corporation, be ahd he is hereby authorized to execute said amendment and to make all necessary steps to procure said amendment ti the charter of said corporation."

I, Mrs. A. R? Lacey, Secretary of Bentonite Products, Inc., a corporation, do hereby certify that the above and foregoing is a true and correct copy of a resolution passed by the stockholders of said corporation at a special meeting of said corporation, held on October 9, 1936, at which meeting all of the stockholders of said corporation were present, either in person or by written proxy, and that said resolution was promptly entered upon the minutes of said meeting.

Given under my hand and seal of said corporation this the 9th day of October, A. D. 1936.

(SEAL)

Mrs. A. R. Lacey,
Mrs. A. R. Lacey, Secretary of Bentonite Products, Inc.

Received at the office of the Secretary of State, this the 10th day of November, 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,
November 10, 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 Pearl River Clay Co., (formerly Bentonite Products, Inc.) is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Tenth day of November, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: November 12, 1936.

This corporation suspended by order of State Tax Commission dated February 1, 1960. Copy filed in this office this February 3, 1960.

Heber Ludnes
Secretary of State

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

No. 7186 W

The Charter of Incorporation of

DELTA FARMS, INCORPORATED.

I. Know all men by these presents that we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Mississippi, and we do hereby certify that the corporate title of said Company shall be and is Deltax Farms, Incorporated.

II. The names and postoffice addresses of the incorporators are: H. E. Dean, Tribbett, Mississippi; J. M. Dean, Tribbett, Mississippi; H. K. Gardner, Tribbitt, Mississippi; G. A. Brown, Tribbett, Mississippi; W. E. Hammett, Tribbett, Mississippi; Cameron C. Dean, Tribbett, Mississippi; W. L. Dean, Tribbett, Mississippi.

III. That the principal place of business and office of said corporation is to be in the town of Tribbett, in the county of Washington, and State of Mississippi.

IV. The amount of authorized corporate stock shall be and is $35,000.00 of three hundred fifty (350) shares of common stock of the par value of $100.00 each.

V. The period of existence shall be fifty (50) years unless sooner dissolved, as provided by law.

VI. The purposes for which this corporation is created are: To own, buy, sell, lease, rent, mortgage, pledge, or otherwise encumber, improve, develop, operate, use, or otherwise deal in farm lands, and any and all other kinds of real property, as well as good, wares, merchandise, and any and all other personal property of every kind, charcacter and description, whether situate within or without the State of Mississippi; to borrow money and execute evidences of indebtedness therefor, and to secure the same by incumbering, pledging or hypotecating any assets owned by the corporation, all to the same extent, purpose and effect as natural persons might or could do.

To make, enter into, carry out and perform contracts of every sort, kind and character with any person, firm, association, joint stock company, corporation, public or private, municipal, or body politic, and with the Government of the United States, or any other contract that might be made and entered into by private citizen, or natural person.

To own, buy, sell, lease, rent, mortgage, pledge or otherwise encumber, improve, develop, operate, use of otherwise deal in the operation of a cotton gin or gins, and to otherwise engage in the cotton ginning business.

To exercise any right or power incident to a farm or a farming operating company, and the general planting and mercantile business; and to own and operate, buy, sell, develop, lease, mortgage, or otherwise engage in the general sawmill business, and to exercise any other powers which may be exercised by a private citizen or natural person in the general farming business.

To exercise the above and foregoing powers and privileges to the same extent as a natural person or private citizen might or could do, except, of course, as restricted by Section 4150 of the 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 of the Mississippi Code of 1930.

VII. The number of shares to be subscribed and paid for at the commencement of the operation shall be seventy (70) shares at One Hundred Dollars ($100.00) per share cash of the common stock of the par value of $100.00 per share.

Witness our signatures of the parties hereto, on this the 7th day of November, A. D. 1936.

H. E. Dean,
J. M. Dean,
H. K. Gardner,
G.A.Brown,
W.E.Hammett,
Cameron C. Dean,
W. L. Dean.

State of Mississippi,
County of Washington.

This day personally appeared before me, the undersigned authority within and for the state and county aforesaid, H. E. Dean, J. M. Dean, G. A. Brown, W. E. Hammett, Cameron C. Dean, and W. L. Dean, six of the incorporators of the corporation known as Delta Farms, Incorporated, who acknowledged that they signed, executed and delivered the above and foregoing Charter of Incorporation as their voluntary act and deed on the day and date therein mentioned.

Given under my hand and official seal, on this the 7th day of November, A. D. 1936.

(SEAL) H. K. Gardner, Notary Public.

State of Mississippi,
County of Washington.

This day personally appeared before me, the undersigned authority within and for the state and county aforesaid, H. K. Gardner, one of the incorporators of the corporation known as Delta Farms, Incorporated, who acknowledged that he signed, executed and delivered the above and foregoing Charter of Incorporation as his voluntary act and deed on the day and date therein mentioned.

Given under my hand and official seal, on this the 7th day of November, A. D. 1936.

(SEAL) S. F. Carr, Notary Public.

Received at the office of the Secretary of State, this the 10th day of November, A. D. 1936, together with the sum of Eighty Dollars ($80.00) 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 the State of Mississippi, or of the United States.

Done in the office of the Attorney General of the State of Mississippi, at Jackson, Mississippi, on this the 12th day of November, 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 Delta Farms 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 ~~approved~~ affixed, this 12th day of November, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: November 14, 1936.

This Corporation dissolved and its charter surrendered to the State of Mississippi by decree of Chancery Court of Washington County, Mississippi, dated July 15, 1939. Certified Copy of said decree filed in this office this July 17, 1939. Walter Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment of correction to Articles of Incorporation of

THE CITIZENS SAVINGS BANK
of Magnolia, Mississippi
Magnolia, Pike County, Mississippi

Whereas, heretofore on the 16th day of February, 1935, the stockholders of the Citizens Savings Bank of Magnolia, Mississippi, Magnolia, 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 defeets in said Amendments or in the corporate proceedings connected therewith, all actions taken by the stockholders, officers and agents of this Bank in authorizing the issuance of Preferred Stock and in causing said amendments adopted February 16, 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 16th day of February, 1935, the Articles of Incorporation as amended, be amended as follows:

1. By numbering as "Article 5", the article inserted in the Charter by Resolved Second of said Preferred Stock amendment relative to the Board of Directors;

2. By numbering as "Article 4", of the charter, the article inserted therein by Resolved Third of said preferred stock amendment, designated "(1) Amount, classes, and shares of capital stock."

3. By numbering as "Article 8" of the Charter, the article inserted therein by Resolved Third of said Preferred Stock Amendment, designated "(a) Officers." inserted

4. By numbering as "Article 9" of the Charter, the article/therein by Resolved Third of said Preferred Stock Amendment, designated "special meetings of shareholders."

At a special meeting of the shareholders of the Citizens Savings Bank of Magnolia, Mississippi, Magnolia, Mississippi, held on the 30th day of January, 1936, the same being an adjourned meeting of the special meeting held on December 31, 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 preferred stock shares outstanding and at least two-thirds of the total number of shares of common stock outstanding.

Total number of shares of preferred stock outstanding.....320
Total number of shares of preferred stock represented at the meeting.....320
Total number of shares of preferred stock voted in favor of the resolution..320
Total number of shares of preferred stock voted against the resolutions.....NONE
Total number of shares of common stock outstanding.....150
Total shares of common stock represented at the meeting.....132
Total number of shares of common stock voted in favor of the resolutions....132
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.

A. T. Leggett, Vice-President.

(SEAL OF BANK)

Subscribed and sworn to before me this 6th day of November, A. D. 1936.

C. M. Piggott, Notary Public.

(SEAL OF NOTARY)
Notary Public
My commission expires June 5th, 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 Citizens Savings 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 9th day of November, 1936.

M. D. Brett, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 9th day of November, 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., November 10th, 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 Citizens Savings 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 Fourteenth day of November, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: November 16th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

Suspension set aside 10/26/1938 under Provision Section 16 chapter 121 Laws of 1934 Walker Wood Sec'y of State 10/26/1938

TUCKER PRINTING HOUSE JACKSON MISS

Issued by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 10/13/41

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

OCT 12 1938

No. 7188 The Charter of Incorporation of

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1. The corporate title of said company is Berry Motor Company.

2. The names of the incorporators are:T. M. Berry, postoffice, Shaw, Mississippi; C. R. Berry, postoffice, Benton, Mississippi; T. M. Berry, Jr., postoffice, Shaw, Mississippi; W. H. McAtee, postoffice, Shaw, Mississippi; C. H. Graeber, postoffice, Kannapolis, North Carolina; K. E. Brister, postoffice, Yazoo City, Mississippi.

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

4. Amount of capital stock and particulars as to class or classes thereof: Two Hundred Thousand Dollars, all common stock.

5. Number of shares for each class and par value thereof: Eight Thousand Shares of the par value of twenty five 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 purchase or acquire the letters patent in the United States of America, granted to T. M. Berry, of Shaw, Mississippi, covering the manufacture of a ball crank engine, and the apparatus and machinery therefor, dated September 29th, 1936, Number 2,056,088, and any subsequent improvement or improvements in and upon the said manufacture, appratus and machinery which may be invented by the said T. M. Berry, pending applications therefor, and all extensions of the said letters patent or any of them, and any other letters patent which may hereafter be granted to the said T. M. Berry by the United States of America, or by the government of any country whatsoever, either in respect of the inventions comprised in the hereinbefore mentioned letters patent or any of them, or any such further inventions or improvements as before mentioned, and all extensions with reference thereto, respectively; to carry on the business of a manufacturer of engines and motors; to acquire by purchase or otherwise for the business of the company in the state of Mississippi or elsewhere lands or buildings, mills, plants, machinery, patents, patent rights, secret processes, or other things, and to erect and maintain, or reconstruct and adapt, buildings, mills, plants, machinery and other things found necessary or convenient for the purposes of the company; to obtain letters patent or similar privileges in this or any other country for any invention in connection with the company's manufacture or business; to sell, lease, or otherwise dispose of the lands, buildings, plant, property and effects of the company; to sell the patents, patent rights, or secret processes to be acquired by the company, or any of them, and to grant licenses to use the same to any person or persons, company or companies.

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 thousand eighty shares of the par value of twenty five ($25.00) Dollars each.

T. M. Berry, M. D.,
T. M. Berry, Jr.,
C. R. Berry,
W. H. McAtee,
C. H. Graeber,
K. E. Brister, Incorporators.

Acknowledgment.

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority T. M. Berry, T. M. Berry,Jr., and C. R. Berry, incorporators of the corporation known as the Berry Motor 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 October, 1936.

H. V. Watkins, Jr., Notary Public.
My commission expires 8-28-39.

(SEAL)

State of Mississippi,
County of Yazoo.

This day personally appeared before me, the undersigned authority, K. E. Brister, incorporator of the corporation known as the Berry Motor 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 November, 1936.

Ethel North, Notary Public.

(SEAL)

State of Mississippi,
County of Bolivar.

This day personally appeared before me, the undersigned authority, W. H. McAtee, incorporators of the corporation known as the Berry Motor Company who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 15th day of October, 1936.

N. R. Allen, Notary Public.

(SEAL)

State of North Carolina,
County of Cabarrus.

This day personally appeared before me, the undersigned authority C. H. Graeber, incorporators of the corporation known as the Berry Motor Company 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 October, 1936.

B. A. Fisher, Notary Public.
My commission expires June 15th, 1939.

(SEAL)

Received at the office of Secretary of State, this the 11th day of Nov. A. D. 1936, together with the sum of $410.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.
Jackson, Miss., November 12th, 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 Berry 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 12th day of November, 1936.

Hugh White, Governor.

By the Governor, Walker Wood, Secretary of State.

Recorded: November 14th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Incorporation
of
FARMERS GINNING ASSOCIATION
(A.A.L.)
Belzoni, Mississippi

We, the undersigned, all of whomare 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 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 Ginning Association, (A.A.L.)

ARTICLE II. The domicile of the association shall be at Belzoni, Humphreys County, Mississippi.

ARTICLE III. The period of existence of the association shall be 50 years from date hereof.

ARTICLE IV. The association shall be organized and operated under Article I of Chapter 99 of the Mississippi Code of 1930 and amendments thereto.

ARTICLE V. 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 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 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 VII. Section 1. The authorized capital stock of the association shall be $40,000.00, of which the sum of $35,000.00 shall be preferred stock divided into 1400 shares of a par value of $25.00 each and $5,000.00 shall be common stock divided into 500 shares of a par value of $10.00 each.

Section 2. All outstanding stock shall bear non-cumulative dividends, not exceeding eight 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 eight per cent dividend thereon and no distribution shall be made on a patronage basis until the holders of common stock have received a eight 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 ~~power~~ 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 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 testimony whereof, we each have hereunto set our hands in duplicate, this 10th day of November, 1936.

J. W. McClintock,
W. B. Powell,
G. M. Selden,
G.T.McClintock,
S. K. Day,
J. M. Powell,
Zid P. Hendricks,
J.W.McClintock,Jr.
S.R.McClintock,
L.P.Hollingsworth.

State of Mississippi,
County of Humphreys.

Before me, the undersigned authority competent to take acknowledgements, personally appeared the within named:J. W. McClintock, G. T. McClintock, J. M. Powell, S. R. McClintock, W. B. Powell, S. K. Day, Zid P. Hendricks, L. P. Hollingsworth, G. M. Selden, J. W. McClintock, Jr., who then and there acknowledged that they signed and delivered the foregoing instrument of writing in duplicate as theur free act and deed on the 10th day of November, 1936.

Given under my hand and seal this 10th day of November, 1936.

(SEAL)

Robert Prickett, Notary Public.
My commission expires March 3rd, 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 Farmers Ginning Association (A.A.L.), Belzoni, 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 November, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-36, at page 348, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this 17th day of November, 1936.

(GREAT SEAL)

Walker Wood
Walker Wood, Secretary of State.

Recorded
November 17, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

No. 7189 W.
State of Mississippi,
Scott County.

Now comes the Morton Motor Company and, pursuant to resolution adopted at the meeting of the stockholders of said corporation, held on the 7th day of November, 1936, at the office of said corporation in the Town of Morton, Miss., at which more than a majority of the stockholders of said corporation were in attendance and adopted the said resolution by unanimous vote of said stockholders, and amends its charter of incorporation in manner and form as follows, to-wit:

"4. Amount of capital stock and particulars as to class or classes thereof: twenty-five thousand dollars, being evidenced by 250 shares of common stock of the par value of $100.00 each.

5. Number of shares for each class and par value therepf: 250 shares of common stock of the par value of $100.00 each."

Wherefore said corporation prays that the said charter thereof be amended in the manner and form as above set forth.

MORTON MOTOR CO., Inc.
By Jack E. Lee, President.
By A. P. Lindsey, Secretary.

(SEAL)

State of Mississippi,
Scott County.

Before me, the undersigned lawful authority herefor within and for said county, this day personally appeared Jack E. Lee, President, and A. P. Lindsey, Secretray, respectively, of Morton Motor Company, who severally acknowledged to me that they, as the stated officers of corporation, signed the name of, and for and in behalf of, said corporation, the foregoing amendment to the charter of incorporation, of the Morton Motor Company, this the 12th day of November, A. D. 1936.

(SEAL)

Wm. G. Walter, N. P.

Secretary's Minutes.

Name Morton Motor Co., Inc.,
Minutes of Special Stockholders meeting held by order of Jack E. Lee at their office on the 7th of November, 1936.

The meeting was called to order by Jack Lee and on roll call the following stockholders were represented: Jack E. Lee 16½ shares; Percy Gordy 16½ shares; William G. Walter 16½ shares, James Agnew 16½ shares; A. P. Lindsey 16½ shares; Paul Lee (By proxy Jack Lee) 16½ shares.

The minutes of previous meeting were read for correction. No corrections necessary the minutes stood as read.

President Jack E. Lee explained to the stockholders the needs for additional capital to take care of the expansion of our business. As the need for additional capital was apparent a motion was entered by William G. Walter to amend our charter to increase the capital stock from ten thousand dollars to twenty-five thousand dollars. This motion was duly seconded by James Agnew, a ballot was made and the following voted for the amendment: Jack E. Lee 16½ shares; Percy Gordy 16½ shares; William G. Walter 16½ shares; James Agnew 16½ shares; A. P. Lindsey 16½ shares; Paul Lee (by proxy Jack Lee) 16½ shares. Against the motion: NONE.

The ballot being favorable for the amendment the secretary was authorized to take the necessary actions to secure the amendment to the charter and the following resolutions were offered:

Resolved that whereas the Morton Motor Company Incorporated in the month of February, 1934, with the authorized capital stock of ten thousand dollars and that nine thousand hine hundred dollars of the aforesaid authorized amount has been paid in and that in view of the growth of the company and the increased amount of business it is necessary that the capital structure be strengthened, and that in order to do so the charter of incorporation will have to be amended. Now therefore be it resolved that the charter of incorporation be amended to increase the authorized capital stock from ten thousand dollars to twenty-five thousand dollars.

Read, approved and adopted at the special stockholders meeting held November 7, 1936.

There being no further business to come before the stockholders meeting a motion was entered and duly seconded to adjourn.

Minutes read, approved and adopted.

The foregoing pages 1 & 2 contain a true and correct transcript of the minutes of the meeting therein mentioned. Dated Nov. 9, 1936.

Signed A. P. Lindsey, Secretary.
Jack E. Lee, President.

Received at the office of the Secretary of State, this the 13th day of Nov. 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., November 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 Morton Motor Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirteenth day of November, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: November 14, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporatibn of

SAGO PLANTATION, INCORPORATED.

1. The corporate title of said company shall be "SAGO PLANTATION, INCORPORATED."
2. The names and post office addresses of the incorporators are: H. E. Dean, Post Office, Tribbette, Mississippi; R. S. Porter, Post Office, Leland, Mississippi; C. O. Dean, Post Office, Leland, Mississippi.
3. The domicile of the corporation is Leland, Washington County, 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 is $45,000.00.
5. The sales price per share, if desired, of stock without par value and authority for the Board of Directors to fix ar change such sales price, if such authority be desired; all stock shall be common stock of par value of $100.00 per share.
6. The period of existence, not to exceed 50 years; is fifty years.
7. The purposes for which the corporation is created, not contrary to law, including a statement that the rights and powers may be exercised by said corporation in addition thereto are those conferred by the provisions of this chapter;

The purposes for which created are: to engage in and conduct a general planting, trading, and mercantile business, and to own, buy and sell any and all kinds of real and personal property, and to exercise all the powers conferred by Chapter 100 of the Mississippi Code of 1930, and laws amendatory thereof, provided, however, that it is not the purpose of the said company, and it will not cultivate more than 10,000 acres of land in any one year, unless hereafter permitted by law so to do.

8. The number of shares of each class of stock necessary to be subscribed and paid for before the corporation shall commence business, is $18,000.00.

Witness our signatures this 5th day of November, 1936.

H. E. Daen,
R. S. Porter,
C. O. Dean.

State of Mississippi,
Washington County.

and state

Before me the undersigned authority at law in and for the county/aforesaid, personally appeared H. E. Dean, R. S. Porter and C. O. Dean, who each acknowledged that they signed the foregoing Charter on the day and year and for the purpose therein stated.

Given under my hand and official seal this 5th day of November, 1946.
(SEAL)

H. C. Crosby, Notary Public.

Received at the office of the Secretary of State this 13th day of November, 1936, together with the sum of $85.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi, November 17, 1936.

I have examined the attached Charter of Incorporation of Sago Plantation, 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 Sago Plantation, Incorporated, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Eighteenth day of November, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded November 18, 1936.

This corporation dissolved and its charter surrendered to the State of Mississippi by decree of the chancery ct. of Washington County, Miss. Office this Jan. 29, 1952. Certified copy of said decree filed in this office. Walker Wood, Secy. of State. By Ethel Lackner

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7193 W

THE CHARTER OF INCORPORATION OF FORREST OIL COMPANY, INC.

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

George T. Houston Postoffice Memphis, Tennessee
Horace K. Houston Postoffice Memphis, Tennessee
Philip D. Houston Postoffice Memphis, Tenneee

3. The domicile is at Cleveland, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: $1,000.00, divided into one thousand (1,000) shares, par value One ($1.00) Dollar each, all co-equal.
5. Number of shares for each class and par value thereof: One thousand (1,000) shares, common stock, One Dollar ($1.00) per share.
6. The period of existence is fifty (50) years.
7. The purpose for which it is created: To mine, dig for or otherwise obtain from the earth petroleum, rock or carbon oils, natural gas, other volatile mineral substances and salt; to manufacture, refine, prepare for market, buy, sell and transport the same in the crude or refined condition; to acquire, own, hold, sell, assign and otherwise deal in gas and oil lands, leaseholds and other interests in real estate, and gas, oil and other rights; to construct and maintain conduits and lines of tubing and piping for the transportation of natural gas or oil for the use of said corporation and for sale to purchasers from said corporation; to transport such oil and gas by means of such pipes, tank cars or otherwise, and to sell and supply the same to others; to lay, buy, lease, sell and operate pipes, pipe lines and storage tanks to be used for the purpose of transporting and storing oil and gas and of doing a general pipe line and storage business; to construct and maintain gas wells, oil wells, salt wells and refineries, and to buy, sell and deal in gas, oil and salt; to construct and maintain all railways, tramways, telegraph and telephone lines necessary or convenient in the prosecution of the business of the company; to cut, manufacture and sell timber from the lands of the company; to obtain and prepare for market such other valuable minerals or materials as may be discovered in developing the lands of the company; to carry on in connection with any or all of said purposes the business of buying and selling goods, wares and merchandise; and to do and transact all business properly connected with or incidental to any or all of said objects and 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 thousand (1000) shares.

George T. Houston
Philip D. Houston
Horace K. Houston
Incorporators.

STATE OF TENNESSEE)
COUNTY OF SHELBY)

This day personally appeared before me, the undersigned authority, George T. Houston, Philip D. Houston and Horace K. Houston, incorporators of the corporation known as FORREST 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 16th day of November, 1936.

(SEAL)

Ernest R. Prow, NOTARY PUBLIC
My Commission expires: Jan. 17th, 1937.

Received at the office of the Secretary of State this the 17th day of November, 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,
November 17, 1936.

I have examined the attached Charter of Incorporation of Forrest Oil 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 Forrest 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 Eighteenth day of November, 1936.

By the Governor

Hugh White
GOVERNOR

Recorded: November 19th, 1936.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the chancery Court of Bolivar County, Mississippi, dated July 6, 1942. Certified Copy of said decree filed in this office, this July 8, 1942.
Walter Wood, Secretary of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Certiticate of Incorporation of NORTH EAST MISSISSIPPI ELECTRIC POWER ASSOCIATION

East

We, the undersigned, incorporators of the North/Mississippi Electric Power Association, being natural persons and residents of the territory in which the operations of the corporation are principally to be conducted and desirous of using electric energy to be furnished by the corporation, hereby execute this certificate of incorporation of said corporation.

1. Name: The name of the corporation shall be North East Mississippi Electric Power Association.

2. Territory: The operations of the corporation shall be principally conducted in the following counties of the State of Mississippi: Lafayette, Marshall, Pontotoc, Union. The corporation will serve the communities and towns of Abbeville, Taylor, Tula, Yoccona, Lafayette Springs, Waterford, Bethlehem, Cornersville, Glenfield, Darden, Etta, Enterprise, Pinedale, Harrigan, and Thaxton; all the aforesaid counties, and such other territory as the corporation may deem advisable from time to time by complying with Chapter 184, Section 19 of the General Laws of 1936 for the State of Mississippi.

3. Principal Office: The location of the principal office of the corporation, and the Post Office address thereof, shall be Oxford, Mississippi.

4. Number of Directors: The number of directors shall be determined as provided in the By-Laws. This number shall not exceed twenty and shall not be less than three.

5. Directors for First Year: Dr. C. S. Wilkins, Abbeville, Mississippi; Mr. D. T. Mitchell, Taylor, Mississippi; J. C. Laws, Potts Camp, Mississippi; W. J. Hogan, Oxford, Mississippi, R.F.D.; J. B. Bryant, Myrtle, Mississippi; D. L. Hooker, Thaxton, Mississippi; L. V. Owens, Thaxton, Mississippi; Harvey Davis, Tula, Mississippi; L. E. Gafford, Etta, Mississippi; J. C. Miller, Waterford, Mississippi; W. D. Heddleston, Oxford, Mississippi, R.F.D.; Joe E. Owens, New Albany, Mississippi, Route 4.

6. Duration. The duration of the corporation shall be ninety nine years.

7. Membership: (a) The terms and conditions upon which persons shall be admitted to membership in the corporation are as follows: A person desiring to become a member of this corporation shall make application to the Board of Directors in writing for membership and, upon approval by the Board of Directors, or by such officer or officers of the corporation as may be designated by the Board of Directors, shall become a member of the corporation. No person shall become or remain a member of the corporation unless such person shall use electric energy supplied by the corporation and shall have complied with the provisions of this Certificate of Incorporation and the By-Laws and shall have agreed to abide thereby and by any amendment, thereto; and unless such person shall have paid a membership fee to be fixed by the By-Laws of the Corporation, but not to exceed Ten Dollars ($10.00). Any person who shall agree to use energy supplied by the corporation from an existing line or from a line the construction of which has been authorized or commenced by the corporation may be admitted to membership in the corporation prior to such use upon complying with the other terms and conditions with respect to membership contained in this Certificate of Incorporation or in the By-Laws. The Board of Directors shall have power to determine in what circumstances and under what conditions more than one membership must be held by one person. (b) The interest of each member shall be equal to that of every other member and no member of this corporation shall have any greater voice, vote, or privilege in this corporation than any other member.

8. Purposes: The purposes of the corporation shall be to promote and encourage the fullest possible use of electric energy in the State of Mississippi by making electric energy available to the inhabitants of the State at the lowest cost consistent with sound ecomomy and prudent management of the business of the corporation and shall include all purposes required and authorized by Chapter 184 of the General Laws of the State of Mississippi, including amendments thereto subsequent to the date hereof, without in any manner restricting or limiting the foregoing, the purposes of the corporation shall include the following: To generate, manufacture, purchase, acquire, accumulate, transmit, distribute, sell, furnish and dispose of electric energy and to construct, erect, purchase, lease and in any manner acquire, own, hold, maintain and operate and sell, lease, exchange, mortgage, and in any manner dispose of plants, works, machinery, equipment, supplies and transmission and distribution lines or systems, used or useful in connection with any of the foregoing. To acquire, own, hold, exercise and, to the extent permitted by law, to pledge, hypothecate and in any manner dispose of franchises, rights, privileges, licenses, and easements necessary, useful or convenient for carrying out any of the purposes of the corporation: To purchase, lease and in any manner acquire, own, hold, maintain, sell, lease, exchange, mortgage, pledge and in any manner dispose of any and all real and personal property which may be necessary, useful or convenient for, or in connection with, the generation, acquisition, accumulation, sale, transmission, distribution or use of electric energy: To purchase, acquire, sell, lease, distribute and generally to deal in appliances, apparatus, machinery and equipment using electric energy, for the purpose of and in connection with the promotion of the sale of electric energy to its customers; to assist its customers to purchase or otherwise obtain such appliances, apparatus, machinery and equipment; to assist its customers to wire their premises and to install therein such appliances, apparatus, machinery and equipment; and to purchase, acquire, endorse, sell, pledge, hypothecate and dispose of notes, bonds, and other obligations of its customers in carrying out the purposes expressed in this paragraph: To borrow money, to make and issue notes, bills of exchange, bonds, debentures and other evidences of indebtedness, secured or unsecured, for money borrowed or in payment for property acquired, or for any of the other objects or purposes of the corporation; to secure the payment of such bonds, debentures, notes or other evidences of indebtedness by mortgage or mortgages, or deeds of trust upon or by the pledge of or other lien upon, any or all of the property, rights, privileges, or franchises of the corporation, wheresoever situated, acquired or to be acquired; To do all such acts and things as may be useful, necessary or convenient for the foregoing purposes or any of them.

9. Powers: The corporation shall possess and be authorized to exercise and enjoy all of the powers, rights, and privileges granted to or conferred upon corporations of the character of the corporation by the laws of the State of Mississippi now or hereafter in force.

10. Forfeiture of Charter: The corporation shall have no right, power or authority to manufacture, sell, keep for sale, or otherwise dispose of, or store, warehouse, deliver, or transport any prohibited liquors or beverages, or to be in any wise concerned in the traffic therein and if the corporation shall do or perform any act of violation of this provision it shall forfeit its charter, the forfeiture may be declared in a suit brought against the corporation in a court of competent jurisdiction in quo warranto if any person or officer wishes to bring such suit.

Witness our hands and seals this 17 day of November, 1936.

Dr. C.S.Wilkins,	Harvey Davis,
H. B. Bryant,	J. C. Laws,
Joe E. Owens,	W. J. Hogan,
D. T. Mitchell,	L. E. Gafford,
W.D.Hedleston,Jr.	J. C. Miller.

State of Mississippi, Lafayette County.

I, Pauline Hickey, a Notary Public in and for Lafayette County, State of Mississippi, hereby certify that C. S. Wilkins, D. T. Mitchell, J. C. Laws, W. J. Hogan, J. B. Bryant, Harvey Davis, L.E.Gafford, J.C.Miller, W.D.Hedleston,Jr., Joe E. Owens, whose names are signed to the foregoing certificate of Incorporation, and who are known to me, acknowledged before me on this day that, being informed of the contents of the said Cetificate of Incorporation, each executed the same voluntarily on the date the same bears date. Given under my hand and seal of office this 17 day of November, 1936.

Pauline Hickey, Notary Public.

(SEAL) My commission expires April 11, 1940.

Received at the office of the Secretary of State, this the 20th day of November, 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., November 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 North East Mississippi 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 Twentieth day of November, 1936.

Hugh White, Governor.

By the Governor, Walker Wood, Secretary of State.

Recorded: November 23, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7182 W

CHARTER OF INCORPORATION OF INTERSTATE BANANA DISTRIBUTING COMPANY

First: The corporate title of this corporation is Interstate Banana Distributing Company.
Second: The names and post office addresses of the incorporators are:

NAME	ADDRESS
Geo. M. Rittiner	Algiers, Louisiana
Jas. P. Selph	Algiers, Louisiana
J. R. Dent	Gulfport, Mississippi

Third: The domicile of the corporation is Gulfport, Harrison County, Mississippi.
Fourth: The total authorized capital stock of this Corporation is hereby declared to be Five Thousand ($5000.00) Dollars.
Fifth: Said capital stock shall and is hereby declared to be non par common capital voting stock but the value of the stock is fixed at One ($1.00) Dollar per share.

(a) Each share of the issued capital stock shall entitle the holder of record thereof, to one (1) vote per share,

(b) The Directors shall have power in their discretion to declare and pay dividends out of the net earnings of the Corporation to the said Common Capital Stock on such basis and for such amount as shall be determined by the Board of Directors, pursuant to the By-Laws of the Corporation.

(c) In case of liquidation or dissolution of the Corporation, any surplus assets remaining after the payment of corporate liabilities, shall be divided equally between the holders of the said Common Capital Stock in relation to the number of shares issued to each of said Stockholders.

(d) The Corporation may pay dividends from the net profits arising from patent rights, trade mark rights, copyrights, mineral weels and other assets commonly known as wasting assets, without deduction for depreciation or depletion of assets thereby sustained.

Sixth: The period of existence shall be fifty (50) years.
Seventh: The amount of paid in capital with which the Corporation shall begin business is Five Thousand ($5,000.00) Dollars.

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 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 domestic (U. S. Grown) and other frutis, vegetables, foods and food products of every kind and nature; to acquire by purchase, lease, to handle on consignment for their own account or account of others, 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.

To acquire by purchase or otherwise, build, own, amange, operate, sell, exchange lease, charter, 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 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, mortage 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 acquire the good will, rights and property and to undertake the whole or any part of the assets and liabilties of any person, firm, association or corporation, except competing corporations, to pay for the same in cash, the stock of this company, bonds or otherwise; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

To guarantee, purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of indebtedness created by other corporations 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 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 other obligations and to secure the same by mortgate, pledge, deed of trust or otherwise.

To have one or more offices and to conduct any or all of its operatings and business and to promote its objects within or without the State of Mississippi, without restriction as to place or amount.

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

To 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.

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 clauses or paragraphs 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

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by the laws of the State of Mississippi.

Eighth: Without the necessity of action by the shareholders, shares of stock, with or without par value, may be issued by the corporation from time to time, for such consideration as may be fixed from time to time, by the Board of Directors and any and all shares so issued, if the full fixed consideration, whether cash and/or property and/or good will, for such shares has been paid or delivered, shall be deemed full paid stock and not liable to any further call or assessment, and the holder of such shares shall not be liable for any further payment thereon, but at no time shall any shares having a par value be sold for less than par value thereof.

Ninth: Unless and until otherwise provided in the by-laws, all the corporate powers of this corporation shall be vested in and the business affiars 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 un-pledged share of the common stock of the corporation. The directors of the 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 15th. day of January of each year, beginning with January 15th., 1937, 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 whther within or without the State of Mississippi.

The names of the first directors and their postoffice addresses are as follows:

NAME	ADDRESS
Geo. M. Rittiner	Algiers, Lousiana
Jas. P. Selph	Algiers, Lousiana
J. J. Williams	New Orleans, La.
J. R. Dent	Gulfport, Mississippi
Everett G. Lawrence	New Orleans, Louisiana

The above named directors shall serve unto the first annual meeting of the shareholders of this corporation or until their successors have been duly elected and qualified.

Any vacancies for whatever reason occuring in the membership of the Board shall be filled by the remaining directors or director, whether or not constituting a quorum of the Board, at the Board called for that purpose.

Tenth: 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 amy 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:

Geo. M. Rittiner	President
J. R. Dent	Vice President
J. J. Williams	Vice President & Gen. Manager
Jas. P. Selph	Secretary
Everett G. Lawrence	Treasurer.

Eleventh: If at any time this corporation should own wasting assets intended for sale in the ordinary course 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.

Twelfth: 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.

Geo. M. Rittiner
Jas. P. Selph
J. R. Dent

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 29th day of October, 1936.

(SEAL) C. A. Simpson, Notary Public.

STATE OF MISSISSIPPI
HARRISON COUNTY.

Personally appeared before me, the undersigned authority in and for said Parish and State, James P. Selph and George M. Rittiner, who acknowledged that they signed, executed and delivered the foregoing instrument on the 29 day of Oct. 1936.

(SEAL) C. A. Simpson, Notary Public.

Received at the office of the Secretary of State, this the 5th day of Nov. 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, November 17, 1936.

I have examined the attached Charter of Incorporation of the Interstate Banana Distributing 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 forgoing Charter of Incorporation of Interstate Banana Distributing Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Eighteenth day of November, 1936.

By the Governor

Hugh White
GOVERNOR

Walker Wood, Secretary of State.

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AMENDMENT TO THE ARTICLES OF INCORPORATION
OF THE
PEOPLES BANK OF RIPLEY, MISSISSIPPI.

Resolved, that the Charter of the Corporation be amended so as to increase the amount of the capital stock thereof in the sum of Seven Thousand Five Hundred Dollars($7,500.00), so as to make the total capital of said corporation Twenty-two Thousand Five Hundred Dollars ($22,500.00), divided into two hundred twenty-five (225) shares of the par value of One Hundred Dollars ($100.00) per share, instead of Fifteen Thousand Dollars ($15,000.00) divided into one hundred fifty shares (150) of the par value of One Hundred Dollars ($100) per share, and in order to effect said increase of the capital stock that Section Fourth of the original Articles of Incorporation of said Peoples Bank of Ripley, Mississippi, be amended and changed to read as follows:

"That the amount of the capital stock of this corporation shall be Twenty-two Thousand Five Hundred Dollars ($22,500.00) divided into two hundred twenty-five shares (225) of the par value of One Hundred Dollars ($100.00) per share."

BE IT FURTHER RESOLVED, That each of the present stockholders of record, of said corporation, may subscribe within five days from and after the date of this meeting to his or her prorrata share of the increased issue of capital stock authorized by this amendment, that is, to one-half of the number of shares as now owned and standing on the books of the corporation in his or her name; and that the Board of Directors, through its proper officers, at the expiration of said five days, shall sell the unsubscribed portion of such increased capital stock at One Hundred Dollars ($100.00) per share to such person or persons as the Board of Directors may deem it advisable.

This resolution passed by the shareholders of the Peoples Bank of Ripley, Mississippi, at a meeting held at three o'clock p. m. on the 11thday of November, 1936, in the banking offices of said Bank, upon written waiver of notice of the proposed meeting and of the business then to be transacted, duly and legally signed and executed by each and every stockholder of said corporation, at which meeting each and every stockholder of said institution was present in person or by proxy and unanimously voted affirmatively on the passage of this resolution.

I, Fred B. Smith, President of the Peoples Bank of Ripley, Mississippi, do hereby certify that the above and foregoing is a true and correct copy of resolutions adopted by the stockholders of the Peoples Bank of Ripley, Mississippi, at a special meeting duly and regularly called and held in the offices of said Bank in the Town of Ripley, Mississippi, at 3:00 o'clock p. m. on the 11th day of November, 1936, as fully as said resolution appears on the minutes of said meeting.I further certify that each and every stockholder of said institution duly waived the service of notice of said meeting, in writing, which waivers are now on file and of record in the records of said Bank; and that at said meeting every stockholder was present in person or by proxy and said resolution was adopted by the unanimous vote of all stockholders present voting affirmatively for the passage of said resolution amd that a record of such vote was duly made on the minutes of said meeting, recorded in the records of said Bank.

In witness whereof I hereto affix my hand and the seal of said corporation this the 12th day of November, 1936.

(SEAL)

Fred B. Smith
President.

DEPARTMENT OF
BANK SUPERVISION
STATE OF MISSISSIPPI
JACKSON.

November 13, 1936.

I, M. D. Brett, State Comptroller of the State of Mississippi do hereby certify that I have examined the proposed amendment of the articles of incorporation of the Peoples Bank of Ripley, Mississippi wherein it is proposed to increase the capital stock of said bank from $15,000.00 to $22,500.00, the stock to be divided into 225 shares of the par value of $100.00 per share and I do hereby approve the proposed amendment.

WITNESS my hand and the seal of the Department of Bank Supervision this November 13th, 1936.

(SEAL)

M. D. Brett
State Comptroller.

Received at the office of the Secretary of State, this the 13th day of November, A. D., 1936, together with the sum of $16.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood
Secretary of State.

Jackson, Miss.,
November 17th, 1936.

I have examined this Amendment of charter of incorporation, Peoples Bank , Ripley, Miss., and am of the opinion that is 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 of Ripley, 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 Eighteenth day of November, 1936.

By the Governor

Hugh White
G O V E R N O R

Walker Wood
Secretary of State.

Recorded: November 19th, 1936.

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No. 7200 W. Amendment to the Charter of Incorporation
of

BLUE RIBBON CREAMERY

Amend paragraph four so the same will read as follows:
"Amount of capital stock and particulars as to class or classes thereof: one hundred thousand ($100,000.00) dollars of common stock divided into one thousand shares of the par value of one hundred dollars each."
(SEAL)

BLUE RIBBON CREAMERY
By V. O. French, President.

State of Mississippi,
County of Hinds,
City of Jackson.

Before the undersigned Notary Public in and for said city, county and state, personally came and appeared V. O. French who, being by me first duly sworn, deposes and says that he is President of Blue Ribbon Creamery, a corporation chartered and existing under and by virtue of the laws of the State of Mississippi, domiciled at Jackson, Hinds County, Mississippi, and that he is duly authorized to make this affidavit in this behalf; that the foregoing amendment to the charter of incorporation of said Blue Ribbon Creamery is applied for and sought by virtue of a resolution of the stockholders of said corporation adopted at a meeting of said stockholders held at the office of the corporation adopted at a meeting of said stockholders held at the office of the corporation in the City of Jackson, on the 24th day of November, A. D. 1936, at which meeting of stockholders a majority of the outstanding capital stock of the corporation was represented either in person or by proxy, which meeting was held after due notice given according to the by-laws of said corporation, and which resolution was unanimously adopted, the same being in the following words:

"Be it resolved by the stockholders of Blue Ribbon Creamery that the authorized capital stock of the corporation be increased from thirty thousand dollars of common stock of the par value of one hundred dollars per share to one hundred thousand dollars of common stock of the par value of one hundred dollars per share and that the President of this corporation be and he is hereby authorized and directed to take all necessary steps to secure from the State of Mississippi an amendment of the charter of the corporation authorizing such increase of capital stock, and be it further resolved that the stockholders of the corporation do here and now adopt and approve such proposed amendment to its charter of incorporation."

V. O. French,

Sworn to and subscribed before me, this 24th day of November, A. D. 1936.
(SEAL)

Bertha M. Phelps, Notary Public.

Received at the office of the Secretary of State, this 24th day of November, 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, Miss., Nov. 24, 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 Blue Ribbon Creamery is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-fourth day of November, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: November 25, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

AMENDMENT OF CORRECTION
TO
ARTICLES OF INCORPORATION
OF
THE MECHANICS SAVINGS BANKS

WATER VALLEY, YALOBUSHA COUNTY, MISSISSIPPI.

WHEREAS, heretofore on the 31st day of December, 1934, the stockholders of The Mechanics Savings Bank, Water Valley, 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; and

WHEREAS, it is desired to amend the Charter, as amended, to provide that the dividend rates on the Preferred Stock of the bank shall conform with the latest revised dividend rates approved by Reconstruction Finance Corporation; 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 31, 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 31st day of December, 1934, and to provide for the latest revised dividend rates, the Articles of Incorporation as amended, be amended, as follows:

By striking from the Charter, as amended, all of said Amendment adopted December 31, 1934, except RESOLVED FIRST, which is specifically retained, and by inserting in the place thereof the following.

RESOLVED SECOND, That the original Articles of Incorporation be amended by designating Sections 1 to 8, inclusive, of such Articles of Incorporation as Articles 1 to 8, inclusive, respectively.

RESOLVED THIRD, That the Articles 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 FOURTH, 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 he $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 800 shares of the par value of $18.75 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 800 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), accruing after December 31, 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 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) accruging 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 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 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

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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 par 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, 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 trated 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 purpose 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 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 form 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 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 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 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 ontainable, 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 nelow 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 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 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 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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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 ohterwise, and subject to such approval by the State Comptroller and such other conditions as at the time may be be required by law-

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3. Insert June 30 or December 31 next suceeding 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 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 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 or 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 otheriwse, 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 share 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 person 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 withih 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 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-annually 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

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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,(whether 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 liabilties, 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 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.

RESOLVED FIFTH, That the Articles of Incorporation be further amended by striking out Article 5 and inserting in place thereof the following:

Article 5. (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 subparagraphs (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.

RESOLVED SIXTH, That the Articles of Incorporation be further amended by striking out Article 6 and inserting in place thereof the following:

Article 6. 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 SEVENTH, That the Articles of Incorporation be further amended by inserting a new article, to be designated as Article 9, reading as follows;

"Article 9. The domicile of this corporation and the place where its general business shall be conducted shall be Water Valley, County of Yalobusha, State of Mississippi."

RESOLVED EIGHTH, 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 NINTH, 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 an annual meeting of the shareholders of The Mechanics Savings Bank, Water Valley, Mississippi, held on October 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	800
Total number of shares of preferred stock represented at the meeting	800

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Total number of shares of preferred stock voted in favor of the resolutions	800
Total number of shares of preferred stock voted against the resolution	None
Total number of shares of common stock outstanding	800
Total number of shares of common stock represented at the meeting	757
Total number of shares of common stock voted in favor of the resolutions	757
Total number of shares of common stock voted against the resolutions	none

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I hereby certify that this is a true and correct report of the vote and of the resolutions adopted at an annual 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)

W. E. Blackmur
President

Subscribed and sworn to before me this 21st day of October A. D., 1936.

(SEAL)OF NOTARY)

Earl K. Fly, Notary Public.
My Commission expires May 21, 1940.

--D C B
A M W

APPROVED
AGENCY COUNSEL
Samuel J. Goodman, Agency Counsel.

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 Mechanics Savings Bank, Water Valley, 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 16th day of November, 1936.

(SEAL)

M. D. Brett
State Comptroller

Received at the office of the Secretary of State, this the 17th day of November, 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.,
November 17th, 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 Mechancics Savings Bank is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi ot be affixed, this Eighteenth day of November, 1936.

By the Governor

Hugh White
G O V E R N O R

Walker Wood
Secretary of State.

Recorded: November 19th, 1936.

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No. 7201 W.

The Charter of Incorporation of

DELTA NICKLE STORES INCORPORATED

1. The corporate title of said company is Delta Nickle Stores Incorporated.
2. The names of the incorporators are: R. T. Neely, Postoffice, Jackson, Mississippi; S. G. Armstrong, Postoffice, Wesson, Mississippi; S. G. Armstrong, Jr., Postoffice, Leland, Mississippi.
3. The domicile is at Leland, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: One Hundred shares of par value of $100.00 per share.
5. Number of shares for each class and par value thereof: One hundred shares 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, operate, license and lease retail merchandise stores; to own, operate and lease wholesale merchandise stores; to engage in the business of sales agent and manufacturer's agent; to engage in the business of manufacturers distributor: to conduct a manufacturing and packing business; to own, buy, sell and lease store franchises; toown, buy, sell, lease and mortgage personal and real property; to own, buy, sell and hypothecate notes, mortgages, bonds and 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: Thirty shares.

R. T. Neely,
S. G. Armstrong, Sr.,
S. G. Armstrong, Jr.
Incorporators.

Acknowledgment.

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority R. T. Neely, incorporators of the corporation known as the Delta Nickle Stores, Incorporated, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 7th day of October, 1936.

Ruth Franck, Notary Public.

(SEAL)

State of Mississippi,
County of Copiah.

This day personally appeared before me, the undersigned authority S. G. Armstrong, Sr., incorporators of the corporation known as the Delta Nickle Stores Incorporated, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his own act and deed on this the 30th day of September, 1936.

Robt. E. Rea, Notary Public,
Copiah County, Miss.

(SEAL)

State of Mississippi,
County of Washington.

This day personally appeared before me, the undersigned authority, S. G. Armstrong, Jr., incorporators of the corporation known as the Delta Nickle Stores Incorporated who acknowledged that he signed and executed the above abd foregoing articles of incorporation as his act and deed on this the 1st day of October, 1936.

H. C. Crosby, Notary Public,
Washington County, Miss.

(SEAL)

Received at the office of the Secretary of State, this the 24th day of Nov., 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., Nov. 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 Delta Nickle Stores Incorporated is hereby appoved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-fourth day of November, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded November 25th, 1936.

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No. 7205 W. The Charter of Incorporation of the

"HILL CITY FLOUR COMPANY".

1. The corporate title of said company is, "HILL CITY FLOUR COMPANY."
2. The names and post office addresses of the incorporators are: Alexander FitxHugh, Vicksburg, Mississippi; Ben T. FitzHugh, Vicksburg, Mississippi; T. F. Young, Vicksburg, Mississippi.
3. The domicile is at Vicksburg, Mississippi.
4. The Amount of authorized capital stock is Five Thousand ($5000.00) Dollars, divided into one hundred (100) shares of the par value of Fifty ($50.00) Dollars each.
5. The purposes for which it is created are: To buy and sell grain and grain products; to manufacture mixed feeds; to make cornmeal; and to blend and process flour.
6. The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100, of the Code of 1930 of the State of Mississippi, and amendments thereto.

Alexander FitzHugh,
Ben T. FitzHugh,
T. F. Young,
Incorporators.

State of Mississippi,
Warren County.

This day personally appeared before me, the undersigned authority, Alexander FitzHugh, Ben T. FitzHugh and T. F. Young, incorporators of the corporation known as the Hill City Flour Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this, the 25 day of November, 1936.
(SEAL)

A. Vincent Schaff, Notary Public.

Received at the office of the Secretary of State this the 27th day of November, 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., Nov. 30th, 1936.)

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 Atty Gen.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Hill City Flour 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 November, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: November 30, 1936.

This Corporation dissolved and its Charter surrendered to the State of Mississippi by a decree of the Chancery Court of Warren County Mississippi dated December 30, 1941. Certified Copy of said decree filed in this office this December 31, 1941.
Walker Wood, Secy. of State.

TUCKER PRINTING HOUSE JACKSON MISS

Certificate of Incorporation of COAHOMA COUNTY ELECTRIC MEMBERSHIP CORPORATION

We, the undersigned, incorporators of Coahoma County Electric Membership Corporation, being natural persons and residents of the territory in which the operations of the corporation are principally to be conducted by the corporation, hereby execute this Certificate of Incorporation of said corporation.

1. Name. The name of the corporation shall be Coahoma County Electric Membership Corporation.

2. Territory. The operations of the corporation shall be principally conducted in the following counties of the State of Mississippi: Coahoma, Quitman, Sunflower and Bolivar.

3. Principal Office: The location of the principal office of the corporation and the post-office address thereof, shall be: Clarksdale, Mississippi.

4. Number of Directors. The number of directors shall be determined as provided in the by-laws. This number shall not exceed twenty- (20) and shall not be less than three (3).

5. Directors for First Year. The names and post-office addresses of the directors who are to manage the affairs of the corporation for the first year, or until their successors are chosen, are: Clint Henderson, Marks, Mississippi; G. Johnson, Clarksdale, Mississippi; C. C. Aderholdt, Clarksdale, Mississippi; Henry J. Davis, Lyon, Mississippi; A. J. Moseley, Clarksdale, Mississippi.

6. Duration. The duration of the corporation shall be ninety-nine years.

7. Membership. (a) The terms and conditions upon which persons shall be admitted to membership in the corporation are as follows:

A person desiring to become a member of this corporation shall make application to the Board of Directors in writing for membership and, upon approval by the Board of Directors, or by such officer or officers of the corporation as may be designated by the Board of Directors, shall become a member of the corporation. No person shall become or remain a member of the corporation unless such person shall use electric energy supplied by the corporation and shall have complied with the provisions of this Certificate of Incorporation and the By-Laws and shall have agreed to abide thereby and by any amendment thereto; and unless such person shall have paid a membership fee to be fixed by the By-Laws of the corporation, but not to exceed Ten Dollars ($10.00). Any person who shall agree to use energy supplied by the corporation from an existing line or from a line the construction of which had been authorized or commenced by the corporation may be admitted to membership in the corporation prior to such use upon complying with the other terms and conditions with respect to membership contained in this Certificate of Incorporation or the By-Laws. The Board of Directors shall have power to determine in what circumstances and under what conditions more than one membership must be held by one person.

(b) The interest of each member shall be equal to that of every other member and no member of this corporation shall have any greater voice, vote, or privilege in this corporation than any other member.

8. Purposes. The purposes of the corporation shall be to promote and encourage the fullest possible use of electric energy in the State of Mississippi by making electric energy available to the inhabitants of the State at the lowest cost consistent with sound and prudent management of the business of the corporation and shall include all purposes required and authorized by the Electric Membership Corporation Act of the State of Mississippi, including amendments thereto subsequent to the date hereof, without in any manner restricting or limiting the foregoing, the purposes of the corporation shall include the following:

To generate, manufacture, purchase, acquire, accumulate, transmit, distribute, sell, furnish and dispose of electric energy and to construct, erect, purchase, lease and in any manner acquire, own hold, maintain and operate and sell, lease, exchange, mortgage, and in any manner dispose of plants, works, machinery, equipment, supplies and transmission and distribution lines or systems, used or useful in connection with any of the foregoing.

To acquire, own, hold, exercise and, to the extent permitted by law, to pledge, hypothecate and in any manner dispose of franchises, rights, privileges, licenses, and easements necessary, useful or convenient for carrying out any of the purposes of the corporation:

To purchase, lease and in any manner acquire, own, hold, maintain, sell, lease, exchange, mortgage, pledge and in any manner dispose of any and all real and personal property which may be necessary, useful or convenient for, or in connection with, the generation, acquisition, accumulation, sale, transmission, distribution or use of electric energy:

To purchase, acquire, sell, lease, distribute and generally to deal in appliances, apparatus, machinery and equipment using electric energy, for the purpose of and in connection with the promotion of the sale of electric energy to its customers; to assist its customers to purchase or otherwise obtain such appliances, apparatus, machinery and equipment; to assist its customers to wire their premises and to install therein such appliances, apparatus, machinery and equipment; and to purchase, acquire, endorse, sell, pledge, hypothecate and dispose of notes, bonds, and other obligations of its customers in carrying out the purposesexpressed in this paragraph:

To borrow money, to make and issue notes, bills of exchange, bonds, debentures and other evidences of indebtedness, secured or unsecured, for money borrowed or in payment for property acquired, or for any of the other objects or purposes of the corporation; to secure the payment of such bonds, debentures, notes or other evidences of indebtedness by mortgage or mortgages, or deed or deeds of trust upon or by the pledge of or other lien upon, any or all of the property, rights, privileges, or franchises of the corporation, wheresoever situated, acquired or to be acquired;

To do all such acts and things as may be useful, necessary or convenient for the accomplishment of the foregoing purposes or any of them.

9. Powers. The corporation shall possess and be authorized to exercise and enjoy all of the powers, rights, and privileges granted to or conferred upon corporations of the character of the corporation by the Laws of the State of Mississippi now or hereafter in force.

10. Forfeiture of Charter. The corporation shall have no right, power or authority to manufacture, sell, keep for sale, or otherwise dispose of, or store, warehouse, deliver, or transport any prohibited liquors or beverages, or to be in any wise concerned in the traffic therein, and if the corporation shall do or perform any act of violation of this provision it shall forfeit its charter, the forfeiture may be declared in a suit brought against the corporation in a court of competent jurisdiction in quo warranto if any person or officer wishes to bring such suit.

Witness our hands and seals this 29th day of November, 1936.

J. L. Roberson (SEAL)
Clint Henderson, (SEAL)
G. Johnson (SEAL)
C. C. Aderholdt (SEAL)
Henry J. Davis (SEAL)
A. J. Moseley (SEAL)

State of Mississippi,
Coahoma County.

I, Louise Arrington, a Notary Public in and for Coahoma County, State of Mississippi, hereby certify that J. L. Roberson, Clint Henderson, G. Johnson, C. C. Aderholdt, Henry J. Davis, and A. J. Moseley, whose names are signed to the foregoing Certificate of Incorporation, and who are known to

TUCKER PRINTING HOUSE JACKSON MISS

me, acknowledged before me on this day that, being informed of the contents of the said Certificate of Incorporation, each executed the same voluntarily on the date the same bears date.

Given under my hand and seal of office this 25th day of November, 1936.

(SEAL) Louise Arrington, Notary Public.

Received at the office of the Secretary of State, this the 26th day of November, A. D. 1936, together with the sum of $10.00 deposited to cover the receording fee and referred to the Attorney General for his opinion. Walker Wood, Secretary of State.

Jackson, Miss., November 30th, 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 Coahoma County Electric Membership 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 Thirtieth day of November, 1936.

Hugh White, Governor.

By the Governor:
Walker Wood, Secretary of State.

Recorded: November 30, 1936.

Cancelled Jan. 8-1938-
Not organized at time
& reported within
five days to act
and reported
"Coahoma Electric
and this
within the

ever perfected-
two years-
another corporation organized
must end of this one-
power of association
one voluntarily never perfected
time limit of the law-

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Resolution for Amendment of Charter of

MISSISSIPPI FARM BUREAU FEDERATION.

Be it resolved that paragraph seven and paragraph eight of the charter of incorporation of Mississippi Farm Bureau Federation, shall be, and the same are hereby, amended to read as set forth below, and that said two amendments be and the same are hereby adopted and approved in this regular annual membership meeting of Mississippi Farm Bureau Federation, and that said paragraph seven and paragraph eight as amanded shall be in lieu of paragraph seven and paragraph eight as the same have heretofore existed in said charter, and that the President and Secretary of this corporation be and they are hereby authorized, empowered and directed to prepare, sign, acknowledge and present to the Secretary of State the said amendments, in order that same may be incorporated as a part of the charter of this corporation.

Said paragraphs seven and eight as amended hereby, are as follows:

Amendment to the Charter of Incorporation of Mississippi Farm Bureau Federation.

Paragraph Seven of said Charter as Amended:

7. The purpose for which it is created: to incorporate under the laws of the State of Mississippi the now existing agricultural society known as Mississippi Farm Bureau Federation, which shall divide no profits or dividends among its members; to be a member of the corporation known as American Farm Bureau Federation; tp correlate and strengthen County Farm Bureaus and pther similar agricultural organizations in Mississippi; to promote, protect and represent the business, economic. social and educational interests of the farmers of Mississippi; to develop agriculture; to plan, promote, foster and encourage improved methods of marketing the farm products of farmers in Mississippi and of accomplishing other things which may tend to improve agricultural welfare in this state; to co-operate with agricultural associations and corporations, co-operative in nature, which have for their object the improvement of agricultural conditions in Mississippi and the furnishing of service to farmers; to co-operate with the United States Department of Agriculture, the Mississippi State College Extension Service, the State Department of Vocational Education, and other agricultural agencies of similar kind, in developing a program of work in Mississippi to study and foster educational, legislative, economic and social welfare of farm people, to the end that farming may be more profitable and country life more attractive.

Pragagraph Eight of said Charter as Amended:

8. 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 (Article 1, Chapter 100, Code of 1930), and amendments thereof and additions thereto, or otherwise given by the laws of the State of Mississippi. To include the rights and powers necessary for the accomplishment of any or all of the purposes set forth in paragraph seven hereof, and in effectuating the incorporation of this agricultural society, the present by-laws and constitution of said society shall be and continue to be in force and effect as the by-laws of this corporation until such time as this corporation shall amend or repeal the same, and the present directors and officers of said society shall continue in office as the directors and officers of this corporation until such time as this corporation shall elect other officers and directors. The members of this corporation, who are the equivalents of stockholders in corporations for profit, shall be the County Farm Bureaus organized and operating in the State of Mississippi which are now members of said agricultural society and those which shall hereafter subscribe to the purposes of this corporation, apply for membership herein, pay the dues required by the by-laws pf this corporation, and comply with the purposes and provisions of this charter and the by-laws of this corporation. Each of such member County Farm Bureaus shall have the right to one vote in the election of all officers, andin voting upon all other matters each such member shall have one vote, except that the by-laws may provide that additional votes can be granted to members in propostion to the number of farmers having membership in such County Farm Bureau, but such additional votes shall not be permitted in the election of officers. The vote or votes of each member shall be cast by a representative or representatives of such County Farm Bureau. The powers of this corporation shall be exercised by a Board of Directors, which shall consist of one member chosen by and as representative of each of the County Farm Bureaus which may hold membership herein. The liability of this corporation and its members shall be limited according to the provisions of the aforesaid statute. Expulsion shall be the only remedy for the non-payment of dues; and loss of membership shall terminate all interest inx the corporate assets.

D. E. Wilson, President.
Charlie McNeil, Secretary.

State of Mississippi,
County of Hinds.

Before me, the undersigned Notary Public in and for said county, personally appeared D. E. Wilson and Charlie McNeil, who having been duly sworn on oath stated that they are respectively the President and the Secretary of Mississippi Farm Bureau Federation and that the foregoing amendments to paragraph seven and paragraph eight of the charter of incorporation of said Mississippi Farm Bureau Federation were duly adopted by the members of said Federation at a regular annual meeting duly held in the City of Jackson, Hinds County, Mississippi, on Friday, November 20th, 1936, and that they, the said officers, were authorized, empowered and directed at said membership meeting to sign the said amendment and present the same to the Secretary of State of the State of Mississippi as provided by law, and that there is hereto attached a certified copy of the resolution adopted at said meeting authorizing said action. They furthermore then and there acknowledged they have signed, executed and delivered the foregoing amendment as said officers, for and on behalf of said corporation, and for the purpose of amending the charter thereof.

D. E. Wilson,
Charlie McNeil.

Sworn to, subscribed and acknowledged before me on this 20th day of November, 1936.
(SEAL)
Callie Mae Flint, Notary Public.
My commission expires June 6th, 1937.

State of Mississippi,
County of Hinds.

I, the undersigned, Charlie McNeil, Secretary of Mississippi Farm Bureau Federation, do hereby certify that the above and foregoing resolution for the amendment of the charter of the said corporation was, on motion, second and unanimous passage thereof, duly and legally adopted at a regular annual membership meeting of said corporation held at Jackson, Hinds County, Mississippi, on Friday, November 20, 1936. Intestimony whereof, witness my signature and the seal of said corporation on this 20th day of November, 1936.

Charlie McNeil, Secretary

(SEAL)

Received at the office of the Secretary of State, this the 3rd day of December, A. D. 1936, together with the sum of $10.00 deposited to cover the recroding fee, and referred to the Attorney General for his opinion.

Walker wood, Secretary of State.

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Jackson, Miss., Dec. 3rd, 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 Mississippi Farm Bureau Federation is hereby approved.

In testimony whereof, I have ehereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Third day of December, 1936.

Hugh White, Governor.

By the Goverhor:
Walker Wood,
Secretary of State.

Recorded: December 3, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

RESOLUTION

Be it remembered that a meeting of the Pascagoula Seafood Workers was held at Pascagoula on the 10th day of November for the purpose of considering the matter of applying for a corporate charter under the laws of Mississippi.

On motion Leffie Fountain was elected Chairman and Mrs. Emily Messick Secretary. The follww-ing Resolution was offered and unanimously adopted:

"Whereas the best interests of the Seafood Workers of Pascagoula require that this organization should be incorporated, now therefore he it resolved that this association do apply for a charter under the laws of Mississippi, and that Leffie Fountain, Mrs. Emily Messick, Lola Hamilton, Mr. Eugene Maier, and Mrs. Elmira Maier be and they are hereby appointed as a committee to apply to the State for a charter to be known as Pascagoula Seafood Workers Association, with no capital stock and that this organization be incorporated as a non-profit fraternal society under the laws of said state, and conformable to the provisions of law laid down for the incorporation of such societies.

"That said committee be authorized to sign the application for charter as incorporators and that any funds of the association may be used to pay for the charter and expenses for obtaining the same."

A TRUE COPY.

Witness our hands this the 10th day of November, 1936.

LEFFIE FOUNTAIN, Chairman.
Mrs. Emily Messick, Secretary.

The Charter of Incorporation of

PASCAGOULA SEA FOOD WORKERS ASSOCIATION

1. The corporate title of said company is Pascagoula Sea Food Workers Association.

2. The names of the incorporators are: Emily Messick, postoffice, Pascagoula, Mississippi; Mrs. Lola Hamilton, postoffice, Pascagoula, Mississippi; Mrs. E. A. Maier, postoffice, Pascagoula, Mississippi; E. A. Maier, postoffice, Pascagoula, Mississippi; Leffie Fountain, postoffice Pascagoula, Mississippi.

3. The domicile is at Pascagoula, Mississippi.

4. Amount of capital stock and particulars as to class pr classes thereof: NONE.

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

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

7. The purpose for which it is created: The incorporators hereof being seafood workers residing at Pascagoula, Mississippi and vicinity, do hereby constitute and establish themselves and their associates into a corporate body for the promotion of their best interests and welfare to be known as the "Pascagoula Seafood Workers Association." Any person residing at or near Pascagoula who is engaged in the catching, packing, picking, selling or canning or preparation for sale of any shrimp, fish, oysters, crabs and any and all other seafood products shall be eligible for membership in this organization. Any such person engaged in such pursuits and who will abide by the corporation's rule and regulations may be received as a member. The corporation will elect officers, consisting of a President, Vice-President, Secretary and Treasurer, and will issue to all members of the organization cards or certificates showing membership therein; the members of the organization will adopt regulations providing for the payment of monthly or annual dues, and will adopt by-laws for the transaction of the corporation's business and the conduct of the members thereof. The corporation will not issue any shares of stock nor make profits, nor divide dividends among its members, and will make expulsion the only remedy for non-payment of dues; each member shall have a right to one vote in the election of officers; loss of membership shall result only from death, resignation, expulsion or failure to pay dues. The interest of any member in the corporate benefits shall terminate on his or her loss of membership therein. The duties of officers, the conduct of members, the holding of meetings and the transaction of other corporate business shall be provided for in the by-laws. Only such dues shall be collected from the members as shall be reasonably necessary to pay the actual expenses of the organization and sick benefits for disabled members thereof, provided a two-thirds majority of the members of the corporation shall elect to establish a sick benefit fund. The corporation may own such real and personal property as may be reasonably necessary for its lawful purposes.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business: None.

Emily Messick,
Mrs. Lola Hamilton,
Mrs. E. A. Maier,
Eugene Maier,
Leffie Fountain.
Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
County of Jackson.

This day personally appeared before me, the undersigned authority Emily Messick, Mrs. Lola Hamilton, Mrs. E. A. Maier, E. A. Maier and Leffie Fountain incorporators of the corporation Known as the Pascagoula Seafood Workers Association 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, 1936.

Fred Taylor, Clerk
Chancery Court, Jackson County, Miss.
By Agnes M. Woodman, D. C.

(SEAL)

Received at the office of the Secretary of State, this the 18th day of Nov. 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., Dec. 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, Attroney General.
By W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Pascagoula Sea Food Workers Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Ninth day of December, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 9, 1936.

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The Charter of Incorporation of
AERO CROP DUSTING COMPANY

1. The corporate title of said company is Aero Crop Dusting Company.
2. The names of the incorporators are: Milton T. Gary, Postoffice Belzoni, Mississippi; H. C. Chambers, Postoffice Belzoni, Mississippi; Gladys P. Brown, Postoffice Belzoni, Mississippi.
3. The domicile is at Belzoni, Mississippi.
4. Amount of capital stock and perticulars as to class or classes thereof:
$10,000 --- Capital Stock. Class: Common.
5. Number of shares for each class and par value thereof: 100 shares; $100 par value.
6. The period of existence (not to exceed fifty years) is 50 years.
7. The purpose for which it is created: is buying and maintaining aeroplanes for use in dusting cotton and other farm crops with a poisonous substance to kill and destroy worms and insects which are harmful to said crops; this poisonous substance is peculiarly adapted to destroying insects and worms such as boll weevil and army worms, without injury to people who come in contact with it.

It is also the purpose of the company to buy such land as will promote its 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. All (100).

Milton T. Gary, Herbert C. Chambers, Gladys P. Brown, Incorporators.

Acknowledgment.

State of Mississippi)
County of Humphreys)

This day personally appeared before me, the undersigned authority, Mrs. Gladys P. Brown, one of the incorporators of the corporation known as the Aero Crop Dusting Company, who acknowledged that she signed and executed the above and foregoing articles of incorporation as her act and deed on this the 30th day of November, 1936.

Mrs. L. I. Watkins, Notary Public.
My commission expires June 15, 1940. (SEAL)

State of Mississippi)
County of Humphreys)

This day personally appeared before me, the undersigned authority, H. C. Chambers, one of the incorporators of the corporation known as the Aero Crop Dusting Company, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 30th day of November, 1936.

Mrs. L. I. Watkins, Notary Public.
(SEAL)

State of Mississippi)
County of Humphreys)

This day personally appeared before me, the undersigned authority, Milton T. Gary, incorporators of the corporation known as the Aero Crop Dusting Company, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 30th day of November, 1936.

my commission expires June 15, 1940. G. M. Selden, Notary Public.

Received at the office of the Secretary of State, this the 2nd day of December, 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., Dec. 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 J. A. Lauderdale, Assistant Attorney General.

State of Mississippi
Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Aero Crop Dusting Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Third day of December, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: December 4, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

State of Mississippi,
Hinds County.

Now comes The Jackson Steam Laundry and Bath Company, a corporation created and existing under the laws of the State aforesaid, domiciled at Jackson, said State, acting herein by and through Isidore Lehman, the president thereof, pursuant to the authority conferred upon him as such president by the stockholders of said corporation at a meeting thereof on the 9th day of December, A. D. 1936, a copy of such authority to said president being attached hereto as part hereof, and said corporation respectfully prays to amend Section V in its charter of incorporation in manner and form as follows, to-wit:

Section V. That the capital stock of this corporation is hereby fixed at one hundred and fifty thousand dollars, divided into shares of $100.00 each.

Submitted this the 9th day of December, A. D. 1936.

The Jackson Steam Laundry and Bath Company.

By Isidore Lehman,
President thereof.

State of Mississippi,
Hinds County.

Before me, the undersigned lawful authority herefor, within and for the County aforesaid, this day personally appeared Isidore Lehman, who, as President of The Jackson Steam Laundry and Bath Company, ~~[illegible]~~acknowledged to me that he signed and executed the foregoing application to amend the charter of incorporation of said corporation for and in behalf of said corporation on this the 9th day of December, A. D. 1936.

Walker Wood,
Secy of State.

(SEAL)

Copy of Stockholders Meeting, Special, Held Dec. 9, 1936 minutes.

On this the 9th day of December, 1936, a meeting of the Jackson Steam Laundry and Bath Company stockholders, held in its offices at 400 South State Street, in the City of Jackson, Miss., whereat there were present and in attendance all the stockholders of said corporation and all of whom, in open meeting, waived notice of this meeting, and thereupon there was offered a resolution in words and figures as follows, to-wit:

Resolved that Section V of the charter of incorporation of this corporation be amended in manner and form as follows, to-wit:

Section V. That the capital stock of this corporation is hereby fixed at one hundred and fifty thousand dollars, divided into shares of $100.00 each.

Thereupon motion was made to adopt said resolution, which, after said motion was duly seconded, was put to a vote whereupon all of the stockholders of said corporation voted for the adoption of said resolution and thereby said resolution was adopted.

Upon motion it was ordered that Isidore Lehman, the President of said corporation, forthwith take such steps as will result in approval of said amendment by the Governor of Mississippi.

It is here now certified that the foregoing is a true and correct copy of the minutes of said corporation, ~~is a true and correct copy of the minutes of said corporation~~, of the mee ting of the stockholders thereof held as aforesaid, the said resolution having been adopted by the unanimous vote of all the stockholders of said corporation and same, and the proceedings resulting in the adoption thereof as aforesaid, are entered on the minutes of said meeting.

Given under my hand, as Secretary-Treasurer of said Corporation, this the 9th day of December, A. D. 1936.

J. Lehman Engel,
Secretary-Treasurer.

Received at the office of the Secretary of State, this the 9th day of December, A. D. 1936, together with the sum of $260.00 deposited to cover the recording fee, and referred to the Attormey General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Dec. 9th, 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 The Hackson Steam Laundry and Bath Company is hereby approved.

In testimohy whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Ninth day of December, 1936.

Hugh White, Governor.

By the Governor:
Walker Wood, Secretary of State.

Recorded: December 9th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of the

VALLEY SALES COMPANY, INCORPORATED.

1. The corporate title of the corporation shall be: VALLEY SALES COMPANY, INCORPORATED.
2. The names and postoffice addresses of the incorporators are as follows: R. N. Williamson, Greenwood, Mississippi; N. A. Moore, Greenwood, Mississippi; Jack P. Aldridge, Jr., Greenwood, Mississippi; C. R. Pate, Greenwood, Mississippi.
3. The domicile of said corporation is Greenwood, Mississippi.
4. The amount of the authorized capital stock and particulars as to class thereof: Five Thousand Dollars ($5,000.00) capital stock. All common stock; $50.00 par value; no special restrictions or privileges.
5. The period of existence is fifty years (not to exceed fifty years).
6. The purposes for which the corporation is created are: To engage in, carry on and conduct a wholesale business in the sale of groceries, meats, produce of all kinds, candy, cigars, cigarettes, tobacco, and general merchandise; to buy, sell, and otherwise deal in groceries, meats, produce of all kinds, candy, cigarettes, tobacco and general merchandise at wholesale; to establish and conduct the business of wholesale merchants and generally to deal in merchandise at wholesale; to borrow money in conduct of said business; to own and operate trucks in the carrying on of said business.

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

7. The number of shares of stock to be subscribed and paid for before the corporation may begin business: Five thousand dollars common stock.

Signed at Greenwood, Leflore County, Mississippi.

Jack P. Aldridge, Jr.,
R. W. Williamson,
Nathan A. Moore,
C. R. Pate,
Incorporators.

State of Mississippi,
County of Leflore.

Personally appeared before me, the undersigned authority in and for said county in said state the within named R. W. Williamson, N. A. Moore, Jack P. Aldridge, and C. R. Pate, who acknowledged that he personally signed and executed and delivered the above articles of incorporation of t the Valley Sales Company, Incorporated, as his own act and deed on this the 4th day of December, 1936.

P. S. Stubblefield,
Notary Public.

(SEAL)

Received at the office of the Secretary of State this the 7th day of December, 1936, together with the sum of Twenty ($20.00) Dollars deposit as recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State of Mississippi.

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

12/7/36.

Greek L. Rice, Attorney General of the State of Mississippi.
By W. W. Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of the Valley Sales 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 Ninth day of December, 1936.

Hugh White, Governor

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 9th, 1936.

Affidavit filed in this office August 12, 1939 that this Corporation has ceased to exist. This August 12, 1939.
Walker Wood, Secy of State.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of the

BUDE LUMBER COMPANY

(1) The corporate title of said company is BUDE LUMBER COMPANY.
(2) The names and post office addresses of the incorporators, are: E. M. Laird, Bude, Mississippi; J. J. Hemphill, Sr., Bude, Mississippi; J. J. Johnson, Brookhaven, Mississippi.
(3) The domicile of the Corporation in this State, is Bude, Franklin County, Mississippi.
(4) The amount of authorized capital stock is $50,000.00, all of which is hereby classified as, and is, common stock, The number of shares thereof shall be five hundred and each share shall have a par value of $100.00. The privileges and restrictions thereof are those fixed by law without the necessity of corporate action together with such further privileges 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 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) Period of existence is fifty years.
(7) The purposes for which the Corporation is created are:
(a) To own, purchase, lease, exchange, build, construct, sell and operate sawmills, planing mills and lumber yards, and to do any and all things necessary, incident and pertaining thereto.
(b) To purchase and own land and timber.
(c) To sell land and timber.
(d) To purchase and own logs and lumber.
(e) To sell logs and lumber.
(f) To own, purchase, lease, sell and operate a commissary.
(g) To purchase, own, lease, hold, have and possess, and to exchange, transfer, assign and sell such personal property, merchandise, goods and equipment, as may be consistent and convenient in carrying on any and all things necessary, incident or pertaining to the operation of sawmills, planing mills, lumber yards and commissaries.
(h) To transport logs and lumber and to do all other things necessary, incident and pertaining to the manufacture and sale of lumber.
(i) 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 the 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 two hundred and fifty (250) shares, and the Corporation may commence business when as much as twenty five thousand ($25,000.00) dollars cash shall have been paid in for shares of stock subscribed and sold.

J. J. Johnson,
J. J. Hemphill, Sr.,
E. M. Laird,
Incorporators.

State of Mississippi,
Franklin County.
This day personally appeared before me the undersigned authority in and for said County and State, E. M. Laird, J. J. Hemphill, Sr., and J. J. Johnson, Incorporators of the Corporation known as the Bude Lumber Company, who acknowledged that they signed, executed and delivered the foregoing Articles of Incorporation as their act and deed on this the 7 day of December, 1936.
R. C. Tedder, Notary Public.
(SEAL)

Received at the office of the Secretary of State, this the 11th day of December, 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.

(Signed) 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.
(Signed) 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 Bude 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 Eleventh day of December, 1936.
Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: December 11, 1936.

Certified copy of the above Charter of Amendment of Franklin County dated 12-6-1949, dissolving said corporation and surrendering its charter filed in the Office of Secretary of State on 1-17-1950.
Killen Cadenhead, Secretary of State

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Amendment to Amended Charter of the
LINCOLN COUNTY LUMBER COMPANY

The charter of the corporation of the Lincoln County Lumber Company approved January 6th, 1920, is hereby amended as follows:

Paragraph 4 is hereby amended so as to increase the capital stock of said corporation from $150,000, common stock to an additional amount not exceeding $150,000, preferred non-cumulative five (5%) per cent stock, the preferred capital stock to be of par value of $100.00 for each share and to be non-cumulative and to bear interest at the rate of five (5%) percent per annum, and may be redeemed at any time as may be determined by the stockholders and the directors; that said preferred stock shall be payable as a whole or in part before any dividends shall be set apart or paid on the common stock. That such preferred stock or any part of same may be issued to the stockholders of this corporation in consideration of any surplus or earned dividend of said corporation, and said preferred stock may be issued to the stockholders of said corporation for the amount of all earnings, present or future, until the entire $150,000 is converted into such preferred stock. Paragraph 4 of said charter will hereafter read as follows:

Amount of capital stock is: $150,000 common stock; $150,000 Preferred Stock.

Paragraph 7 of Amended Charter, reads as follows, to-wit:

The purpose for which it is created:

First: To buy and sell logs, lumber, pole stock, car material, bridge timber, lath shingles, box shocks, sash, doors, blinds, and any and all articles and materials into which logs can be converted, and lumber manufactured, and to do in general, a lumber commission and brokerage business in raw material and manufactured products, wholesale and retail, domestic and foreign.

SECOND: To deal in logs, timber, timber lands and real estate, but not to acquire title to, or any interest in agricultural purposes as prohibited by law.

Third: To own, buy, build, lease, sell and operate saw mills, planing mills and wood working and manufacturing plants.

Fourth: To own, lease, operate and maintain at such place or places as may be deemed advisable, lumber yards or depots, for the storage distribution and sale of lumber and lumber products of all kinds.

Fifth: To build, purchase, own and operate train log and lumber roads, by steam or other motive power.

Sixth: To lease, operate and maintain commissaries and mercantile establishments as may be necessary, incidental or expedient to the conduct of the enterprise above provided for.

Seventh: To build, buy, lease, own, sell and rent land and houses in connection with any of the enterprises above provided for.

Eighth: To own, operate and maintain commissaries, stores and mercantile establishments as may be necessary incidental or expedient to the conduct of the enterprise as provided for in the original charter and to buy and sell all kinds of merchandise including all kinds of building material, and to process all kinds of lumber and wood materials into finished products, and to include, acting as agent for the buying and selling of all kinds of merchandise, including farm implements, gasoline, trucks, etc., and to deal in buying and selling all kinds of dairy products and to establish milk stations, and to process all kinds of farm and dairy products into finished products.

Ninth: The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 24, Mississippi Code 1906, and the amendments thereto, and Chapter 100 Code of Mississippi of 1930 and amendments thereto.

J. F. Vernon, President.
Hugh V. Wall, Secretary.

State of Mississippi,
Lincoln County.

This day personally appeared before me, the undersigned authority, J. F. Vernon, President and Hugh V. Wall, Secretary of the Lincoln County Lumber Company, who severally acknowledged that in pursuance to an order of the stockholders of the said Lincoln County Lumber Company, all of the stockholders being present and voting, or being represented and voting, for and approving said order, that they signed and executed the foregoing Act of Amendment to the charter of said Lincoln County Lumber Company so as to increase the said capital stock of said Lincoln County Lumber Company from $150,000 common stock to an additional amount of $150,000 preferred non-cumulative five (5%) percent stock, making a total capital stock of $300,000.

Witness my official signature, this the 7th day of November, A. D. 1936.

(SEAL)

Terah Lovell, Notary Public.

Received at the office of the Secretary of State, this the 8th day of December, A. D. 1936, together with the sum of $190.00, recording fee and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., December 8th, 1936.

I have examined the amendment to the charter of the incorporation of the Lincoln County Lumber Company and am of the opinion 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 Lincoln County 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 Ninth day of December, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Brookhaven, Miss., Nov. 24, 1936.

CALL MEETING OF THE STOCKHOLDERS OF THE
LINCOLN COUNTY LUMBER COMPANY

In pursuance to a call regularly and legally issued by the Secretary and treasurer of the Lincoln County Lumber Company, Incorporated, giving due and legal notice that at this time and place a meeting of the stockholders of the Lincoln County Lumber Company would be held for the purpose of transacting important business for the corporation, and for the purpose of increasing the capital stock of said corporation from $150,000, to an additional amount not to exceed $150,000, preferred non-cumulative five (5%) percent stock. That at said meeting a majority of all of the stock of the said corporation and in fact, more than ninety-five (95%) per cent of said stock was represented, either in person or by proxy.

At said meeting, after a full and complete discussion it was decided by the stockhokders of said corporation that it was to the best interest of said corporation that the capital stock be increased from $150,000 common stock to an additional sum of not exceeding $150,000 five (5%) percent non-cumulative preferred stock, It having been decided by the stockholders of said corporation as above set out that it was to the best interest of the corporation that its capital stock be increased as above set out, the following resolution was offered by Hugh V. Wall, one of the stockholders as

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above set out:

"Whereas, it appears and it is so determined that all of the stockholders of the Lincoln County Lumber Company, Inc., were duly and legally notified that at its office at its plant in Brookhaven of a meeting of the stockholders of said corporation, to be held November 24th, 1936, at 2:00 o'clock P. M.; and

Whereas, it appears that a majority of the stockholders and shareholders of said corporation are present in person or by proxy, and it is now found as a fact that more than ninety-five (85%) percent of the stockholders in said corporation are present in person or by proxy, and that all of said shareholders were notified as above set out; and, after a full discussion of the affairs of the corporation, it was determined and decided by unanimous vote of a majority of the stockholders, either in person or by proxy as above set out, that it was and is to the best interest of the corporation that its capital stock be increased from $150,000 by issuing not exceeding $150,000 five (5%) percent non-cumulative preferred stock.

Whereas, it appears that the said corporation has an earned surplus, all of which was earned in the year, 1936; and it further appearing that the said corporation should not pay out a cash dividend when it appears that it still has indebtedness maturing that needs to be paid out of said surplus; and it further appearing that it is to the best interest of the corporation to issue to the stockholders preferred stock for the amount of the earnings for the year, 1936, and that said corporation be empowered to issue preferred stock for additional earnings, if there be any in the future, and to pay such earnings in such preferred stock until the entire $150,000 of the said preferred stock has been issued, reserving to the corporation the right at all times to redeem the preferred stock when in a position to do so, or to pay future earnings in dividends, if and when, in the judgment of the stockholders and Board of Directors it is in a position to safely operate the business after deducting such monies or paying such earnings into dividends;

BE IT RESOLVED, that the said Lincoln County Lumber Company, Inc., be and it is hereby authorized to issue not exceeding $150,000 non-cumulative five (5%) percent preferred stock of the par value of $100.00 per share, or any part thereof, and to be issued at such time and upon such terms as may be determined by the Board of Directors not in conflict with the constitution and laws of the State of Mississippi and as provided in Section 4132 of the Mississippi Code of 1930.

On motion of Hugh V. Wall, seconded by H. H. Crosby, the above and foregoing resolution was unanimously adopted."

The above resolution having been duly and legally adopted, Hugh V. Wall, General Consul for the corporation, and a stockholder and one of the directors was authorized and empowered to prepare the amendment to the charter of said corporation authorizing the issuance of not exceeding $150,000 non-cumulative five (5%) percent preferred stock, $100.00 par value and to do any and all things necessary to have said amendment granted.

There being no further business the stockholders meeting adjourned.

This the 24th day of November, A. D. 1936.

J. F. Vernon, Chairman.
Hugh V. Wall, Secretary.

We, the undersigned stockholders of the Lincoln County Lumber Company, Inc., acknowledge that we received notice of a meeting to be held at the office of said corporation at Brookhaven, Mississippi, November 24th, 1936, at 2:00 o'clock P. M., for the purpose of increasing the capitol stock of said corporation from $150,000 common stock by adding $150,000 non-cumulative 5% preferred stock and for other business to be transacted by the stockholders and in pursuant to said notice, we now enter our appearance in said meeting.

Hugh V. Wall,
J. F. Vernon,
L. O. Crosby, Jr.,
H. H. Crosby,
R. H. Crosby, by proxy.
H. H. Crosby, by proxy.
L. O. Crosby, by proxy.
L. O. Crosby, Jr., by proxy.

I hereby certify that the foregoing 4 pages is a true and correct copy of a resolution that was passed by the stockholders of the Lincoln County Lumber Company, increasing its capital stock from $150,000 to $300,000.00 and providing for the issuing of the additional $150,000.00 in preferred stock as provided in the resolution.

Witness my signature and the seal of office this the 8th day of December, A.D.1936.

(SEAL) Hugh V. Wall, Secretary.

Recorded: December 9th, 1936.

This corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the chancery of Lincoln County, Mississippi, Circuit 2-6-1947. Certified copy of said decree filed in this office this May 9, 1947. Walter Wood, Secy. of State

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Certificate of Incorporation
of
THE MONROE COUNTY ELECTRIC POWER ASSOCIATION

We, the undersigned, being natural persons and residents of Monroe County and Lowndes County, Mississippi, being duly authorized officers of, and being the President and Secretary-Treasurer respectively, of The Monroe County Electric Power Association (a civic improvement company or association organized, incorporated and existing under and pursuant to the provisions of Chapter 100 of the Mississippi Code of 1930 as amended, the charter of incorporation thereof having been granted April 10, 1934, recorded in the Records of Incorporations in the office of the Secretary of State of the State of Mississippi in Book No. 33-34, at pages 588-589, recorded in the office of the Clerk of the Chancery Court of Monroe County, Mississippi in Corporation Book No. 3, at page 65, and recorded in the office of the Clerk of the Chancery Court of Lowndes County, Mississippi, in Corporation Record Book No. 2, page 213-17, and organized for the same general purposes as provided for corporations organized under the provisions of the Mississippi "Electric Power Association Act" of 1936 (Mississippi Act 1936, Chapter 184), hereby execute this Certificate of Incorporation in accordance with Section twenty-four of said Mississippi "Electric Power Association Act" of 1936 on behalf of said Association and pursuant to appropriate resolutions authorizing, approving and directing such action adopted by unanimous vote of the members of said association at a special meeting regularly and validly convened and held at the principal office of the Association in Amory, Mississippi, on the 21st day of November, 1936.

1. Name. The name of the corporation shall be "The Monroe County Electric Power Association."

2. Territory. The operations of the corporations shall be principally conducted in the following counties in the State of Mississippi: Monroe, Lowndes, Lee, Itawamba, Chickasaw, Clay.

3. Principal Office. The location of the principal office of the corporation and the post-office address thereof shall be: Amory, Mississippi.

4. Number of directors. The number of directors shall be as provided in the by-laws. This number shall not exceed twenty-one (21) and shall be not less than three (3).

5. Directors for first year. The names and address of the directors who are to manage the affairs of the corporation for the first year of its corporate existence under the Mississippi "Electric Power Association Act" of 1936, or until their successors are chosen shall be: Ira T. Crook, Amory, Mississippi, Route 1; L. Z. Brook, Amory, Mississippi, R.F.D.; T. D. Boyd, Hamilton, Mississippi; J. O. Taylor, Aberdeen, Mississippi, Route 2; W. A. Bonds, Amory, Mississippi, Route 2; L. W. Darracott, Hamilton, Mississippi; A. C. Moore, Smithville, Mississippi, W. D. Suggs, Smithville, Mississippi; J. H. Egger, Caledonia, Mississippi; W. A. Thornton, Amory, Mississippi, Route 1, T. J. Cole, Amory, Mississippi; W. M. Grace, Hamilton, Mississippi; F. R. Brook, Smithville, Mississippi; J. E. Faulkner, Amory, Mississippi; Clarence Dale, Kolola Springs, Mississippi.

6. Duration. The duration of the corporation shall be ninety (90) years.

7. Membership. (a) The terms and conditions upon which persons shall be admitted to membership in the corporation are as follows: A person desiring to become a member of this corporation shall make application to the corporation in writing for membership, and, upon approval shall become a member of the corporation. No person shall become or remain a member of the corporation unless such person shall use electric energy supplied by the corporation and shall have complied with the provisions of this certificate of Incorporation and the By-Laws and shall have agreed to abide thereby and by any amendments thereto; and unless such person shall have paid a membership fee to be fixed by the By-Laws of the corporation. Any person who shall agree to use energy supplied by the corporation from an existing line or from a line the construction of which has been authorized or commenced by the corporation may be admitted to membership in the corporation upon complying with the other terms and conditions with respect to membership contained in this Certificate of Incorporation or in the By-Laws. The term "person" shall mean and include natural persons, firms, associations, corporations, business trusts, partnerships and bodies politic.

(b) The interest of each member shall be equal to that of every other member and no member of this corporation have any greater voice, vote, or privilege in this corporation than any other member. The members of the corporation shall not be individually liable for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

8. Purposes. The purposes of the corporation shall be to promote and encourage the fullest possible use of electric energy in the State of Mississippi by making electric energy available to the inhabitants of the State at the lowest cost consistent with sound economy and prudent management of the business of the corporation and shall include all purposes required and authorized by said Electric Power Association Act of the State of Mississippi, including amendments thereto subsequent to the date thereof. Without in any manner restricting or limiting the foregoing, the purposes of the corporation shall include the following:

To generate, manufacture, purchase, acquire, and accumulate electric energy for its members and to transmit, distribute, furnish, sell, and dispose of such electric energy to its members (and to such other customers as may validly be served by the corporation pursuant to the said Electric Power Association Act, including all amendments thereto subsequent to the date hereof), and, in order to carry out and accomplish any or all of such purposes, to construct, erect, purchase, lease and in any manner acquire, own, hold, maintain operate, sell, dispose of, lease, exchange, and mortgage plants, buildings, works, machinery, equipment, and supplies and electric transmission and distribution lines or systems;

To acquire, own, hold, exercise and, to the extent permitted by law, to mortgage, pledge, hypothecate and in any manner dispose of franchises, rights, privileges, licenses and easements necessary, useful or convenient for carrying out and accomplishing of any of the purposes of the corporation;

To purchase, lease, and in any manner acquire, own, hold, maintain, sell, lease, exchange, mortgage, pledge and in any manner dispose of any and all real and personal property which may be necessary, useful or convenient for the acrrying out and accomplishing of any of the purposes of the corporation;

To assist its members to wire their premises and install therein electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character and, in connection therewith and for such purposes, to purchase, acquire, lease, sell, distribute, install, and repair electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds of character and to receive, acquire, endorse, pledge, hypotecate and dispose of notes and other evidences of indebtedness;

To borrow money, to make and issue notes, bills of exchange, bonds, debentures and other evidences of indebtedness, secured or unsecured, for moneys borrowed or in payment for property acquired or for any of the other objects or purposes of the corporation; to secure the payment of such bonds, debentures, notes or other evidences of indebtedness by mortgage or mortgages, or deed or deeds of trust upon, or by the pledge of or other lien upon, any or all of the property, rights, privileges or franchises of the corporation, wheresoever situated, acquired or to be acquired;

To make available electric generating, manufacturing and transmission facilities to other corporations not for profit organized for similar purposes under the statutes of the State of Mississippi, or any other State of the United States, and which shall be members of the corporation by sale, lease, contract or otherwise;

To do all such acts and things as may be useful, necessary or convenient for the accomplishment

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of the purposes in this Article expressed or any of them, provided, however, that all of the opra-tions of the corporation shall be on a cooperative basis, not for profit, and for the use and benefit of its members as such.

9. Powers. The corporation shall possess and be authorized to exercise and enjoy all of the powers, rights, and privileges granted to or conferred upon corporations of the character of this corporation by the laws of the State of Mississippi now or hereafter in force.

10. Declaration of intention. It is hereby declared the intention of The Monroe County Electric Power Association, in its capacity as a civic improvement company or association organized under the provisions of Chapter 100 of the Mississippi Code of 1930, as aforesaid, as said intention has been expressed, declared and adopted by appropriate resolutions of its members and of its Board of Directors at meetings of said members and of said Board of Directors, respectively, regularly and validly convened and held and set forth in this Certicate executed by the duly authorized officers of said Association pursuant to the said resolutions, that, simultaneously with full compliance by the said Association with Section Twenty-Four of the Mississippi "Electric Power Association Act" of 1936 (Mississippi Acts 1936, Chapter 184) and the legal assumption of corporate power thereunder, the said Association shall then and thence-forth exist and operate under said Mississippi "Electric Power Association Act" of 1936, including all amehdments thereto subsequent to the date hereof, but shall relinquish its powers under its former charter. No debt or other obligation of or to the corporation incurred prior to re-incorporation as herein provided shall be affected thereby.

All acts, contracts and covenants heretofore done, made, entered into or performed by the corporation in its capacity as a civic improvement company or association organized and acting under Chapter 100 of the Mississippi Code of 1930 are hereby in all respects approved, adopted, ratified, and confirmed, and are intended hereby to be expressly validated as provided in Section Twenty-Four of said Mississippi "Electric Power Association Act" of 1936.

WITNESS out hands and the corporate seal of The Monroe County Electric Power Association (a civic improvement company or association organized and acting pursuant to Chapter 100 of the Mississippi Code of 1930), thereunto duly authorized, at Amory, Monroe County, Mississippi, this 21st day of November, 1936.

L. Z. Brook, President.
A. H. Ritter, Secretary-Treasurer.

(CORPORATE SEAL)

State of Mississippi,
County of Monroe.

Personally appeared before me, Talmage B. Tubb, a Notary Public in and for Monroe County, Mississippi, L. Z. Brook, and A. H. Ritter, to me personally known, who did dispose and say they are President and Secretary-Treasurer respectively, of The Monroe County Electric Power Association (a civic improvement company or association organized and acting pursuant to Chapter 100 of the Mississippi Code of 1930) and who acknowledged that they signed, executed and delivered the foregoing instrument on the day and year therein mentioned.

Given under my hand and official seal, this 21st day of November, A. D. 1936.

(NOTARIAL SEAL)

Talmage B. Tubb, Notary Public.

Received at the office of the Secretary of State, this the 10th day of Dec. 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., Dec. 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, 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 Charter of Incorporation of The 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 Eleventh day of December, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 11, 1936.

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Amendments to Articles of Association and Incorporation of

HARRISON COUNTY FARM BUREAU (A.A.L.)

For the purpose of changing the Name thereof to

HARRISON 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 Harrison 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 Harrison Co. 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 12 day of December, 1936.

H. E. Butcher, President.
G. L. Buck, Secretary.

State of Mississippi,
County of Harrison.

Before me, the undersigned Chancery Clerk in and for said County, personally came and appeared H. E. Butcher and G. L. Buck, who then and there acknowledged, and on oath stated that they are respectively President and Secretary of Harrison Co. Farm Bureau (A.A.L. and executive officers thereof, and that acting for said Association and under specific authority conferred on them by a majority ofvthe 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 stated therein.

In testimony whereof, witness my signature and seal of office, this 12 day of December, 1936.

(SEAL)

Eustis McManue, Chancery Court Clerk,
By E. Patenotte, 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 foregoing and attached amendment to the charter of incorporation of Harrison County Farm Bureau (A.A.L.) changing the name of said corporation to Harrison County Cooperative (A.A.L.) hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chpater 99, Code of Mississippi, 1930, filed in my said office tjis the 14th day of December, 1936, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 377, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this 14th day of December, 1936.

Walker Wood,
Walker Wood, Secretary of State.

Recorded: December 15, 1936.

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Amendment to Charter of Incorporation of

GADDIS MOTOR COMPANY OF RAYMOND, MISSISSIPPI

That Section 4 of the charter of incorporation of Gaddis Motor Company of Raymond, Mississippi, be amended as follows:

"That the capital stock of Gaddis Motor Company of Raymond, Mississippi be increased from the sum of $8,000.00 to the sum of $25,000.00, with the full right and privilege of said corporation continuing its business when the sum of $4,000.00 in capital stock is fully paid, in addition to the sum of $8,000.00 in capital stock heretofore paid, the remaining sum of $13,000.00 in capital stock to be sold at the option of Gaddis Motor Company of Raymond, Mississippi, the par value of the shares of stock to be in the sum of $100.00.

N. Spann, Secretary of
Gaddis Motor Company of Raymond,
Mississippi.

(SEAL)

State of Mississippi,
County of Hinds.

This day personally appeared before me the undersigned officer in and for said State and County the within named N. Spann, Secretary of Gaddis Motor Company, a corporation duly incorporated under the Laws of the State of Mississippi and domiciled at Raymond, Mississippi, who acknowledged that he signed and executed the above and foregoing instrument on the day and year therein mentioned as his act and deed.

Given under my hand and seal of office this December 9th, 1936.

(SEAL)

N. P. Taylor, A Notary Public
for Hinds County, Miss.

RESOLUTION

Whereas, Gaddis Motor Company of Raymond, Mississippi, was issued a charter on February 23rd, 1925, with a capital stock in the sum of $8,000.00; and

Whereas, since said time, the increased business of said corporation makes it necessary that the capital stock of Gaddis Motor Company be increased; and

Whereas, at a regular meeting of the Board of Directors of Gaddis Motor Company this day held in the offices of Gaddis Motor Company in the town of Raymond, Mississippi, it is hereby agreed and ordered that Section 4 of the Charter of Gaddis Motor Company be amended so as to increase the capital stock of Gaddis Motor Company from the sum of $8,000.00 to the sum of $25,000.00, with the full right and privilege of continuing business when the sum of $4,000.00 in capital stock is fully paid, in addition to the sum of $8,000.00 in capital stock heretofore paid, the remaining sum of $13,000.00 in capital stock to be sold at the option of said Gaddis Motor Company, the par value of the shares of stock to be in the sum of $100.00;

Now, therefore, be it resolved that Section 4 of the Charter of Incorporation of Gaddis Motor Company of Raymond, Mississippi, be amended as follows:

That the capital stock of Gaddis Motor Company of Raymond, Mississippi, be increased from the sum of $8,000.00 to the sum of $25,000.00, with the full right and privilege of the said corporation continuing its business when the sum of $4,000.00 in capital stock is fully paid, in addition to the sum of $8,000.00 in capital stock heretofore paid, the remaining sum of $13,000.00 in capital stock to be sold at the option of Gaddis Motor Company, the par value of the shares of stock to be in the sum of $100.00.

The above resolution was offered on motion of N. Spann, duly seconded by J. L. Gaddis, Jr., and unanimously passed, this December 9th, 1936.

J. L. Gaddis, Jr., Director, voting yes.

N. Spann, Directors voting yes.

State of Mississippi,
County of Hinds.

I, N. Spann, Secretary of Gaddis Motor Company, a corporation duly incorporated under the laws of the State of Mississippi and domiciled at Raymond, Mississippi, do hereby certify that the above and foregoing is a true and correct copy of a Resolution passed by the Board of Directors of Gaddis Motor Company on the 9th day of December, 1936.

Witness my signature this December 9th, 1936.

(SEAL)

N. Spann, Secretary of Gaddis Motor
Company, of Raymond, Mississippi.

I hereby certify that Gaddis Motor Company of Raymond, Mississippi, Board of Directors consists of a three member Board to-wit: J. L. Gaddis, Sr., Bolton, Mississippi, J. L. Gaddis, Jr., Bolton, Mississippi, N. Spann, Raymond, Mississippi.

Witness my signature this December 9, 1936.

(SEAL)

N. Spann, Secretary, Gaddis Motor
Company of Raymond, Mississippi.

Received at the office of the Secretary of State, this the 12th day of Dec. A. D. 1936, together with the sum of $34.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., Dece. 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 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 Gaddis 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 Fourteenth day of December, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 15, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

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Charter of Incorporation of

CEDAR LANE FARMS, INCORPORATED

I. The corporate title of said company shall be: CEDAR LANE FARMS, INCORPORATED.
II. The names and postoffice addresses of the Incorporators of said Company are: H. T. Council, Greenville, Mississippi; H. M. Lewy, Greenville, Mississippi; G. G. Council, Greenville, Mississippi.
III. The domicile of the corporation in this state is Greenville, Mississippi.
IV. The authorized capital stock of the company shall be $30,000.00. All said stock shall be common stock, with equal privileges, restrictions and voting rights; and shall have a par value of One Dollar ($1.00) per share.
V. The period of existence of said corporation shall be fifty (50) years.
VI. The purposes for which the Corporation is created are: To own or lease lands; to buy or sell lands; to own, lease, buy or sell farming equipment, farming tools, farming implements, and any personal or real property necessary for or incident to the operation of farm lands; to borrow money necessary for the conduct of the business of the Corporation, and to give, as security therefor, mortgages, deeds of trust, or other evidences of indebtedness of the Corporation; to enter into and perform contracts to plow cultivate or otherwise till lands for farming purposes; and to do all things necessary for or incident to the proper performance of any of the foregoing purposes.

In addition to the forggoing, the rights and powers that may be exercised by said corporation are those conferred by the provisions of the Chapter 100 of the Mississippi Code of 1930, and the amendmehts thereto.

VII. The number of shares of stock necessary to be subscribed and paid for before the Corporation shall commence business is ten thousand (10000) shares.

Witness the signatures of the incorporators of the aforesaid Company, this the day of December, 1936.

H. T. Council,
B. M. Lewy,
G. G. Council.

State of Mississippi,
County of Washington.

Personally appeared before me, the undersigned authority authorized to take acknowledgments in and for said state and county, the within-named H. T. Council, B. M. Lewy and G. G. Council, who acknowledged that they signed and delivered the foregoing Articles of Incorporation, on the day and year therein-mentioned, as their own act and deed, as such incorporators.

Given under my hand and official seal, this the 7th day of December, 1936.

Laura Morgan, Notary Public.

(SEAL)

Received at the office of the Secretary of State, this the 12 day of Dec. 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, Secreta y of State.

Jackson, Miss., Dec 14.

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 Cedar Lane Farms, 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 Fourteenth day of December, 1936.

Hugh White, Governor.

By the Governor:
Walker Wood, Secretary of State.

Recorded: December 15, 1936.

This Corporation dissolved and its Charter surrendered to the State of Mississippi by a decree of Chancery Court of Washington County, Mississippi, dated June 21, 1941. Certified Copy of said decree of chancery court filed in this office, this June 24, 1941. Walker Wood, Secretary of State.

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RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

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The Charter of Incorporation of

INDIANOLA MOTOR COMPANY

1. The Charter of Incorporation of Indianola Motor Company.
2. The names of the incorporators are: W. W. Gresham, postoffice, Indianola, Mississippi; Georgia D. Gresham, postoffice, Indianola, Mississippi; B. W. Sory, postoffice, Indianola, Mississippi.
3. The domicile is at Indianola, Sunflower County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Twenty Thousand Dollars---all common stock.
5. Number of shares for each class and par value thereof: Two hundred shares, all common stock; par value of stock is 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: Deal in and buy and sell, wholesale and retail, both new and used, automobiles, trucks, tractors, trailers and motor vehicles of every kind and description; radios, electric refrigerators, washing machines, and other electrical appliances of every kind and description; automobile tires, tubes, batteries, and all parts, accessories and equipment for automobiles, trucks, tractors, trailers and all other motor vehicles, and for radios, electric refrigerators, washing machines and all other electrical appliances; also to deal in and buy and sell wholesale and retail, gasoline, oils, tractor fuels and all other petroleum products; also to repair, paint and service all property of every kind and description authorized to be handled or dealt in by the corporation; also to own, lease, manage and operate filling and service stations; also to do machine and repair work on automobiles, trucks, tractors, trailers and other motor vehicles, radios, electric refrigerators, washing machines and other electrical appliances; also to build, own, lease, maintain and operate buildings, storage houses and garages for the storing, caring, for and keeping for hire therein all automobiles, trucks, tractors, trailers and other motor vehicles, radios, electric refrigerators, washing machines, and other electrical appliances; generally, to buy, sell and deal in, both wholesale and retail, all goods, wares and merchandise necessary, or incidental to the sale, handling, operation, repair or equipment of automobiles, trucks, tractors, trailers and all other motor vehicles, and radios, electric refrigerators, washing machines, and other electrical appliances of any and all kinds, manufactures and description; and for the purpose of carrying on the businesses, aforesaid, own, lease, rent, buy, sell and convey property, both real and personal, as may be necessary; and generally, to do all acts and things that may be necessary or incidental in conducting the business or businesses herein 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 1930, and the amendments thereto.

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

9. The first meeting of all persons in interest may be called by giving personal notice thereof twenty-four hours before the meeting.

W. W. Gresham,
Georgia D. Gresham,
B. W. Sory,
Incorporators.

State of Mississippi,
County of Sunflower.

This day personally appeared before me, the undersigned authority, W. W. Gresham, Georgia D. Gresham, and B. W. Sory, incorporators of the corporation known as the Indianola Motor Company 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, 1936.

(SEAL) Daisy Zachariah, Notary Public.

Received at the office of the Secretary of State this the 15th day of Dec. 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., December 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 Indianola 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 Fifteenth day of December, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

December 16th, 1936.

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Amendment of Correction of Articles of Incorporation of
THE FARMERS EXCHANGE BANK
Centreville, Wilkinson County, Mississippi

Whereas, heretofore on the 22nd day of September 1934, the stockholders of The Farmers Exchange Bank, Centreville, 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 September 22, 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 22nd day of September 1934, the Articles of Incorporation as amended, be amended as follows:

By striking from the Articles of Incorporation, as amended, all of said amendments adopted September 22, 1934, and all of the resolutions adopted in connection therewith, except RESOLVED FIRST which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, that the Articles of Incorporation be amended by designating the six paragraphs thereof as Articles First to Sixth, inclusive.

RESOLVED THIRD, that the Articles of Incorporation be further 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 FOURTH, 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 $30,000.00 divided into classes and shares as follows:

(a) $10,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 160 shares of the par value of $62.50 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 Fourth) 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 Syock , 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 September 22, 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, andthereafter at the rate of five percent 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; 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 Fourth) 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

(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 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 groass earnings 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 douhtful 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 therefore 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 forthe 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 not deductions from gross earnings for the six months' period ending December 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 Racapitalization 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

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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 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 Fourth) of a sum equal to forty percent 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 percent 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 itsBoard 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 them 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 $30,000.00 (5) by and 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, 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

(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.

minimum capitals 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 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 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 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 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

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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 Prferred 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 Fourth, or 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 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 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 Fourth, 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 percent 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 Fourth) on and after February 1, 1937, shall not have amounted in the aggregate to five percent 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 or as determined by the Superintendent of Banks, if the Reconstruction Finance Corporation shall so elect), 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 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 by 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 Cor-

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poration within the meaning of this section 14.

Resolved Fifth, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article Eighth, reading as follows:

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 of 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.

Resolved Sixth, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article Ninth, reading as follows:

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 percent 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 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 special meeting of the shareholders of the Farmers Exchange Bank, Centreville, Mississopoi, held on December 15, 1936, at least 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 oustanding and at least two-thirds of the total number of shares of Common stock outstanding: Total number of shares of preferred stock outstanding 160; Total number of shares of preferred stock represented at the meeting 160; Total number of shares of Preferred Stock voted in favor of the resolutions 160; 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 183; Total number of shares of Common Stock voted in favor of the resolutions 183; 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) E. B. Robinson, President.

Subscribed and sworn to before me this 15 day of December, A. D. 1936.

(SEAL) Agnes Robertson, NotaryPublic.

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 Farmers Exchange Bank, Centreville, 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 16th day of December, 1936.

M. D. Brett, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 16th day of December, 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., December 16th, 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 The Farmers Exchange 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 December, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 17th, 1936.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

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The Charter of Incorporation of

HANCOCK BANK SECURITIES CORPORATION
Bay St. Louis, Mississippi.

1. The corporate title of said company is Hancock Bank Securities Corporation.
2. The names of the incorporators are: Leo. W. Seal, postoffice, Bay St. Louis, Mississippi; Carl Marshall, postoffice, Bay St. Louis, Mississippi; Geo. R. Smith, post office, Pass Christian, Mississippi;
3. The domicile is at Bay St. Louis, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The corporation shall be capitalized at One Hundred Thousand Dollars, ($100,000.00), all of which shall be common stock of the same class, all of the par value of $100.00 pershare.
5. Number of shares of each class and par value thereof: One Thousand 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 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 trusts 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 Section 34 of 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: 350 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.

Leo. W. Seal,
Carl Marshall,
Geo. R. Smith,
Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
County of Harrison.

This day personally appeared before me, the undersigned authority Leo W. Seal, and Geo. R. Smith, incorporators of the corporation known as the Hancock 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 7th day of December, 1936.

(SEAL)

Amelia Courtenay,
Notary Public for Harrison County,
Mississippi.

State of Mississippi,
County of Hancock.

This day personally appeared before me, the undersigned authority, Carl Marshall, one of the incorporators of the corporation known as the Hancock 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 7th day of December, 1936.

(SEAL)

A. A. Scafide,
Notary Public for Hancock County,
Mississippi.

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 Hancock Bank Securities Corporation, Bay St. Louis, 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, 1936.

(SEAL)

M. D. Brett,
State Comptroller.

Received at the office of the Secretary of State this the 16th day of Dec. 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, Mississippi,
December 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 Hancock 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 ti be affixed, this Sixteenth Day of December, 1936.

Hugh White,
Governor.

(GREAT SEAL)
By the Governor:
Walker Wood,
Secretary of State.

Recorded: December 17th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

poration within the meaning of this section 14.

Resolved Fifth, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article Eighth, reading as follows:

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 of 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.

Resolved Sixth, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article Ninth, reading as follows:

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 percent 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 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 special meeting of the shareholders of the Farmers Exchange Bank, Centreville, Mississopoi, held on December 15, 1936, at least 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 oustanding and at least two-thirds of the total number of shares of Common stock outstanding: Total number of shares of preferred stock outstanding 160; Total number of shares of preferred stock represented at the meeting 160; Total number of shares of Preferred Stock voted in favor of the resolutions 160; 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 183; Total number of shares of Common Stock voted in favor of the resolutions 183; 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) E. B. Robinson, President.

Subscribed and sworn to before me this 15 day of December, A. D. 1936.

(SEAL) Agnes Robertson, NotaryPublic.

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 Farmers Exchange Bank, Centreville, 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 16th day of December, 1936.

M. D. Brett, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 16th day of December, 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., December 16th, 1936.

I have examined this amendment to charter of incorporation, and am of the opihion 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 Exchange 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 December, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 17th, 1936.

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The Charter of Incorporation of

HANCOCK BANK SECURITIES CORPORATION
Bay St. Louis, Mississippi.

1. The corporate title of said company is Hancock Bank Securities Corporation.
2. The names of the incorporators are: Leo. W. Seal, postoffice, Bay St. Louis, Mississippi; Carl Marshall, postoffice, Bay St. Louis, Mississippi; Geo. R. Smith, post office, Pass Christian, Mississippi;
3. The domicile is at Bay St. Louis, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The corporation shall be capitalized at One Hundred Thousand Dollars, ($100,000.00), all of which shall be common stock of the same class, all of the par value of $100.00 pershare.
5. Number of shares of each class and par value thereof: One Thousand 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 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 trusts 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 Section 34 of 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: 350 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.

Leo. W. Seal,
Carl Marshall,
Geo. R. Smith,
Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
County of Harrison.

This day personally appeared before me, the undersigned authority Leo W. Seal, and Geo. R. Smith, incorporators of the corporation known as the Hancock 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 7th day of December, 1936.

(SEAL)

Amelia Courtenay,
Notary Public for Harrison County,
Mississippi.

State of Mississippi,
County of Hancock.

This day personally appeared before me, the undersigned authority, Carl Marshall, one of the incorporators of the corporation known as the Hancock 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 7th day of December, 1936.

(SEAL)

A. A. Scafide,
Notary Public for Hancock County,
Mississippi.

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 Hancock Bank Securities Corporation, Bay St. Louis, 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, 1936.

(SEAL)

M. D. Brett,
State Comptroller.

Received at the office of the Secretary of State this the 16th day of Dec. 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, Mississippi,
December 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 Hancock 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 ti be affixed, this Sixteenth Day of December, 1936.

Hugh White,
Governor.

(GREAT SEAL)
By the Governor:
Walker Wood,
Secretary of State.

Recorded: December 17th, 1936.

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State of Mississippi,
County of Lauderdale.

Now comes Mississippi Oil Corporation, a corporation created and existing under the laws of the State of Mississippi, domiciled at meridian, Lauderdale County, Mississippi, acting herein by and through H. Kramer, the President thereof, pursuant to the authority conferred upon him as such President by the stockholders of said Corporation at a meeting thereof on the 12th day of December, A. D. 1936, a copy of such authority to said President being attached hereto as a part hereof, and said Corporation respectfully prays to amend Sections Four (4) and Five (5) in its Charter of Incorporation in manner and form as follows, to-wit:

Section Four (4), Amount of Capital Stock and particulars as to class or classes thereof: The amount of Capital Stock is Twenty Thousand Dollars ($20,000.00) and all shares of stock shall be common stock with preference, privileges or other qualifications and each share of stock shall have full and equal voting powers under the law of the State of Mississippi.

Section Five (5), Number of Shares for each class and the par value thereof: Two Hundred (200) shares of common stock of the par value of One Hundred Dollars ($100.00) per share.

Submitted, this the 14th day of December, A. D. 1936.

MISSISSIPPI OIL CORPORATION,
A Corporation,
By H. Kramer, President thereof.

(SEAL)

State of Mississippi,
County of Lauderdale.

Before me, the undersigned authority in and for the above mentioned County and State, this day personally appeared H. Kramer, who, as President of Mississippi Oil Corporation, a Corporation, acknowledged to me that he signed, sealed, and executed the foregoing application to amend the Charter of Incorporation of said Corporation for and in behalf of said Corporation.

Given under my hand and official seal, this the 14th day of December, A. D. 1936.

MADGE CLARK, Notary Public.

(SEAL)

Copy of Stockholders' Meeting, Special,
Held December 12th, 1936, Minutes.....

On this the 12th day of December, A. D. 1936, a meeting of the Mississippi Oil Corporation, a Corporation, stockholders, held in its offices in the City of Meridian, Lauderdale County, Mississippi, whereat then were present and in attendance all the stockholders of said Corporation and all of whom, in open meeting waived notice of this meeting, and there upon there was offered a resolution in words and figures, as follows, to-wit:

Resolved, that Section Four (4) of the Charter of this Corporation be amended in manner and form, as follows, to-wit:

Section Four (4), Amount of Capital Stock and particulars as to Class or Classes thereof: The amount of Capital stock is Twenty Thousand Dollars ($20,000.00) and all shares of stock shall be common stock without preference, privileges or other qualifications and each share of stock shall have full and equal voting powers under the laws of the State of Mississippi.

Resolve, that Section Five (5) of the Charter of this Corporation be amended in manner and form, as follows, to-wit:

Section Five (5), Number of Shares for each class and par value thereof: Two Hundred (200) shares of common stock of the par value of One Hundred Dollars ($100.00) per share.

Thereupon motion was made to adopt said resolution, which after said motion was duly seconded, was put to a vote, whereupon all the stockholders of said Corporation voted for the adoption of said resolution and thereby said resolution was adopted.

Upon motion made and duly seconded and passed by unanimous vote of all the stockholders of said corporation, it was ordered that H. Kramer, President of said Corporation, forthwith take such steps necessary to obtain for said amendment the approval of the Governor of the State of Mississippi.

It is here now certified that the foregoing is a true and correct copy of the minutes of said Corporation, of the meeting of the stockholders thereof as aforesaid, the said resolution having been adopted by the unanimous vote of all the stockholders of said Corporation and same and the proceedings resulting in the adoption thereof as aforesaid, are entered on the minutes of said meeting.

Given under my hand as Secretary & treasurer of said Corporation, this the 14th day of December, A. D. 1936.

L. L. Dowling, Secy & Treas.

(SEAL)

L.L.Dowling, Secy & Treas.

Received at the office of the Secretary of State, this the 19th day of Dec. 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., December 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.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Mississippi Oil 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 nineteenth day of December, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 21, 1936.

This Charter of Incorporation duly and its charter amended to the State of Mississippi, Lauderdale County, dated January 2, 1937. Certified Copy of Charter of Lauderdale County, dated January 2, 1937. Certified Copy of Bill filed in this office this January 10, 1941. Walker Wood, Secy of State

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to charter of

JOHNSTON FURNITURE COMPANY

At a meeting of the stockholders of Johnston Furniture Company, a corporation organized and existing under and by virtue of the laws of the state of Mississippi held at its place of business on December 1, 1936, at Columbus, Mississippi, all stockholders being present and having waived the notice required for said meeting and agreeing to transact any business which the stockholders should deem advisable at said meeting, a resolution was duly made, seconded and adopted as follows:

That the corporation issue 200 shares of preferred stock of the par value of $100.00 per share, said stock to be preferred over common stock, both as to principal and dividend, and that said preferred stock would pay 6% cumulative dividend, and that said stock might be retired at par and cumulative dividends, at any time after one year from date by giving 60 days notice in writing to owners of said preferred stock; that said preferred stock be sold at not less than par; the said preferred stock may be redeemed in whole or in part; and the said preferred stock should be given preference as to net assets upon dissolution and winding up of said corporation, whether voluntary or involuntary. That the President present to the Secretary of State the proposed amendment and do any and all things necessary for its adoption.

JOHNSTON FURNITURE COMPANY
By Russell B. Johnston, President.

CERTIFICATE

I, Russell B. Johnston, being President of Johnston Furniture Company duly organized and existing under the laws of the state of Mississippi on oath state and do hereby further certify that the attached is a complete, detailed, and exact copy of the minutes of the meeting of the stockholders of the said corporation above named, held in Columbus, Mississippi, on December 1st, 1936.

Russell B. Johnston, President.

Subscribed and sworn to before me this 1st day of December, 1936.
(SEAL)

Kathleen Higgins, Notary Public.

State of Mississippi,
Lowndes County.

Personally appeared before me, Kathleen Higgins, a Notary Public in and for said County and State the within named Russell B. Johnston, to me personally known to be President Johnston Furniture Company, who acknowledged that he signed, executed and certified to the above and foregoing instrument being a copy of the minutes of the stockholders meeting as is above named held on the 1st day of December, 1936.

Given under my hand and seal this 1st day of December, 1936.
(SEAL)

Kathleen Higgins, Notary Public.
My commission expires 10/17/38.

Received at the office of the Secretary of State this 22nd day of December, 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., December 22nd, 1936.

I have examined the amendment to the charter of incorporation of Johnston Furniture Company 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.

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 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 Twenty-third day of December, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 23, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
GUARANTY BUILDING & LOAN ASSOCIATION

1. The corporate title of said company is Guaranty Building & Loan Association.

2. The names of the incorporators are: Sam Gates, postoffice, Gulfport, Mississippi; P. H. White, postoffice, Gulfport, Mississippi; J. W. Milner, postoffice, Gulfport, Mississippi; Ivan Ballenger, postoffice, Gulfport, Mississippi; J. L. Taylor, postoffice, Gulfport, Mississippi; G. E. Estes, postoffice, Gulfport, Mississippi; John B. Sneed, postoffice, Gulfport, Mississippi; R. A. Wallace, Gulfport, Mississippi; Eustis McManus, postoffice, Gulfport, Mississippi.

3. The domicile is at Gulfport, Mississippi.

4. Amount if capital stock and particulars as to class or classes thereof: The amount of capital stock is One Million Dollars ($1,000,000.00) divided into Ten Thousand (10,000) shares of common stock, each of the par value of One Hundred Dollars ($100.00); each share of fully paid-up stock shall entitle the owner and holder thereof to one vote in the affairs of the Association and to participate equally, with all other owners and holders of such stock, in the profits earned by the Association. The capital stock shall be issued, sold and paid for in such amounts and upon such tersms and conditions as may be legally provided for by the duly constituted officers of the Association and by its by-laws.

5. Number of shares for each class and par value thereof: Ten Thousand (10,000) shares of common stock, each of the par value of One Hundred Dollars ($100.00), to be issued, sold and paid for in such amounts and upon such terms and conditions as may be legally provided for by the proper officers of the Association and by 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: is to organize and conduct a mutual building and loan association, and to accumulate funds to be loaned on real estate and improvements thereon, or upon the capital stock of the association and upon other approved collateral, to members of the association, thereby enabling the said members to purchase, build or improve homes, and other real estate and improvements thereon, upon advantageous terms, and to do and perform all other acts necessary to effectuate and carry on the said purposes, including the legal right to take and receive proper securities for loans made by the association and the legal right to foreclose and enforce the same when it becomes necessary to do so for the enforcement of the payment of such loans; to purchase, own and sell real estate and improvements thereon, improve the same, build and repair dwelling houses of every kind and structures of all other kinds, and to sell, exchange, lease or hypothecate the same as it may be necessary or essential in furtherance of the proper prosecution of the business and the affairs of the association; to purchase, own, control, manage and dispose of, pursuant to law, the franchuses and assets of any other domestic building and loan association which is now, or which may hereafter become, insolvent and has ceased, or may hereafter cease, to be a going association, when it shall be deemed to be advantageous and profitable to this association and its members so to do; to avail itself of the benefits provided by the provisions of any and akk congressional enactments now in effect, or that may hereafter be enacted, whereby assistance to and relief of building and loan associations are made available to it, including the provisions relating to and providing for the insurance of the shares of stock and the accounts of such associations by the Federal Savings and Loan Corporation; to convert itself, at its option, into a Federal Savings and Loan association pursuant to the provisions of Chapter 173 of the Laws of the State of Mississippi enacted at the regular session of the Legislature in the year 1936 and any amendments thereto; to promote saving by and among its members; and to generally do and perform all acts and things necessary or incidental to the proper and usual conduct of a building and loan association, and of this association inx particular, conformable to the provisions of Chapter 92, Code of Mississippi, 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 Mississipi of 1930.

8. Number of shares to be subscribed abd paid for before the corporation may begin business: Fifty (50) shares of fully paid-up common stock.

Sam Gates,
P. H. White,
J. W. Milner,
Ivan Ballenger,
J. L. Taylor,
G. E. Estes,
John B. Sneed,
R. A. Wallace,
Eustis McManus,
Incorporators.

(Proof of Publication, Showing publication in) Dec 31st 1936
(Filed in this office) Jany 7th 1937
Walker Wood, Secretary of State

This corporation suspended by order of Board of Savings & Loan Association this the 8th day of Oct 1963

Heber Ladner, Secretary of State

ACKNOWLEDGMENT

State of Mississippi, County of Harrison.

This day personally appeared before me, the undersigned authority, Sam Gates, P. H. White, J. W. Milner, Ivan Ballenger, John B. Sneed and R. A. Wallace, incorporators of the corporation known as the Guaranty Building & Loan 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 December, 1936.

(SEAL)

Havard A. Jordan, Notary Public.

State of Mississippi, County of Harrison.

This day personally appeared before me, the undersigned authority, Eustis McManus, one of the incorporators of the corporation known as the Guaranty Building and Loan Association, 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 December, 1936.

(SEAL)

Ben Kittrell Glenn, Sr.,
Notary Public.

State of Mississippi, County of Harrison.

This day personally appeared before me, the undersigned authority, G. E. Estes and J. L. Taylor, two of the incorporators of the corporation known as the Guaranty Building & loan Association who acknowledged that they signed and executed the above and foregoing artucles of incorporation as their act and deed on this the 22nd day of December, 1936.

(SEAL)

Mrs. Ruby A. Price,
Notary Public.

Received at the office of the Secretary of State this the 29th day of December, A. D. 1936, 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., Dec. 29, 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 Guaranty 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 twenty-ninth day of December, 1936.

Hugh White, Governor,

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

KENNEDY MOTOR COMPANY, INC.

1. The corporate title of said company is: Kennedy Motor Company, Inc.
2. The names of the incorporators are: D. C. Roby, postoffice, Cleveland, Miss.; Mary K. Roby, postoffice, Cleveland, Miss.; J. W. Kennedy, postoffice, Cleveland, Miss.
3. The domicile is at Cleveland, Mississippi.
4. The amount of capital stock is $10,000.00. $6,000.00 of which shall be paid in before the corporation shall begin to transact business.
5. The parivalue ofshares is $10.00each, all stock to be common stock.
6. The period of existence is fifty years.
7. The purpose for which it is created: To conduct a general sales agency for automobiles and automobile parts and sundrys, and such other goods wares and merchandise as may be handled in connection with the sales agency for automobiles and automobile parts and sundrys, and for the operation of ageneral repair department for repair of automobiles and other mechanical and electrical devices.
8. The rights and powers that may be exercised by this corporation are those conferred by Chapter 100 of the Mississippi Code of 1930 and amendments or additions that have been made since the adoption of the 1930 Mississippi Code.

D. C. Roby,
Mary K. Roby,
J. W. Kennedy,
Incorporators.

State of Mississippi,
Bolivar County.

This day personally appeared before the undersigned authority in and for the County and State aforesaid, D. C. Roby and Mary K. Roby, incorporators of the corporation known as Kennedy Motor Company, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this 13th day of August, 1936?
(SEAL)
C. B. Lagrone, Notary Public.

State of Mississippi,
Bolivar County.

This day personally appeared before the undersigned authority in and for the County and State aforesaid, J. W. Kennedy, incorporator of the corporation known as Kennedy Motor Company, Inc., who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this 29th day of October, 1936.
(SEAL)
C. B. Lagrone, Notary Public.

Received at the office of the Secretary of State, this the 21st day of Dec. 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., Dec. 21, 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, 1936.
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Kennedy Motor Company, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this December 23rd, 1936.

Hugh White, Governor.

By the Governor:
Walker Wood, Secretary of State.

Recorded: December 23, 1936.

Suspended by State Tax Commission on May 6, 1965. Delbert Hosemann Secretary of State

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to charter of incorporation of
BANK OF WEST, WEST, MISSISSIPPI

Resolved First, That the capital stock of the corporation he increased in the sum of $10,000 by the declaration, out of the surplus account of the corporation, of a 100% common stock dividend payable pro rata to the holders of record of shares of common stock of the corporation, such additional common stock to consist of 100 shares of the par value of $100 per share.

Resolved Second, That Section 1 of Article 4 of the Articles of Incorporation, as amended, be amended to read as follows:

(1) Amount, classes and shares of capital stock.---The amount of capital stock of the corporation shall be $35,000 divided into classes and shares as follows:

(a) $15,000 par value of preferred stock (subject to retirement as hereinafter provided) divided into 200 shares of the par value of $75 each; and

(b) $20,000 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 200 shares of the par value of $100 each.

Resolved Third, That the President or Vice President of the Corporation be and he hereby is authorized and directed to take such action as may be necessary to give effect to the aforesaid amendment to the Articles of Incorporation of the corporation.

At a special meeting of the stockholders of Bank of West, West, Mississippi, held on the 23rd day of December, 1936, not less than 10 days notice of the proposed business having been given by mail to all stockholders of record entitled to act and vote at such meeting, at their respective addresses as shown on the books of the corporation, the foregoing resolutions were adopted by the following vote, representing all of the shares of preferred stock outstanding and all of the 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 numver 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 ax true and correct report of the vote and of the resolutions adopted at a special meeting of the stockholders 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.

(SEAL OF BANK) A. J. Stevens, President.

Subscribed and sworn to before me, this 23rd day of December, A. D. 1936.

(SEAL OF NOTARY) R. M. Baxter, 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 Bank of West, West, 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 Common Stock 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 $35,000.00, of which $15,000.00 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 28th day of December, 1936. M. D. Brett, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 28th day of December, 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., December 28th, 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 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 Twenty-eighth day of December, 1936.

Hugh White, Goverhor.

By the Governor,
Walker Wood,
Secretary of State

Recorded: December 29th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

COLUMBIA CLINIC-HOSPITAL ASSOCIATION.

1. The corporate title of said Company is---Columbia Clinic-Hospital.
2. The names of the incorporators are: John G. Gardner, postoffice, Columbia, Mississippi; Edna L. Gardner, postoffice Columbia, Mississippi; John G. Gardner, Jr., postoffice, Columbia, Mississippi.
3. The domicile is at Columbia, Mississippi.
4. The amount of Capital Stock and particulars as to class or classes thereof: This is a non-share corporation.
5. Number of shares for each class and par value thereof: None.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: Is to purchase and otherwise acquire, equip, maintain, operate, sell and otherwise dispose of a hospital to be used strictly for hospital purposes and a Nurses' Home in connection therewith, and to maintain one or more charity wards that are for charity patients, provided, that all the income from said hospital and Nurses' home shall be used entirely and exclusively for the purposes thereof and no part of the same for profit; and provided further, that no dividends or profits derived from the operation of said Hospital and/or Nurses' Home be divided between the members of this corporation; and provided, further, that expulsion shall be the only remedy for the non-payment of dues, with the right however, vested in each member while a member of this corporation to cast one vote in the election of all officers; and provided further, that the loss of membership by death or otherwise shall terminate the interest of such member in the corporate assets of this corporation; and provided further that there shall be no individual liabilities against the members of this corporation for its corporate debts but the entire corporate property shall be liable for the claims of creditors.

In addition to the rights and powers hereinabove defined or expressed, this corporation may in addition to the foregoing exercise such additional powers as are conferred by Chapter 100 of the Code of Mississippi of 1930 and Laws Amendatory thereto.

8. The number of shares of each class of stock to be subscribed and paid for before the corporation may begin business----None.

John G. Gardner, Sr.,
Edna L. Gardner,
John G. Gardner, Jr.,

State of Mississippi,
Marion County.

This day personally appeared before me, the undersigned authority, within and for said County and State, the above named, John G. Gardner, Mrs.Edna L. Gardner, and John G. Gardner, Jr., incorporators of the corporation known as the Columbia Clinic-Hospital, 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 November, A. D. 1936.

(SEAL)

Hattie F. Robertson, Notary Public.
(nee Ford)

Be it remembered that on this the 25th day of November, A. D. 1936, there was begun and held a meeting of all of the members of the Columbia Clinic-Hospital Association. There were present and in attendance upon said meeting the following members of said Association: John G. Gardner, Edna L. Gardner and John G. Gardner, Jr.,

Dr. John G. Gardner acted as chairman of the meeting and Mrs. Edna L. Gardner acted as secretary thereof.

Whereas, the amount of charity work and service rendered by this association justifies it in applying for a charter so that it may enjoy all of the rights and privileges offered by law to non share corporations of this character:

Now, therefore, be it resolved, that this Association shall apply for a non share corporation charter for the purposes and ~~mak~~ to exercise the powers as follows:

To purchase and otherwise acquire, equip, maintain, operate, sell and otherwise dispose of a Hospital to be used strictly for Hospital purposes and a Nurses' Home in connection therewith, and to maintain one or more charity wards that are for charity patients, provided, that all the income from said Hospital and Nurses' Home shall be used entirely and exclusively for the purposes thereof and no part of the same for profit; and provided further, that no dividends or profits derived from the operation of said Hospital and/or Nurses' Home shall be divided between the members of this corporation; and provided further, that expulsion shall be the only remedy for the non-payment of dues, with the right however, vested in each member while a member of this corporation to cast one vote in the election of all officers; and provided further, that the loss of membership by death or otherwise shall terminate the interest of such member in the corporate assets of this corporation; and provided further, that there shall be no individual liabilities against the members of this corporation for its corporate debts but the entire corporate property shall be liable for the claims of creditors.

In addition to the rights and powers hereinabove defined or expressed, this corporation may in addition to the foregoing exercise such additional powers as are conferred by Chapter 100 of the Code of Mississippi of 1930 and Laws Amendatory thereto.

There being no further business to come before the meeting, upon motion duly made, seconded and carried, the same was adjourned.

John G. Gardner, Sr., Chairman.
Edna L. Gardner, Secretary.

John G. Gardner, Jr.,
John G. Gardner, Sr.,
Edna L. Gardner

I, the undersigned Secretary of the Columbia Clinic-Hospital Association, do hereby certify that the above and foregoing is a full, true and correct copy of the Minutes of a meeting of the Columbia Clinic-Hospital Association held on the 25th day of November, A. D. 1936, as the same appears on file and recorded in the Minutes of said Association.

This the 5th day of December, A. D. 1936.

Edna L. Gardner,
Secretary of Columbia Clinic-Hospital
Association.

Received at the office of the Secretary of State, this the 15th day of ~~December~~ September 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., December 21, 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.

TUCKER PRINTING HOUSE JACKSON MISS

The within and foregoing Charter of Incorporation of Columbia Clinic-Hospital Association is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-third day of December, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 23rd, 1936.

Prosposed Amendment to the Articles of Incorporation of

COLUMBINE KNITTING MILL, INC.

BE IT RESOLVED, that the common capital of said company shall be increased from 500 shares of common stock of no par value, to 1500 shares of common stock of no par value.

RESOLVED SECOND, that the Articles of Incorporation be amended by striking out Section 1 of Article 4 as contained in the Amendment to the Articles of Incorporation of said Company, and inserting in the place thereof the following:

AMOUNT, CLASSES AND SHARES OF CAPITAL STOCK---The amount of the capital stock of the Corporation shall be (a) $10,000.00 par value of preferred stock divided into 100 shares of the par value of $100.00 each, to be guaranteed by H. L. White, as provided for in the Amendment to the Charter of Incorporation approved on March 12, 1936. (b) 1500 shares of common stock of no par value, to be issued to shareholders for a sum not less than TEN DOLLARS ($10.00) per share, with the right to issue 720 shares presently, and so much of the remainder as the stockholders may determine upon by majority vote, at a later date, or as from time to time prescribed by them.

RESOLVED THIRD, that the Articles of Incorporation be further amended by strking out Article 5 and inserting 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) 1500 shares of no par value common stock, to be sold to the shareholders for $10.00 per share, with the right to issue at the present time 720 shares and with the right to issue the additional common stock of no par value to the full amount of the authorization herein, from time to time and at such times as the stockholders shall determine to be offered to the stockholders at a prorata basis, or to be sold to others for a sum such as the stockholders shall determine.

At a meeting of the shareholders of Columbine Knitting Mill, Inc., of Columbia, Mississippi, held on the 21st day of December, A. D. 1936, of which all shareholders had been duly notified, the foregoing Resolutions were unanimously passed by all attending stockholders, constituting a quorum.

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 Mill, Inc., held on the 21st day of December, A. D. 1936.

IN WITNESS WHEREOF, I have hereunto set my hand and the Seal of the Corporation on this the 28th day of December, A. D. 1936.

R. D. Ford, President.

(SEAL)
ATTEST:
W.C.Flandes, Secretary.

Subscribed and sworn to before me on this the 28th day of December, A. D. 1936.

(SEAL)

Hattie F. Robertson, (nee Ford)
Notary Public.

Received at the office of the Secretary of State, this the 28 day of Dec. 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., December 28th, 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 Mill, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-ninth day of December, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded:
December 29th, 1936.

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

4/14/41

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to the Charter of Incorporation of
THE GULF STATES CIGAR AND TOBACCO COMPANY,
a corporation, of Hattiesburg, Mississippi.

The Charter of Incorporation of the Gulf States Cigar and Tobacco Company, a corporation, of Hattiesburg, Mississippi, approved by the Governor of the State of Mississippi August 26, 1929, and recorded in the Records of Incorporations in the office of the Secretary of State of the State of Mississippi in Book Number 29, at Page 714, and filed for record October 25, 1929, and recorded in Corporation Record Number Two (2) at pages 465 to468, inclusive, of Forrest County, Mississippi, on file in the office of the Chancery Clerk thereof, is amended so that Paragraphs Four (4) and Five (5) of said original Charter are combined and amended, so as to provide and read, as combined and amended, as follows, to-wit:

"The capital stock of said corporation shall be Fifty Thousand ($50,000.00) Dollars, of which Ten Thousand ($10,000.00) Dollars shall be common stock, and of which Forty Thousand ($40,000.00) Dollars shall be preferred treasury stock.

The Ten Thousand ($10,000.00) Dollars of common stock shall consist of one (100) hundred shares, of the par value of One Hundred ($100.00) Dollars per share, which said one hundred (100) shares, of the total par value of Ten Thousand ($10,000.00) dollars, of common stock, has heretofore been subscribed, paid for and issued.

The Forty Thousand ($40,000.00) Dollars of preferred treasury stock shall consist of sixteen hundred (1600) shares of stock, of the par value of Twenty Five ($25.00) Dollars per share, and shall be known as seven per cent. (7%) preferred treasury stock, and shall be entitled to preferred dividends of seven per cent. (7%) per annum, which shall be cumulative, and shall be paid before any dividends shall be paid on the common stock, but no other dividends shall be paid on the preferred stock. Upon dissolution of the corporation, the preferred stock shall be paid in full before any payments shall be made on the common stock. The preferred stock may be retired or redeemed by the corporation, at such time and upon such terms as the Board of Directors may direct, at not less than par and accrued dividends, and such stock may be again issued and sold whenever the Board of Directors may direct.

The corporation may issue one or more shares of said sixteen (1600) hundred shares of preferred treasury stock at any time or from time to time as the Board of Directors may direct. Said shares of preferred ~~stock~~ treasury stock when issued and paid for shall be deemed fully paid stock, and as such not liable to any further call or assessment thereon, and any holder of any such shares of full paid stock shall not be liable for any further payment thereon."

The foregoing Amendment to the Charter of Incorporation of the Gulf States Cigar and Tobacco Company, a corporation, of Hattiesburg, Mississippi, was proposed and made pursuant to and in conformity with the resolution of the stockholders of said corporation adopting and approving said proposed Amendment, said resolution being in the following words and figures, to-wit:

"Whereas, the stockholders of the Gulf States Cigar and Tobacco Company, a corporation, of Hattiesburg, Mississippi, desire to increase the capital stock of said corporation from Ten Thousand ($10,000.00) Dollars to Fifty Thousand ($50,000.00) Dollars; and,

Whereas, in order to effect said increase in the capital stock of said corporation it is necessary that the Charter of the Corporation be amended:

Now, Therefore, Be It Resolved: That the Charter of Incorporation of the Gulf States Cigar and Tobacco Company, a corporation, of Hattiesburg, Mississippi, approved by the Governor of the State of Mississippi August 26, 1929, and recorded in the Records of Incorporations in the Office of the Secretary of State of the State of Mississippi in Book Number 29, at Page 714, and filed for record October 25, 1929, and recorded in Corporation Record Number Two (2), at Pages 465 to 468, inclusive, of Forrest County, Mississippi, on file in the office of the Chancery Clerk thereof, be amended so that Paragraphs Four (4) and Five (5) of said Original Charter will be combined and amended, as follows, to-wit:

'The capital stock of said corporation shall be Fifty Thousand ($50,000.00) Dollars, of which Ten Thpusand ($10,000.00) Dollars shall be common stock, and of which Forty Thousand ($40,000.00) Dollars shall be preferred treasury stock.

The Ten Thousand ($10,000.00) Dollars of common stock shall consist of one hundred (100) shares, of the par value of One Hundred ($100.00) Dollars per share, which said one hundred (100) shares of the total par value of Ten Thousand ($10,000.00) Dollars of common stock, has heretofore been subscribed, paid for and issued.

The Forty Thousand ($40,000.00) Dollars of preferred treasury stock shall consist of sixteen hundred (1600) shares of stock, of the par value of Twenty Five ($25.00) Dollars per share, and shall be known as seven per cent. (7%) preferred treasury stock, and shall be entitled to preferred dividends of seven per cent. (7%) per annum, which shall be cumulative, and shall be paid before any dividend shall be credited on the common stock, but no other dividend shall be paid on the preferred stock. Upon dissolution of the corporation, the preferred stock shall be paid in full before any payment shall be made on the common stock. The preferred stock may be retired or redeemed by the corporation, at such time and upon such terms as the Board of Directors may direct, at not less than par and accrued dividends, and such stock may be again issued and sold whenever the Board of Direcyors may direct.

The corporation may issue one or more shares of said sixteen hundred (1600) shares of preferred treasury stock at any time or from time to time as the Board of Directors may direct. Said shares of preferred treasury stock, when issued and paid for. shall be deemed full paid stock, and as such not liable to any further call or assessment thereon, and any holder of any such share or shares of full paid stock shall not be liable for any further payment thereon.

BE IT FURTHER RESOLVED, that the amendment of the Charter of the Corporation, in the manner and to the extent hereinabove set forth, be here and now unanimously adopted and approved by the stock holders of said Corporation, now in meeting assembled.

BE IT FURTHER RESOLVED, that the President and Secretary of said Corporation be and they are hereby authorized, empowered and directed to do any and all things necessary to effect, procure and perfect the amendment of the Charter of said Corporation in the manner and to the extent hereinabove set forth."

The State of Mississippi,
Forrest County.

We, the undersigned R. A. Gray, President, and Joseph D. Martinez, Secretary, respectively, of the Gulf States Cigar and Tobacco Company, a corporation, of Hattiesburg, Mississippi, do hereby certify that the above and foregoing is a true, exact and complete copy and exemplification of the resolution of the stockholders of said corporation adopting and approving the proposed amendment to the Charter of said Corporation as hereinabove set forth.

Witness our signatures and the seal of said corporation on this, the 17th day of December, A. D. 1936.

(SEAL)

R. A. Gray
R. A. Gray, President.
Jos. D. Martinez, Secretary
Joseph D. Martinez, Secretary.

GULF STATES CIGAR AND TOBACCO COMPANY,
A corporation, of Hattiesburg, Mississippi.
By: R.A.Gray
R.A.Gray, President
and By: Jos. D. Martinez,
Jospeh D. Martinez, Secretary.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The State of Mississippi,
Forrest County.

This day personally came and appeared before me, the undersigned authority in and for said State and County, R.A. Gray, President, and Joseph D. Martinez, Secretary, respectively, of the Gulf States Cigar and Tobacco Company, a corporation, who separately and together acknowledged that as such officers of said corporation, and for and on behalf of said corporation, they signed, sealed, executed and delivered the above and foregoing Amendment to the Charter of Incorporation of said Corporation, and the above and foregoing Certificate to the Resolution of the Stockholders of said Corporation adopting and approving said Amendment to said Charter.

Witness my signature and official seal this, the 17th day of December, A. D. 1936.

(SEAL) B. W. Curry, Notary Public.

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

I have examined the amendment to the attached charter of incorporation of the Gulf States Cigar and Tobacco Company, of Hattiesburg, Mississippi, and of the opinion that it is not violative of the Constitution ~~and~~ and laws of this State, or of the United States.
This the 23rd day of December, 1936.

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 Gulf States Cigar & Tobacco Company 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 twenty-eighth day of December, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 29th, 1936.

TUCKER PRINTING HOUSE JACKSON MISS

This Corporation dissolved and Charter surrendered by decree of Chancery Court of Forrest County, Mississippi, dated February 4, 1939. A certified Copy of said decree filed in this Office February 9, 1939. This February 9, 1939. Walker Wood, Secretary of State.

The Charter of Incorporation
of
MATTINGLY'S BAKERY, INC
of
Hattiesburg, Mississippi

1. The corporate title shall be and is "Mattingly's Bakery, Inc.," of Hattiesburg, Mississippi.

2. The names and postoffice addresses of the incorporators are: Mrs. Lola L. Mattingly, Hattiesburg, Miss.; Groomes A. Mattingly, Hattiesburg, Miss.; Mrs. Ivernia H. Mattingly, Hattiesburg, Miss.

3. The domicile of the corporation in this State is Hattieburg, Mississippi.

4. The amount of authorized capital stock is Five Thousand ($5,000.00) Dollars. Said stock shall all be common stock, with equal privileges and restrictions, and having a par value per share.

5. The par value and sale price per share of said stock shall be One Hundred ($100.00) Dollars.

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

7. (a). The purposes for which the corporation is created as are follows:

To engage in, carry on, control, conduct, operate and own a general baking and bakery business. To buy, purchase, own, or lease, rent, or otherwise lawfully acquire any and all lands, buildings, and premises for use as a manufacturing plant or plants, salesroom or salesrooms, storehouse or storehouses, distribution places or distribution places, as well as any and all other property to be used for any and all other lawful purposes, necessary, convenient or desirable in engaging in, carrying on, controlling, conducting, operating and owning the aforesaid business. To buy, purchase, own, or lease, rent, or otherwise lawfully to acquire the title, possession or use of any and all machinery, equipment, appliances, motor vehicles, and any and all other property necessary, convenient or desirable in lawfully engaging in, carrying on, controlling, conducting, operating and owning the aforesaid business. To buy, purchase, or otherwise lawfully acquire, and to sell, or otherwise lawfully to dispose of any and all articles and supplies suitable for manufacture into bread, cakes, pastries, and other food or food products, and to buy, purchase or otherwise lawfully acquire, and to sell, or otherwise lawfully dispose of, any and all food or food products, materials or supplies necessary, convenient or desirable in engaging in, carrying on, conducting, operating, controlling and owning the aforesaid business. To do any and all lawful things necessary, convenient or desirable in the engaging in, carrying on, conducting, controlling, operating and owning of the aforesaid business. (b) The rights and powers that may be exercised by said corporation in addition to those enumerated are those conferred by the provisions of Chapter 100, Mississipoi Code, 1930, Annotated, and amendments thereto.

8. The number of shares of each class of stock, that is to say, of common stock, necessary to be subscribed and paid for before the corporation shall commence business, shall be fifty (50) shares, of the par value and sale price of One Hundred ($100.00) Dollars per sharem and of the total aggregate par value and sale price of Five Thousand ($5,000.00) Dollars.

Signed, executed and delivered this, the 29 day of December, A. D. 1936.

Lola L. Mattingly,
Groomes A. Mattingly
Ivernia H. Mattingly.

State of Mississippi,
Forrest County,
City of Hattiesburg.

This day personally cam and appeared before me, the undersigned authority in and for said State, County and City, in said State, County and City, the above and within named Mrs. Lola L. Mattingly, Groomes A. Mattingly and Mrs. Ivernia H. Mattingly, all and each personally known to me, who separately and together acknowledged that they signed, executed and delivered the above and foregoing Charter of Incorporation of Mattingly's Bakery, Inc., of Hattiesburg, Mississippi, on the date therein written, as their aoen act and deed, and for the purposes therein expressed.

Witness my signature and official seal at Hattiesburg, in Forrest County, Mississippi, on this, the 29th day of December, A. D. 1936.

James Netz, Notary Public.
(SEAL)
My commission expires Dec. 15, 1940.

Received at the office of the Secretary of State this the 29th day of Dec. A. D. 1936, to - gether 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 30th, 1936.

I have examined this charter of incorporation, and am of tne 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 Mattingly's Bakery Inc., is hereny approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirty-first day of December, 1936.

Hugh White, Governor.

By the Goverbor,
Walker Wood,
Secretary of State.

Recorded: December 31st, 1936.

TUCKER PRINTING HOUSE JACKSON MISS.

as Authorized by Section 15, Chapter [illegible] Laws of Mississippi 1931 2/9/42

The Charter of Incorporation of the
WILLIAMS CONTRACTING COMPANY

1. The corporate name of this Company shall be the Williams Contracting Company, of Picayune, Pearl River County, Mississippi.

2. The names and post office addresses of the incorporators are as follows: G. H. Williams, Picayune, Mississippi; Mrs. Grace Williams, Picayune, Mississippi; C. C. Stockstill, Picayune, Mississippi.

3. The domicile and principal place of business of said corporation shall be in the City of Picayune, Pearl River County, Mississippi.

4. The amount of capital stock shall be One Thousand Dollars, ($1,000.00), all of which shall be common stock, and shall be divided into ten shares of One Hundred Dollars, ($100.00) par value, which capital stock shall be fully paid, and entitled to all the rights and privileges of the capital stock of corporations organized under the laws of the state of Mississippi.

5. The sale price per share of the capital stock shall be One Hundred Dollars per share, and the Board of Directors shall have full power to fix, change, increase or decrease the sale price of said stock.

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

7. The purposes of said corporation shall be to do a general contracting business, and incident to such business it shall have the authority to buy, sell, own, lease, let, or otherwise own, obtain, or dispose of any and all kinds of lumber, logs, piling, naval stores, gravel, concrete, building material, or any and all other kinds of personal property incident to a general contracting business, as well as such Real Estate, as may be necessary to the carrying on of its business, and in order to do and perform the privileges and powers above specified it shall have the power to sue and be sued, to buy, sell, lease, let, own, or dispose of, whatever lands, vehicles, timber, logs, gravel, concrete, and/or other property, both real and personal, which may be necessary for the carrying on of its business, together with all and sundry the rights and privileges, conferred by Chapter No. One Hundred of the Mississippi Code of 1930, with all amendments thereto.

8. All of the above capital stock shall be full paid into the treasury of said corporation in money or property befote beginning business.

Witness our signatures this the 28th day of December, 1936.

G. H. Williams,
Mrs. Grace Williams,
C. C. Stockstill.

State of Mississoppi,
County of Pearl River.

Personally appeared before me the undersigned authority in and for the above County and State, G. H. Williams, Mrs. Grace Williams, and C. C. Stockstill, who acknowledged that they each signed the above Charter of Incorporation of the Williams Contracting Company on the day and year therein mentioned.

Witness my hand and official seal this the 28th day of December, 1936.

(SEAL)

H. K. McKee, Notary Public.

Received at the office of the Secretary of State this the 1st day of Jany 1937 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.

1/2/37.

I have examined this charter of incorporation and 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 Williams Contracting Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fourth day of January, 1937.

Hugh White,
Governor.

By the Governor.
Walker Wood, Secretary of State.

Recorded January 4, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation
of
THE HATTIESBURG UNDERTAKING COMPANY BENEFIT ASSOCIATION, INC.,
HATTIESBURG, MISSISSIPPI

(a). The corporate name of the Company shall be and is "The Hattiesburg Undertaking Company Benefit Association, Inc", of Hattiesburg, Mississippi:

(b). The purpose for which the Company and Corporation is formed, and the business plan or principle of the operation of its business, are as follows, to-wit:

(1) To engage in the business of a burial association; to make contracts in advance of death to bury the beneficiaries of said contracts; to make contracts in advance of death to pay the funeral expenses of the beneficiaries of said contracts; to make contracts in advance of death to pay the beneficiaries of said contracts a sum of money in lieu of funeral expenses;

(2) To make and issue funeral and burial contracts in consideration of a stipulated cash payment and/or the payment of stipulated premiums, the beneficiaries in said contracts to be and become entitled to the funeral and burial services and supplies as set forth in said contracts and in accordance with the terms thereof.

(3) Generally, to engage in the business of owning, operating and controlling a funeral and burial association; to own, lease, or otherwise acquire or contract or arrange for premises and property upon and within and with which to operate ~~or contract or arrange~~ said business and to acquire or contract for funeral and burial services, supplies and equipment; and to do any and all things necessary, convenient or desirable in effectually owning, operating and controlling said business, but to do nothing contrary to law, or in conflict with any of the statutes of the State of Mississippi.

(c) The names, residence and official titles of all the officers who are to have and exercise the general control and management of the affairs and the funds of the corporation are as follows, to-wit:

Name:	Residence:	Official Titles:
J. N. Quigley.....	Hattiesburg, Miss.....	President and Treasurer.
M. S. Richard.....	Hattiesburg, Miss.....	Vice-President.
Mrs. J.N.Quigley,.....	Hattiesburg, Miss.....	Secretary.

(d) The domicile of the corporation is and shall be Hattiesburg, in Forrest County, Mississippi.

(e) The amount of the capital stock of the corporation is and shall be Five Thousand ($5,000.00) Dollars, which said stock shall consist of fifty (5o) shares of the par value of One Hundred ($100.00) Dollars per share. Each and all of said shares of stock shall be common stock, entitling the owners and holders thereof to equal powers and privileges in proportion to the number of shares of such stock owned and held. Said total authorized capital stock of Five Thousand ($5,000.00) Dollars shall be subscribed and paid for in money or property before the corporation begins business.

Witness the signatures of the undersigned incorporators on this, the 24th day of November, A. D. 1936.

J. N. Quigley
J. N. Quigley.
M. S. Richard
M. S. Richard.
Mrs. J. N. Quigley
Mrs. J. N. Quigley.

State of Mississippi,
Forrest County.

Personally came and appeared before me, the undersigned authority in and for said State and county, the above and and within named J. N. Quigley, M. S. Richard and Mrs. J. N. Quigley, each personally known to me, who separately and together acknowledged that they signed, executed and delivered the above and foregoing instrument on the date therein mentioned as their own act and deed and for the purposes therein mentioned.

Witness my signature and official seal at Hattiesburg, in Forrest County, Mississippi, this the 24th day of November, A. D. 1936.

L. M. Cox, Circuit Clerk.
(SEAL)

Approved:
John S. Williams 3rd, Commissioner of Insurance.
12/30/36.

Received at the office of the Secretary of State, this the 30th day of Dec. 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., December 31st, 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 Hattiesburg Undertaking Company Benefit Association, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirty-first day of December, 1936.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: December 31st, 1936.

This corporation dissolved and its charter surrendered to
State of Mississippi by a decree of the chancery of Forrest
County, Mississippi, called 7-31-1946
Certified Copy of said decree filed
in this office, this October 28. 1946
Walker Wood, Secy. of State.

FOR AMENDMENT SEE BOOK 39-40 PAGE 458.

The Charterm of Incorporatio of the

COMMERCIAL BANK & TRUST COMPANY OF JACKSON.

1. The corporate title of said bank is "Commercial Bank & Trust Company."
2. The names of the incorporators are:

Name	Postoffice	Number of Shares.
Frank M. Tatum	Hattiesburg, Miss.	1,000
J. H. Currie	Meridian, "	1,000
R.T.Boteler,	Jackson, "	1,000
Sim F. King	Pelahatchie, "	1,000
R. A. Biggs,	Raymond, "	500
Ed Terry	Jackson, "	500

3. The domicile is at Jackson, Hinds County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Capital stock $50,000.00, all common stock.
5. Number of shares of each class and par value thereof: 5,000 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 (50) years.
7. The purpose for which the bank is created is to conduct and carry on a commercial, savings, banking and trust company business and do a general banking business as provided by Chapter 146, Laws of Mississippi of 1934 and amendments thereto and thereunder.

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 and Chapter 146, Laws of 1934 of Mississippi and amendments thereto and thereunder.

8. Number of shares of each class to be subscribed and paid before the corporation may begin business: 5,000 shares common stock.

F. M. Tatum,
J. H. Currie,
R. T. Boteler,
Sim F. King,
R. A. Biggs,
Ed Terry.

ACKNOWLEDGMENTS

State of Mississippi,
County of Hinds.....

This day personally appeared before me, the undersigned authority Frank M. Tatum, J. H. Currie, R. T. Botéler, Sim F. King, R. A. Biggs, Ed Terry, incorporators of the corporation known as Commercial Bank & Trust Co. Jackson, Miss. 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, 1936.

Marie Bourgeois, Notary Public.
My commission expires 3-1-38.
(SEAL)

Received at the office of the Secretary of State this the 31st day of December, 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., Dec. 31, 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, Asst. Attorney General.

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 Commercial Bank & Trust Co., Jackson, Miss., a banking corporation to be domiciled at Jackson, Hinds County, Miss. with a total capital stock of $50,000.00 divided into 5000 shares of common stock of the par valye of $10.00 each and I do hereby approve the Articles of Incorporation.

Witness my hand and seal this the 31st day of Dec. 1936.

M. D. Brett, State Comptroller.
(SEAL)

State of Mississippi,

We, the undersigned do hereby certify that the public convenience and necessity requires the organization and operation of Commercial Bank & Trust Co., Jackson, Hinds County, Mississippi.

Governor.
Greek L. Rice,
Attorney General.
M. D. Brett
State Comptroller.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of The Commercial Bank & Trust Company of Jackson is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fourth day of January, 1937.

Hugh White, Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: January 5th, 1937.

photo-stat FOR AMENDMENT SEE BOOK 30 PAGE 75-81

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to Charter of

PLANTERS EQUIPMENT COMPANY

Be it hereby resolved, that the Charter of the Corporation he amended as follows:
That the capital stock be increased from Ten Thousand Dollars ($10,000.00) to Fifty Thousand Dollars ($50,000.00), with the authority in the Board of Directors, in its discretion, to issue and sell the additional stock or any part thereof.

J. B. Gibbs, President.
J. L. McLean, Secretary.

I, J. L. McLean, Secretary of the Planters Equipment Company, hereby certify that the foregoing is a true and correct copy of a resolution amending the charter of the Planters Equipment Company, passed by the Stockholders of said corporation at a special meeting held in Leland, Mississippi, on the 30th of December, 1936, at which all of the stockholders were present and voted unanimously for said resolution.

J. L. McLean, Secretary.

State of Mississippi,
County of Bolivar.

Personally appeared before me, the undersigned Notary Public, authorized to take acknowledgments in and for said county and state, the above-named J. L. McLean, Secretary of the Planters Equipment Company, who acknowledged that he signed and delivered the foregoing certified copy of amendment to charter of Planters Equipment Company, on the day and year therein mentioned.
Given under my hand and official seal, this the 31st day of December, 1936.
(SEAL)

C. B. Lagrone, Notary Public

Received at the office of the Secretary of State, this the 1st day of January, A. D. 1937, 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., January 2, 1937.
I have examined this amendment to the charter of incorporation of Planters Equipment 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 Planters Equipment Company is hereby approved.
In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fifth day of January, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 6, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
JONES COUNTY COOPERATIVE (A.A.L.)

Sec. 1. We, S. Z. Kirkland, of Jones County, Mississippi, (P.O.address Ellisville, Route 4); Frank Ware of Jones County, Mississippi, (P.O.address Ovette Route 1); B. V. Jordan, of Jones County, Mississippi, (P.O.address Ellisville,); Joe J. Jones of Jones County, Mississippi, (P.O.address Ellisville); R. B. Ellzy of Jones County, Mississippi, (P.O.address Ellisville Route 2); C. B. Walters, of Jones County, Mississippi, (P.O.address Ellisville Route 2); L. R. Robertson of Jones County, Mississippi, (P.O.address Ellisville Route 5); E. C. Waggoner of Jones County, Mississippi, (P.O.address Moselle); S. F. Vaughn of Jones County, Mississippi, ((P.O.address Ellisville); H. M. Brown of Jones County, Mississippi, (P.O.address Ellisville); 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 Jones County Cooperative (A.A.L.)

Section 3. The period of existence shall be fifty years.

Section 4. The domicile shall be at Ellisville, in the county of Jones, 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 orby other laws of the State of Mississippi or the United States.

In testimony whereof we have hereunto set our hands in duplicate, this 6th day of Jan. 1937.

S. Z. Strickland,
Frank Ware,
B. V. Jordan,
Joe J. Jones,
R. B. Ellzy,
C. B. Walters,
L. R. Robertson,
E. C. Waggoner,
S. F. Vaughn,
H. M. Brown,

State of Mississippi,
County of Jones.

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the above named S. Z. Strickland, Frank Ware, B. V. Jordan, Joe J. Jones, R. B. Ellzy, C. B. Walters, L. R. Robertson, E. C. Waggoner, S. F. Vaughn, H. M. Brown, 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 6th day of Jan. 1937.

(SEAL)

Chas. T. Walters,
Chancery Clerk.

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 Jones 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 January, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 400, 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 January, 1937.

(GREAT SEAL)

Walker Wood
Walker Wood, Secretary of State.

Recorded: January 7th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

State of Mississippi,
Hinds County.

Now comes the Mori Luggage Stores, a corporation created under the laws of the State of Mississippi, domiciled at Jackson, in said County and State, and respectfully prays to amend its charter of incorporation in manner and form as follows, to-wit:

4. Amount of capital stock and particulars as to class or classes thereof: $15,000.00, divided into 1500 shares, at the par value of $10.00 each, all of said stock being common stock.

5. Number of shares for each class and par value thereof: Fifteen hundred shares of common stock of the par value of $10.00 for each share.

The above proposed amendment is now presented to resolution adopted by the stockholders of said corporation providing for the above amendment and directing the officers presenting this so to do.

Given under my hand and seal of said corporation, by the president and secretary thereof, on this the 8th day of January, A. D. 1937.
(SEAL)

Mori Luggage Stores,
By George Mori, President.

State of Mississippi,
Hinds County,
City of Jackson.

Be it remembered that, on the day of the date hereinafter stated, the stockholder of the Mori Luggage Stores, of the aforesaid city, county and state, in a lawful meeting thereof held at its place of business in Jackson, Mississippi, adopted the resolution in words and figures as follows, to-wit:

"Resolved, by the stockholders of Mori Luggage Stores that the charter of incorporation of this corporation be amended in manner and form as follows, to-wit:

4. Amount of capital stock and particulars as to class or classes thereof: $15,000.00, divided into 1500 shares, at the par value of $10.00 each, all of said stock being common stock.

5. Number of shares for each class and par value thereof: Fifteen hundred shares of common stock of the par value of $10.00 for each share.

and that the President and/or the Secretary forthwith proceed to accomplish the amendment said charter in legal form as herein provided.

We, the undersigned, respectively, the President and Secretary of said corporation, do hereby certify that the above resolution providing for the amendment of said charter was adopted at a lawful meeting of the stockholders of said corporation, there being more than a majority of such stockholders in attendance upon said meeting and more than a majority of such stockholders in attendance upon said meeting that voted for said resolution and the adoption thereof and the same was immediately spread upon the minutes of said meeting and same is a true and correct copy of the resolution adopted by said stockholders as aforesaid.

Given under our hands and the seal of said corporation this the 8th day of January, 1937.
(SEAL)

George Mori, President.
Mrs. Katherine S. Mori, Secretary.

State of Mississippi,
Hinds County.

Before me the undersigned lawful authority herefor the above mentioned respectively the President and Secretary of the Mori Luggage Stores, a corporation, who each acknowledged to me that they signed and delivered the attached and foregoing instruments on the day of
A. D. 1936.
(SEAL)

John Hart Asher,
My commission expires 4/6/40

Received at the office of the Secretary of State, this the 9th day of Jany, A. D. 1937, together with the sum of $18.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., January 9th, 1937.

I have examined this amendment of 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 W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

Amendment to the

The within and foregoing Charter of Incorporation of Mori Luggage Stores is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Eleventh day of January, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 11, 1937.

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.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation
of

THE CITY ICE AND COAL COMPANY

1. The corporate title of said company is THE CITY ICE AND COAL COMPANY.
2. The names and addresses of the incorporators are: George Breisch, Leland, Mississippi; M. W. Miller, Leland, Mississippi; J. C. Sexton, Clarksdale, Mississippi.
3. The domicile of the corporation in this state is: Greenville, Mississippi.
4. The amount of authorized capital stock and the particulars thereof are as follows: $20,000.00, being 200 shares of common stock of a par value of $100.00 per share.
5. The period of existence of said corporation, not to exceed fifty years, is: Fifty years.
6. The purpose for which the corporation is created is: To manufacture, prepare, cut, gather, collect, harvest, store, preserve, pack, keep, buy, sell, import and export, deal in and transport, at wholesale and retail, all kinds of ice, including dry ice; to erect, establish, manufacture, make, construct, acquire, hold, operate, buy, sell, import and export, trade and deal in, at wholesale and retail, all kinds of refrigerating plants, ice machines, ice making apparatus and refrigerating processes and other articles; to own, control, buy and sell patents and to license thereunder.

To preserve in cold storage and generally deal in all kinds of food products of a perishable nature or otherwise. To buy, sell, store, import and export fruit, fish, butter, milk, and all kinds of food products, whether animal or vegetable, at wholesale and retail.

To buy and sell, at wholesale and retail, deal in, export and import coal, including bituminous and semibituminous, coke and wood, and similar combustible material, and to act as the agent of any individual or individuals, natural or artificial, in buying, selling or dealing for them in such materials and to engage in the business of handling, buying, selling and dealing in and with coal for them on their account, and for the purpose of such business to own or rent or otherwise use or occupy storehouses, docks, piers, boats and barges.

To manufacture, buy, sell, distribute and deal in, at wholesale and retail, soda water and other carbonated beverages, mineral waters, syrups of all kinds, flavoring extracts, and all manner of beverages which are now, and may be hereafter, permitted by the laws of the United States and the state of Mississippi.

To lease, buy or sell real estate and to lease, own and operate all machinery, tools and other personal property necessary for the proper operation of the business for which the corporation is created and to do any and all lawful things necessary, convenient, desirable or incidental to the carrying out of the business above mentioned.

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.

7. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is: One hundred shares of common stock of the par value of $100.00 per share.

Witness our signatures this 6th day of January, A. D. 1937.

George Breisch,
M. W. Miller,
J. C. Sexton,
Incorporators.

State of Mississippi,
County of Washington.

Personally appeared before me, the undersigned, a Notary Public in and for the county and state aforesaid, the within named George Breisch, M. W. Miller, incorporators of the City Ice and Coal Company, each of whom acknowledged that he signed and delivered the foregoing instrument on the day and year therein mentioned.

Given under my hand and official seal this 7th day of January, A. D. 1937.

(SEAL) E. A. Bates, Notary Public.

State of Mississippi,
County of Coahoma.

Personally appeared before me, the undersigned, a Notary Public in and for the county and state aforesaid, the within named J. C. Sexton, one of the incorporators of The City Ice and Coal Company, who acknowledged that he signed and delivered the foregoing instrument on the day and year therein mentioned.

Given under my hand and official seal this the 8th day of January, A. D. 1937.

(SEAL) W. S. Stancil, Notary Public.

Received at the Office of the Secretary of State, this the 11th day of Jany, A. D. 1937, 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 the charter of incorporation of the City Ice and Coal Company of Greenville, Mississippi, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

January 11th, 1937.

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

State of Mississippi,
Executive Office,
Jackson.

The eithin and foregoing Charter of Incorporation of The City Ice and Coal 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 Thirteenth day of January, 1937.

Hugh White, Governor.

By the Governor, Walker Wood, Secretary of State.

Recorded: January 14, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

JACKSON EXCHANGE BOYS CLUB, INC.

1. The corporate title of said company is Jackson Exchange Boys Club, Inc.
2. The names of the incorporators are: George W. Godwin, postoffice, Jackson, Mississippi; Robert P. Bell, postoffice, Jackson, Mississippi; Frank P. Gates, postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: None-share, non-profit, charitable and benevolent corporation.
5. Number of shares for each class and par value thereof: No capital stock.
6. The period of existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To make available to the under-privileged and/or indigent, and/or recalcitrant youth of the city of Jackson, Miss., physical, moral, vocational, and literary training or education; to establish a place or institution for carrying out such purpose; to buy, rent, lease, or otherwise acquire real estate and personal property for use in carrying out such purpose; to contract and to be contracted with; to borrow money and execute promissory notes and other evidences of indebtedness; to receive gifts and donations; to receive aid from, and co-operate with, the National Youth Administration, an administrative agency of the United States Government, or any similar agency of the Government of the United States Government, State of Mississippi, and any of its political subdivisions, and the City of Jackson; to do all things appropriate to the aforesaid purposes of incorporation and to do any and all things not prohibited by law and incidental to the foregoing powers. Said corporation is a civic improvement corporation for carrying on charitable, educational, and benevolent work, 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 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 members of said corporation shall be the members of the Exchange Club of Jackson, Mississippi; all persons now belonging to said Club shall become members of said corporation, as well as all persons joining said Club hereafter; all persons relinquishing their membership in said Club, whether by death, resignation or otherwise, shall automatically cease to be members of said corporation.

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.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: No capital stock, pursuant to Section 4131, Mississippi Code of 1930. See certified copy of resolution hereto attached.

George W. Godwin
Robert P. Bell,
Frank P. Gates,
Incorporators.

Acknowledgment

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority, George W. Godwin, incorporator of the corporation known as the Jackson Exchange Boys Club, 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 January, 1937.

W. I. Hill, Notary Public.
(SEAL)

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority, Robert P. Bell, incorporator of the corporation known as the Jackson Exchange Boys Club, 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 January, 1937.

W. I. Hill, Notary Public.
(SEAL)

State of Mississippi,
Hinds County.

This day personally appeared before me, the undersigned authority, Frank P. Gates, incorporator of the corporation known as the Jackson Exchange Boys Club, Inc., who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 13 day of January, 1937.

W. I. Hill, Notary Public.
(SEAL)

Received at the office of the Secretary of State this the 13th day of Jany, A. D. 1937, 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 13th, 1937

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.

"RESOLUTION BY EXCHANGE CLUB OF JACKSON, MISS., AUTHORIZING APPLICATION FOR CHARTER OF INCORPORATION FOR "JACKSON EXCHANGE BOYS CLUB, INC."

"Whereas, Exchange Club of Jackson, Miss., a civic improvement society, in furtherance of its benevolent purpose of rendering service to the impecunious and under-privileged contingent of the citizenry of Jackson, Miss., desires to acquire land and, with the support of National Youth Administration, an agency of the United States Government engaged in the conservation of the health, morals, and opportunity of the youths of this country, to erect a building thereon, for the purpose of making physical, vocational, moral and literary education available to the under-privileged and/or indigent and/or recalcitrant youth of the City of Jackson, Miss., and

"Whereas, on account of the fact that the membership of said Exchange Club is not fixed and unchangeable, and, therefore, it is advisable to incorporate said Club for the purpose of acquiring title to said property and carrying out said charitable and benevolent function;

"Now, Therefore, Be it Resolved by the Exchange Club of Jackson, Miss., that the said Club procure a Charter of Incorporation from the State of Mississippi for a corporation to be known and designated as "Jackson Exchange Boys Club, Inc.", for the purpose carrying on said benevolent work, and that George W. Godwin, Robert P. Bell, and Frank P. Gates, members of the Exchange Club of Jackson, Miss., be and they are hereby authorized, empowered, and directed to apply for and procure such charter from the State of Mississippi and to act as incorporators therein.

"Said charter shall be for a non-share, non-profit, charitable, benevolent, and civic improvement corporation, as provided for by Section 4131, Mississippi Code of 1930."

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We do hereby certify that the above and foregoing is a true copy of a Resolution duly and legally passed by the Exchange Club of Jackson, Miss., at a regular meeting of said Club on Monday, January 11th, 1937, and that the original of said Resolution is duly recorded on the Minutes of said Club.

Witness our signatures, this the 11th day of January, 1937.

D. T. Brock, President.
Lloyd L. Owens, Secretary.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Jackson Exchange Boys Club, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirteenth day of January, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 14, 1937.

(Certified Copy)

STOCKHOLDERS MEETING

A meeting of the stockholders of the Fulton Band Mill Co., Inc., was held at their office at Fulton, Mississippi, on the 12th day of January, 1937, with all the stockholders present: E. L. Puckett, F. A. Peltier and J. M. Gibbs.

In discussing the business of the past year, a motion was made and seconded, and the vote was unanimous, to amend the Charter to increase the capital stock, making a total of $30,000.00. The Secretary was authorized to take the proper proceeding at the earliest possible date for this amendment.

The following Directors were elected to serve for a period of one year, or until their successors are elected: E. L. Puckett, J. M. Gibbs, and F. A. Peltier.

There being no further business, the meeting was adjourned, subject to call.

E. L. Puckett, President.
J. M. Gibbs, Secretary.

State of Mississippi,
Itawamba County.

Personally came before me Circuit Clerk of said County the above named E. L. Puckett and J. M. Gibbs who acknowledged that they signed the foregoing Minutes on the day and year herein mentioned for the purpose therein expressed as their act and deed.

Given under my hand and seal this 9 day of Feb. 1937.

(SEAL) T. E. Wren, Circuit Clerk.

Received at the office of the Secretary of State, this the 11th day of Feb. A. D. 1937, 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 12th, 1937.

I have examined this Amendment of the charter of incorporation, Fulton Bank Mill 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, Miss.

The within and foregoing Amendment to the Charter of Incorporation of Fulton Band Mill Company, Inc.

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, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 16th, 1937.

TUCKER PRINTING HOUSE, JACKSON MISS

Amendment to the Charter of

NEW DIXIE CHEVROLET COMPANY,
Clarksdale, Mississippi

Whereas, at a special meeting of the stockholders of the New Dixie Chevrolet Company, of Clarksdale, Mississippi, held at the office of said company in Clarksdale, Coahoma County, Mississippi, at 4:00 P. M., on the 28th day of December, 1936, said meeting having been called by the Board of Directors in accordance with the by-laws of said company, and

Whereas, there were present at said meeting all of the stockholders of said company, to-wit: S.H. Kyle, R. G. Land, Mrs. Freda C. Land, and Mrs. Dorothy W. Kyle, and

Whereas, the stockholders were unanimously in favor of amending the Charter of said Company, thereby increasing the Capital Stock of said company from $20,000.00 to $25,000.00, therefore,

Be It Resolved, that the Charter of the New Dixie Chevrolet Company, a Mississippi Corporation, domiciled at Clarksdale, Coahoma County, Mississippi, be amended as follows, to-wit:

1. That Section 4 be amended to read as follows:

"Amount of capital stock and particulars as to class or classes thereof: $25,000.00 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.

2. That Section 3 be amended to read as follows:

"Number of shares for each class and par value thereof: 250 shares of common stock of the par value of $100.00 per share."

The above and foregoing resolution was passed unanimously by all the stockholders voting in favor of same.

State of Mississippi,
County of Coahoma.

I, the undersigned Dorothy W. Kyle, Secretary of the New Dixie Chevrolet Company, a Mississippi corporation, having its domicile in Clarksdale, Coahoma County, Mississippi, hereby certify that the above and foregoing resolution is a true and correct copy of a resolution passed at a special meeting of the stockholders of the New Dixie Chevrolet Company held on December 28, 1936, the said meeting of the stockholders having been called in accordance with the by-laws of said company, at which said meeting all of the stockholders were present and voted in favor of said resolution.

Witness my signature this 11th day of January, 1937.

Dorothy W. Kyle,
Secretary, New Dixie Chevrolet Company,
Clarksdale, Miss.

Sworn to and subscribed before me, this 11th day of January, 1937.
(SEAL)

May L. Black, Notary Public.
My commission expires Dec. 3, 1938.

Received at the office of the Secretary of State, this the 13th day of January, A. D. 1937, 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 13th, 1937.

I have examined this amendment to the charter of incorporation of New Dixie Chevrolet 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 New Dixie Chevrolet Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirteenth day of January, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 14th, 1937.

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(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 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) 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 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 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 aggergate 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 what soever; 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 31,1936. 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 $35,000.00 (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 (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 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 the 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 shares so called for retirement shall be entitled to receive payment of the retirement price of such share (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.

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(10) Increase of 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.

(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 share 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 share 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 rquired 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 or 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 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 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 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 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 article4 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 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 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 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 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 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)

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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 stockholders.---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 proposrtion 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 an annual meeting of the shareholders of Commercial And Savings Bank, Friars Point, Mississippi, held on January 5, 1937, 5 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..... 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
Total number of shares of Preferred Stock voted against the Resolution..... NONE
Total number of shares of Common Stock outstanding.....100
Total number of shares of Common Stock represented at the meeting..... 67
Total number of shares of common stock voted in favor of the Resolution..... 67
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 an annual 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.

Harry J. Landry,
President or Vice President.

(SEAL OF BANK)

Subscribed and sworn to before me this 5 day of January A. D. 1937.

Ed L. Graves, Notary Public.

(SEAL)

Department of Bank Supervision,
Jackson, Mississippi,
J. C. Fair, State Comptroller.

I, J. C. Fair, State Comptroller, certify that I have this day examined the foregoing proposed amendment to Articles of Incorporation of Commercial & Savings Bank, Friars Point, Mississippi, and do hereby approve the same.

Witness my official signature with the seal of the Department of Bank Supervision hereto affixed, this the 11th day of January, 1937.

J. C. Fair,
State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 11th day of January, A. D. 1937, 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 11th, 1937.

I have examined this amendment of the charter of incorporation, Commercial and Savings Bank, 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 foregoing amendment to the Charter of Incorporation of Commercial & Savings 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 Thirteenth day of January, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 14th, 1937.

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Amendment of Correction to Articles of Incorporation of

BANK OF COMMERCE OF POPLARVILLE, MISS.
Poplarville, Pearl River County, Mississippi.

Whereas, heretofore on the 9th day of January 1935, the stockholders of "Bank of Commerce of Poplarville, Miss." Poplarville, 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 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

It is 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, the Articles of Incorporation as amended, be amended as follows:

By striking from the Charter, as amended, all of said Amendment adopted January 9, 1935, except Resolved First which is specifically retained, and by inserting in the place thereof the following:

Resolved Second, that the Articles of Incorporation be amended by striking out Article 5 and inserting in the place 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.

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 $95,000.00 divided into classes and shares as follows:

(a) $70,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 5,000 shares of the par value of $12.50 each; and

(b) $25,000.00 par value of Common Stock (subject to increase upon retirement of Preferred Stock as provided in the second paragraph of section 4 of this Article 4) divided into 2,500 shares of the par value of $10.00 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 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; 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.

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 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 provisions 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) 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 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

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earnings), shall be considered gross earnings for the respective periods during which such recoveries ortransfers 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 4) of a sum equal to forty percent 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 percent 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 given effect to the proceeds of the issuance of any stock, issued to provide funds for such retirement) exceed $99,000.00 (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 putstanding.

(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 $1400.00 (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 sameis 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 balahce 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 ~~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

(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.

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 required by law, by paying for each share to be retired a retirement price equal to the par value thereof plus all accrued dividens 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 andthe retirement price, and the place of payment thereof, shall be mailed, first-class postage prepaid, to the holder of record of ~~xxxx~~ 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 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 Incorporations, 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 suchissue 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 form 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 th 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 amendded 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

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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 4 or 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 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 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 ofrecord 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 sumber 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 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 if stock of any class held by him. (b) In all elections of directors, each holder of stock of anyclass 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 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 if 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 percent 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 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 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 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 times 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.

Resolved Fourth, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article 9, reading as follows:

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Article 9. (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 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 bylaws 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.

Resolved Fifth, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article 10, reading as follows: Article 10. 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 thr 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 an annual meeting of the shareholders of Bank of Commerce of Poplarville, Miss., Poplarville, Mississippi, held on January 6, 1937, at least one week's 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.....4,000
Total number of shares of Preferred Stock represented at the meeting.....4,000
Total number of shares of Preferred Stock voted in favor of the resolutions 4,000
Total number of shares of Preferred Stock voted against the resolutions None.
Total number of shares of Common Stock outstanding.....2,500
Total number of shares of Common Stock represented at the meeting.....1,928
Total number of shares of Common Stock voted in favor of the resolutions..1,928
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 annual 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) Robt. M.Newton, President.

Subscribed and sworn to before me this 6th day of January, A. D. 1937.

(SEAL OF NOTARY) J. J. Scarborough, Notary Public.

Department of Bank Supervision,
Jackson, Mississippi,
J. C. Fair, State Comptroller.

I, J. C. Fair, State Comptroller, certify that I have this day examined the foregoing proposed amendment to Articles of Incorporation of Bank of Commerce of Poplarville, Mississippi, and do hereby approve the same.

Witness my official signature with the seal of the Department of Bank Supervision hereto affixed, this the 11th day of January, 1937. J. C. Fair, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 11th day of January, A. D. 1937, 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 11th, 1937.

I have examined this amendment of the charter of incorporation of the Bank of Commerce of Poplarville, 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 Commerce of Poplarville, 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 Thirteenth day of January, 1937.

(Great Seal) Hugh White, Governor.

By the Governor,
Walter Wood,
Secretary of State.

Recorded: January 14th, 1937.

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Amendment of Correction to Articles of Incorporation of
THE CITIZENS BANK OF COLDWATER, MISSISSIPPI
Coldwater, Tate County, Mississippi.

Whereas, heretofore on the 31st day of July, 1934, the stockholders of The Citizens Bank of Coldwater, Mississippi, Coldwater, 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 its 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 actions taken by the stockholders, officers and agents of this Bank in authorizing the issuance of Preferred Stock and in causing said Amendments adopted July 31, 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 31st day of July, 1934, the Articles of Incorporation, as amended, be amended as follows:

By striking from the Charter, as amended, all of said Amendments adopted July 31, 1934, except Resolved First, which is specifically retained, and by inserting in the place thereof the following:

Resolved Second, that the Articles of Incorporation be amended by designating the six unnumbered paragraph thereof as Article First to Article Sixth, inclusive.

Resolved Third, that the Articles of Incorporation be further 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 Fourth, 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 $20,000.00 divided into classes and shares as follows: (a) $7,500.00 par value of preferred stock (subject to retirement as hereinafter provided)divided into 100 shares of the par value of $75.00 each; and (b) $12,500.00 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 Fourth) divided into 125 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 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 July 31, 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 per cent per annum of the par value thereof, and no more. Such dividend 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; provided, however, that, in the case of any share of such stock issued after August 1, 1934 (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 Fourth) 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 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 Fourth, 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 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 ~~issues~~ 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 Corppration 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 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.

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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, 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 Fourth) of a sum equal to forty percent 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 percent 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 $20,000.00 (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, 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

(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.

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 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 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 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 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 share (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 represnted 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 dividend 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 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 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

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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 Fourth or 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 suctions 10 and 13 of 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 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 to 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 Fourth, 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 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 corporations 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 aclass, 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 Prferred stock at the time outstanding, or 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.

Resolved Fifth, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article Eighth reading as follows:

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,

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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 subparagraphs (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 ~~of Directors~~ 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.

Resolved Sixth, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article Ninth, reading as follows: Article Ninth. Social 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 percent 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 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 an annual meeting of the shareholders of The Citizens Bank of Coldwater, Mississippi, Coldwater, Mississippi, held on January 5, 1937, 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.....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.....125
Total number of shares of common stock represented at the meeting..... 94
Total number of shares of common stock voted in favor of the resolutions.... 94
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 resolution adopted at an annual 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. Cooper, Preident.

(SEAL OF BANK)

Subscribed and sworn to before me this 5th day of January, A. D. 1937.

(SEAL OF NOTARY)

J. D. Covington, Notary Public.
My commission expires Jan. 17, 1940.

BMM
AMM

Department of Bank Supervision, Jackson, Mississippi,
J. C. Fair, State Comptroller.

I, J. C. Fair, State Comptroller, certify that I have this day examined the foregoing proposed amendment to Articles of Incorporation of The Citisens Bank of Coldwater, Mississippi, and do hereby approve the same.

Witness my official signature with the seal of the Department of Bank Supervision hereto affixed, this the 11th day of January, 1937.

J. C. Fair, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 11th day of January, A. D. 1937, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney Gendral for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., January 11th, 1937.

I have examined this amendment of the charter of incorporation, Citizens Bank of Coldwater, and am of the opinion that it is not violative of the Constitution and laws of this State, or ~~xxx~~ 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 Incorppration of The Citizens Bank of Coldwater is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirteenth day of January, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 14, 1937.

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Proposed Amendments to Articles of Incorporation of
THE HERNANDO BANK
Hernando, DeSoto County, Mississippi

Whereas, heretofore, on the 12th day of February, 1935, the stockholders of The Hernando Bank, Hernando, Mississippi, adopted resolutions and amendments to the Articles of Incorporation 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 resolutions and 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, in causing said Amendments adopted February 12, 1935, to be certified 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 12th day of February, 1935, the Articles of Incorporations, as amended, be amended as follows: By striking from the said resolutions and the amendments adopted on February 12, 1935, all of said resolutions and amendments except Resolved First, which is specifically retained, and by inserting in the place thereof the following:

Resolved Second, that the Articles of Incorporation, as amended, be further amended to read in full as follows:

Article 1. This Corporation is hereby authorized to carry on a general banking business, including both the business of a bank of discount and deposit, as well as a savings bank, with all the powers express or implied, incidental thereto; to receive and hold on deposit and in trust and as security, estate real and personal, including notes, bonds, obligations and mortgages, choses in action of individuals, corporations, municipalities, states and of the United States, and the same to purchase, collect, adjust and settle, sell and dispose of in any manner, with or without its guarantee or indorsement; to guarantee or insure titles to real estate; to receive and loan money on pledges and securities of all kinds; to make insurance for persons holding places of responsibility and of trust; to rent safe deposit boxes; to receive upon deposit for safekeeping jewelry, plate, stocks, bonds and valuable property of every description upon such terms as may be agreed upon; to act as assignees, receivers, executors, guardians and administrators; to execute trusts of every description not inconsistent with the laws of the State of Mississippi, or of the United States; to act as agent or trustee for any purpose for any corporation, association, municipality, State or public authority; to receive and manage any sinking fund thereof, on such terms as may be agreed upon; to become surety or guarantor in any case and for any purpose; to act as agent for the investment of money for any person or corporation, and to issue its debentures; to act as loan brokers, and as agents for the negotiation of loans for any individual or corporation, and to charge such commission or receive such compensation therefor as may be agreed upon.

Article 2. The names of the persons incorporated are: Andrew P. Watson, Edward H. Granger, Don M. Dockery, Jordan A. Payne, Sam Powel and their associates and successors.

Article 3. The corporate name is to be The Hernando Bank and as such to have power to contract and be contracted with, sue and be sued, to have perpetual succession and all powers proper and necessary to carry into effect the purposes for which the Corporation is formed.

Article 4. The domicile is to be Hernando, DeSoto County, in the State of Mississippi.

Article 5. (1) Amount, classes and shares of capital stock.---The amount of capital stock of the Corporation shall be $100,000.00 divided into classes and shares as follows: (a) $50,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 400 shares of the par value of $125.00 each; and (b) $50,000.00 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 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 5) accruing after February 12, 1935 hereinafter referred to as the "Recapitalization Date"), cash dividends thereon 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 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 share 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 5) 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 5, the net profits of 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; (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

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(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) heed 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 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 oustanding, 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 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 $128,000 (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 5, 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 exceess 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 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 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---

(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 preferrec 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 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 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 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 5 of 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 subscriptions 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 5, 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 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 5, 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 5(in accordance with the requirements of paragraphs (c) of section 6 of this article 5 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 by Reconstruction Finance Corporation as unsatifactury, 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, howver, that this limitation shall not apply to real estate acquired under the provisions of subdivisions 2 and 3 of Section 59 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 affirm-

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ative vote of the holders of a majority of the preferred stock at the time oustanding, 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. The stockholders of the Corporation shall not be liable for an amount exceeding the unpaid portion of the par value of the stock subscribed for by them respectively.

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.

Article 8. (a) Officers.---The Board of Directors shall elect one of its number 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 subparagraphs (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 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 percent 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 Third, 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 FOURTH, 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 prices (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 an annual meeting of the shareholders of The Hernando Bank, Hernando, Mississippi, held on January 1st, 1937, 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 400; Total number of shares of preferred stock represented at the meeting 400; total number of shares of preferred stock voted in favor of the resolution 400; Total number of shares of preferred stock voted against the resolution None. Total number of shares of common stock outstanding 500; Total number of shares of common stock represented at the meeting 390½; Total number of shares of common stock voted in favor of the resolutions 390½; 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 an annual 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. P. Flinn, President

(SEAL OF BANK)

Subscribed and sworn to before me this 7th day of Jan. A. D. 1937.

H. F. Conger, Chan. Clerk. Ex Officio Notary Public.

(SEAL OF NOTARY)

Department of Bank Supervision, Jackson, Mississippi.

J. C. Fair, State Comptroller.

I, J. C. Fair, State Comptroller, certify that I have this day examined the foregoing proposed Amendments to Articles of Incorporation of The Hernando Bank and do hereby approve the same. Witness my official signature with the seal of the Department of Bank Supervision hereto affixed, this the eleventh day of January, 1937.

J. C. Fair, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 11th day of January, A.D.1937, together with the sum of $10.00 deposited to recover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., January 11th, 1937.

I have examined this amendment of the charter of incorporation, The Hernando 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 The Hernando 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 Thirteenth day of January, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 14th, 1937.

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Amendment of Correction to Articles of Incorporation of
CANTON EXCHANGE BANK
Canton, Madison County, Mississippi

Whereas, heretofore on the 5th day of January, 1935, the stockholders of Canton Exchange Bank, Canton, 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 actions 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

Be It 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 Incorporation as amended, be amended as follows:

By striking from the Charter, as amended, all of said Amendment adopted January 5, 1935, except Resolved First which is specifically retained, and by inserting in the place thereof the following:

Resolved Second, That the Articles of Incorporation be amended by striking out Article 8 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 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) Amounts, classes, and shares of capital stock.---The amount of capital stock of the Corporation shall be $155,000.00 divided into classes and shares as follows: (a) $100,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 5,000 shares of the par value of $20.00 each; and (b) $55,000.00 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 2,200 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 the net profits of the Corporation (determined as provided in section 5 of this Article 4) accruing after January 5, 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, and thereafter at the rate of five percent perannum 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; 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.

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 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

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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 4) of a sum equal to forty percent of the remainder, if any, of such net profits; provided, however, th that the aggregate amount paid into the Preferred Stock retirement fund in any one year need not exceed five percent 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 Superintendents 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 $155,000 (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 $2,000.00 (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 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

(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.

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 re-isued.

(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 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 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 votes 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 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 4 or the fair value of the assets of the Corporation

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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 inx 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 xxxpx respectively, and notice shall be given as above provided. If at the expiration of both of such subscription rights any of the news shares have not been subscribed for, such unsubscribed new shares may be issued and sold at such price, not less thah 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 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 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 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 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 12x 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 vote 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 percent 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 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 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 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 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 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 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, whethery 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 bexx deemed a liquidation, dissolution, or winding up of the Corporation within the meaning of this section 14.

Resolved Fourth, That the Articles of Incorporation be amended by striking out Article 5 and inserting a new article, to be designated as Article 5, reading as follows:

"Article 5. (a) Officers.--The Board of Directors shall elect one of the 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

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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 in 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.

Resolved Fifth, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article 9, reading as follows:

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 percent 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 an annual meeting of the shareholders of Canton Exchange Bank, Canton, Mississippi, held on January 2, 1937, 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.....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.....5,000
Total number of shares of preferred stock voted against the resolutions.....None
Total number of shares of Common Stock outstanding.....2,200
Total number of shares of Common Stock representted at the meeting.....1,864
Total number of shares of Common Stock voted in favor of the resolutions.....1,864
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 annual 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) F. E. Allen, President.

Subscribed and sworn to before me this 8th day of January, A. D. 1937.
(SEAL OF NOTARY) Angie Belle Rimmer, Notary Public.

Department of Bank Supervision, Jackson, Mississippi.
J. C. Fair, State Comptroller.

I, J. C. Fair, State Comptroller, certify that I have this day examined the foregoing proposed Amendment to Articles of Incorporation of Canton Exchange Bank, and do hereby approve the same.

Witness my official signature with the seal of the Department of Bank Supervision hereto affixed, this the 12th day of January, 1937. J. C. Fair, State Comptroller.
(SEAL)

Received at the office of the Secretary of State, this the 12th day of January, A. D. 1937, 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 12th, 1937.

I have examined this amendment of the charterv of incorporation, Canton Exchange 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 Canton Exchange 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 Thirteenth day of January, 1937.

High White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 14, 1937.

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Charter of Incorporation of

MIX-O-MINT CORPORATION

1. The corporate title of said company is MIX-O-MINT CORPORATION.
2. The names of the incorporators are: John S. Hoggatt, Gertrude Hoggatt, Stacy Hoggatt.
3. The domicile is at Vicksburg, Warren County, Mississippi.
4. The amount of capital stock is One Thousand (1000) shares, with no par value and the price of said stock shall not exceed Ten ($10.00) dollars per share, and the total amount of capital stock not to exceed Ten Thousand ($10,000.00) Dollars.
5. The period of existence, not to exceed fifty years, is fifty years.
6. The purpose for which it is created is to engage in the compounding, mixing, and manufacturing of carbonated beverages, syrups, and concentrates, and the ingredients thereof; to own and operate trucks or other transportation vehicles; to rent, own and sell real estate necessary or incident thereto, and in connection with the operation of a wholesale and retail beverage manufacturing business, and to do any and all things not contrary to the law in carrying out the purpose and intents of such a business.
7. The rights and powers that may be exercised by the corporation are those conferred by the provisions of chapter 100 of the laws of 1930 and amendments thereto.

Witness our signatures this the 14 day of January, 1937.

John S. Hoggatt,
Gertrude Hoggatt,
Stacey Hoggatt.

Personally appeared before me, the undersigned authority, a Notary Public in and for Warren County, Mississippi, John S. Hoggatt, Gertrude Hoggatt, and Stacey Hoggatt, all resident citizens of Warren County, Mississippi, who having been by me first duly and legally sworn, acknowledged that they and each of them signed the foregoing instrument of writing on the day and date therein mentioned.

Given under my hand and official seal on this the 14 day of January, 1937.

George Cheney, Notary Public.

Received at the office of the Secretary of State, this the 18 day of Jany, A. D. 1937, 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., Jan. 19, 1937.

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 Mix-o-Mint 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 nineteenth day of January, 1937.

John Culkin.

By the acting governor,
Walker Wood,
Secretary of State.

Recorded: January 19, 1937.

Proof of Publication of [illegible] published [illegible] Jany 20 1937
Filed in this office Feb. 17th 1937
Walker Wood Secretary of State

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Proof of Publication, Showing publication made on Feb. 11th 1937
Filed in this office Feb. 25th 1937
Walker Tipton
Secretary of State

The Charter of Incorporation of
McCOMB HOMESTEAD ASSOCIATION

We, the undersigned, being natural persons of full age, do hereby associate ourselves together for the purpose of forming a corporation under the General Corporation Act of the State of Mississippi, being Chapter 100 of the Mississippi Code of 1930 as amended and supplemented, and we hereby adopt the following Charter of Incorporation:

FIRST: The corporate title of said company is McComb Homestead Association.

SECOND: The hames and post-office addresses of the incorporators are as follows:

NAMES	POSR OFFICE ADDRESSES
J. R. Butler	McComb, Mississippi
B. L. Bowlin	McComb, Mississippi
W. D. Bryan	McComb, Mississippi

THIRD: The domicile of the corporation is at McComb Homesteads, near McComb, County of Pike, State of Mississippi.

FOURTH: The total number of shares of stock which the corporation is authorized to issue is two hundred and fifty (250) shares of common stock of the par value of Three ($3.00) Dollars per share. The stockholders shall hereinafter be designated as members.

FIFTH: The period of existence of the corporation is fifty (50) years.

SIXTH: The purposes for which the corporation is created are: To participate in the establishment, maintenance and development of a community at McComb Homesteads, near McComb, County of Pike, State of Mississippi, for the mutual benefit of the members of such community; to engage in activities designed to rehabilitate such members and make them seld-supporting; and to do and perform all acts and things necessary, convenient, useful ar incidental to the accomplishment of these purposes.

SEVENTH: The rights and powers that may be exercised by said corporation are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930 as amended and supplemented, and in addition thereto and in furtherance, but not in limitation thereof, this corporation shall have the right and power to do any or all of the following enumerated things:

(a) To acquire or assist in acquiring in any manner, dispose of or assist in disposing of in any manner, construct, build, establish, own, equip, operate, maintain, improve, administer, and supervise any buildings, plants, mills, factories, industries, commercial establishments, farms, pasturages, homesteads and cooperative enterprises and activities of any kind, and power, light, gas and water plants for the purpose of manufacturing for, and furnishing to, its members power, light, gas, and water, and to perform any other necessary or desirable operations or functions in connection therewith.

(b) Without restriction or limitation as to amount, to buy, or to acquire by gift or in any other manner, or assist in acquiring, and to sell, lease, mortgage, pledge, assign, transfer, or otherwise dispose of, ar assist in disposing of, any land or lands or real property of any description whatsoever, and any right or title of any nature therein, including structures or other improvements thereon or therein.

(c) Without restriction or limitation as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of, personal property of every class and description whatsoever, for any purpose or use necessary, convenient, useful or incidental to the accomplishment of the purposes of the corporation.

(d) To accomplish, effect, or assist in, the transportation or movement of persons or property or both, in any manner whatsoever that may be necessary or desirable in the furtherance of any or all of the purposes, powers and objects set forth herein.

(e) To cooperate with any Governmental agency or agencies, whether national, state, county or municipal, or with any public or private agency whatsoever, in the purchase, construction, equipment, operation, maintenance, or supervision of any undertaking of this corporation designed to effectuate the purposes herein set forth.

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

(g) To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic, or government, or any agency, or agencies thereof, and more especially, to enter into, make and perform any covenant or condition required by any grantor of any land or improvements thereon which may be designed or intended to restrict or limit the use of the premises conveyed to the objects and purposes for which this corporation is organized.

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

(i) To acquire in any manner, hold, sell, assign, transfer, mortgage, pledge, or otherwise deal in or with the capital stock, bonds or other securities or evidences of indebtedness, as well as any dividends, interest, premiums or profits thereon, of any domestic or foreign, private or public corporation, and while the holder of such stock or other securities or evidences of indebtedness to exercise all the rights and privileges of ownership, including the right to vote thereon, and the right to transfer the same unconditionally or otherwise, to the same extent as natural persons might or could do.

(j) To dedicate, or grant, for public or community use, streets, sewers, playgrounds, parks, schools, commons, community buildings and community facilities of any and all kinds and any property for any of the foregoing or similar purposes.

(k) To have one or more offices to carry on all or any of its operations or enterprises or to promote its objects.

(l) To do any and all of the things herein set forth and, in addition, any and all other acts and things necessary, convenient, useful or incidental to the attainment of its purposes, as fully and to the same extent as natural persons lawfully might or could do, as principals, agents, contractors, trustees, or otherwise, and either alone or in company with others, in so far as such acts are permitted to be done by a corporation organized under the laws of the State of Mississippi.

(m) The foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation as provided for under the laws of the State of Mississippi.

EIGHTH: The number of shares of common stock necessary to be subscribed and paid for before the corporation shall commence business shall be three shares of common stock.

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

TENTH: Any natural person (a) who now occupies any homestead tract comprising part of the McComb Homestead Community as a licensee of the United States or of this corporation, or (b) who has or shall have a contract right to purchase such a tract from this corporation, or (c) who is or shall become a lessee from this corporation of such a tract, or (d) who resides upon land purchased

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by any corporation or association organized with the approval of the Administrator of the Resettlement Administration for the purpose of serving the members of the said community, or (8) who is the wife or husband or an adult member of the family or any one of the foregoing persons, shall be eligible to an interest in and to participate in the affairs of the corporation upon proof of compliance with such terms and conditions as may be provided in the by-laws; provided that one, but no more than one, occupant of each homestead tract shall be admitted to membership hereunder. Eligibility under the provisions of this article shall be determined by the Board of Directors of this corporation. In construing this article McComb Homestead Community shall be deemed to mean the community located at the Resettlement administration project near McComb, County of Pike, State of Mississippi, as such community is now designed and laid out or as it may be designed or laid out at any time during the existence of this corporation.

ELEVENTH: Except as set forth herein, the rights, duties, and obligations of all persons becoming stockholders in the corporation shall be provided for in the By-Laws of the Corporation.

TWELFTH: Stock certificates of the corporation shall be in such form as shall be provided for in the By-Laws of the Corporation, and they shall not be assignable or transferable except as specifically provided for in the By-Laws of the corporation.

THIRTEENTH: Each member admitted to an interest in the corporation shall be entitled to own but one share of stock and to have but one vote upon any and all occasions, except that at all elections of directors every member shall have the right to vote his shares of stock for as many persons as there are directors to be elected, or to vote cumulatively, so as to give one candidate as many votes as the number of directors to be elected, or to distribute them among as many candidates as he shall see fit. Under no circumstances shall a vote by proxy be allowed or considered.

FOURTEENTH: The business of the corporation shall be managed by a Board of Directors. A majority of the directors shall be members. The first Board of Directors shall consist of the above named incorporators and

NAMES	POST OFFICE ADDRESSES
E. E. Flowers	McComb, Mississippi
Margaret G.Steinmetz	McComb, Mississippi

The term of the three directors, who are the incorporators hereof, shall be for the period ending at the annual meeting of the members to be held on the first Monday in January, 1938. The term of the two additional directors named herein shall be for the period ending at the annual meeting to be held on the first Monday in January, 1939? The term of the directors subsequent to that of the first Board of Directors shall be two years, so that three directors will be elected in one year, and two directors the next year. All directors shall serve until their successors are elected and qualify, and all directors shall be elected by the members at their annual meetings. A quorum of the directors for the transaction of business at any meeting duly called shall be a majority of the directors.

FIFTEENTH: In furtherance, and not in limitation, of the powers conferred by the laws of the State of Mississippi, the Board of Directors is expressly authorized:

(a) By resolution or resolutions, passed by a majority of the whole Board, to designate one or more committees, each committee to consist of ~~one~~ two or more of the directors of the corporation, which, to the extent provided in said resolution or resolutions, or in the By-Laws of the corporation, shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the corporation, or any part thereof, and may have power to authorize the seal of the corporation to be affixed to all papers which may require it. Such committee or committees shall have such names or names as may be stated in the By-Laws of the corporation, or as may be determined from time to time by resolution adopted by the Board of Directors.

(b) By resolution or resolutions, passed by a majority of the whole Board, to authorize and cause to be executed, mortgages and liens upon the property of the corporation; to sell, lease or exchange all the property and estate of the corporation, including its good will and its corporate franchise, upon such terms and conditions and for such consideration as the Board of Directors shall deem expedient and for the best interest of the Corporation.

(c) By resolution or resolutions, passed by a majority of the whole Board, to appoint a manager or attorney to transact the business of the corporation and to confer upon him all such powers and duties as it may deem necessary or expedient in the premises, including the power to appoint one or more assistant managers or attorneys with like powers and duties.

SIXTEENTH: This corporation may, in its By-Laws, confer powers upon the Board of Directors in addition to the foregoing.

SEVENTEENTH: Both members and directors shall have power, if the By-Laws so provide, to hold their meetings, and to have one or more offices within or without the State of Mississippi, and to keep the books of this corporation (subject to the provisions of the statute) outside the State of Mississippi, at such places as may be designated from time to time by the Board of Directors.

EIGHTEENTH: The first meeting of the incorporators, who shall be deemed the only persons in interest, for the purposes of organization of this corporation, may be called by oral notice given to the incorporators.

NINETEENTH: The right to amend, alter, change, or repeal any provision contained in the Charter, in the manner now or hereafter prescribed by statute, is hereby reserved, and all rights conferred upon members herein are granted subject to this reservation; provided, however, that no amendment of Articles Sixth, Tenth, Eleventh, or of this Article, shall be effective if inconsistent with the terms, covenants, or conditions of any agreement entered into by the corporation.

In testimony Whereof, we have hereunto set our hands and seals this 12th day of January, 1937.

J. R. Butler (SEAL)
B. L. Bowlin, (SEAL)
W. S. Bryan (SEAL)

State of Mississippi)
(SS
County of Pike.)

This day personally appeared before me, the undersigned authority J. R. Butler, B. L. Bowlin, and W. S. Bryan, incorporators of the corporation known as the McComb Homestead Association, who acknowledged that they signed and executed the above and foregoing Charter of Incorporation as their act and deed on this 12th day of January, 1937.

E. E. Flowers, Notary Public.
(SEAL) Mycommission willrexpire on the 18th day of February, 1937.

Received at the office of the Secretary of State this the 18th day of Jany, A. D. 1937, together with the sum of Twenty & no/100 Dollars ($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 25th, 1937

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.

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The within and foregoing Charter of Incorporation of McComb Homestead Association, McComb, 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 twenty-fifth day of January, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 26th, 1937.

Proposed Amendment to the Charter of the

PORT GIBSON IMPLEMENT COMPANY,
of Port Gibson, Mississippi.

The name of the corporation shall be, and it is hereby, amended so as to make the name of the corporation, the

PORT GIBSON EQUIPMENT COMPANY

instead of the Port Gibson Implement Company as it now stands in the Charter thereof, as granted and approved Jan'y 11, 1937.

E. B. Barland,
President Port Gibson Implement Company

State of Mississippi,
Claiborne County.

Personally appeared before the undersigned, a Notary Public in and for said county and state, E. B. Barland, who is the President of the Port Gibson Implement Company, who who acknowledged that he signed and executed the foregoing writing on the day and year therein mentioned, towit: on the 18th day of January, 1937.

Given under my hand and seal of office this 18th day of Jany, 1937.

(SEAL)

R. D. Gage, Jr., Notary Public.

Certified copy of resolution of stocholders authorizing
Amendment of charter of Port Gibson Implement Company,
Port Gibson, Miss.

The stockholders of the Port Gibson Implement Company, met at the office of the company in Port Gibson, Mississippi, on the 18 day of January, 1937, present E. B. Barland, H. E. Barland and O. W. Easley, who hold all of the stock of the company.

On motion duly seconded the following resolution was passed, towit:

Resolved that the Charter of the Port Gibson Implement Company, approved Jan'y 11th, 1937, be amended, the following being the proposed amendment, towit:

Amendment to the Charter of the Port Gibson Implement Company.

The name of the Corporation shall be, and it is hereby, amended so as to make the name of the corporation, the

Port Gibson Equipment Company,

instead of the Port Gibson Implement Company, as it now stands, which resolution was unanimously adopted.

State of Mississippi,
Claiborne County,
Town of Port Gibson.

I, H. E. Barland, Secretary of the Port Gibson Implement Company, do hereby certify that the above and foregoing is a full, true and correct copy of the resolution adopting the proposed amendment to the Charter of Incorporation of said Port Gibson Implement Company which was adopted at a meeting of the stockholders thereof, held at Port Gibson, Mississippi, on the day and year therein stated. Given under my hand and the seal of said corporation, I using a scroll as a seal, as no corporate seal has been secured as yet, this 18th day of January, 1937.

H. E. Barland, Secretary.

SEAL
PORT GIBSON IMPLEMENT
COMPANY

Received at the office of the Secretary of State, this the 21st day of Jany, A. D. 1937, 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 21st, 1937.

I have examined this amendment to the charter of incorporation, of Port Gibson Implement 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 Port Gibson Implement Company, changing name thereof to Port Gibson Equipment Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-fifth day of January, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 26th, 1937.

This corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the chancery of Claiborne County, Mississippi, dated 2-8-47
Certified Copy of said decree filed this 3/28/1947
WALKER WOOD
SECY OF STATE
JACKSON, MISS.

AMENDMENT OF CORRECTION TO ARTICLES OF INCORPORATION OF

THE BANK OF RALEIGH, RALEIGH, SMITH COUNTY, MISSISSIPPI.

WHEREAS, heretofore on the 12th day of April, 1935, the stockholders of The Bank of Raleigh, Raleigh, 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 respect to the reduction of the Common Capital Stock from $15,000.00 to $7,500.00 by changing the par value from $100,00 to $50.00 and authorizing the issuance of preferred stock and in causing said amendments adopted April 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 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 12th day of April, 1935, the Articles of Incorporation as amended (as follows: — be amended)

By striking from the Charter, as amended, all of said Amendment adopted April 12, 1935, except RESOLVED FIRST, RESOLVED SECOND and RESOLVED THIRD which are specifically retained, and by inserting in the place thereof the following:

RESOLVED FOURTH, That the Articles of Incorporation be amended by inserting a new article to be designated as Article 7, reading as follows:

"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 4 and insering 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 $15,000.00 dividend into classes and shares as follows: (a) $7,500.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 180 shares of the par value of $41 2/3 (1) each; and (b) $7,500.00 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 $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 netv profits of the Corporation (determined as provided in section 5 of this article 4) accruing after April 12, 1935 (2) (hereinafter referred to as the "Recepitalization 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 full 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 asxprovided 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 pf 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 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 chargeoffs, 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 und termined losses, but to the extent only that such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up there for 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 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, accu-

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mulated 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 Recepaitalization 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 tox 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 aoutstanding 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 equalx 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 amd 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 preferre 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 hy 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.

STATE COMPTROLLER

(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 $ 15,000,00 (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 $ 1,000.00 (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 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 canceled forthwith and shall not be reissued.

(9) **Retirement of Preferred Stock by call.**—Subject to the provisions of section 7 OF CAPITAL 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 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 deemod 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~~ 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 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 SUBSTATIALLY 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— STATE COMPTROLLER

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 or 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~~ STATE COMPTROLLER.

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(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.

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(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 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 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 percent 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 IN ACCORDANCE WITH THE ~~PROVISIONS~~ REQUIREMENTS OF PARAGRAPH (c) OF SECTION 6 OF THIS ARTICLE 4

(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 percent 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~~ 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 ~~Superintendent of Banks~~ 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 ~~them~~ 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 othewise 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.

~~RESOLVED FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ....., reading as follows:~~

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 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 the 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.

~~RESOLVED SIXTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ....., reading as follows:~~

ARTICLE 9 **Special meetings of shareholders.**—Except as otherwice 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 percent 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 ~~SEVENTH~~ 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 ~~EIGHTH~~ 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 pesons as the Board of Directors may deem advisable.

At a Annual meeting of the shareholders of The Bank of Raleigh, Raleigh, Mississippi, held on January 5th, 1937, 15 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 180
Total number of shares of Preferred Stock voted in favor of the resolutions 180
Total number of shares of Common Stock outstanding 150
Total number of shares of Common Stock voted in favor of the resolutions 126
Total number of shares of Preferred Stock represented at the meeting 180
Total number of shares of Preferred Stock voted against the resolutions None
Total number of shares of Common Stock represented at the meeting 126
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 annual 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.

Mrs. E. H. Ford, PRESIDENT OR VICE-PRESIDENT, ~~President~~.

(SEAL OF BANK)

Subscribed and sworn to before me this 5 day of January, A. D., 1937. Mrs. Rhea Stamps, Notary Public.

(SEAL OF NOTARY) My Com. Exp. 8/23/39

EXHIBIT "I"

EFFECTUATION CERTIFICATE

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of The Bank of Raleigh ~~xxx~~, Raleigh, Mississippi, adopted by the Stockholders on the 5th day of January, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 15th day of January, 1937.

J. C. FAIR, State Comptroller.

(SEAL)

Received at the office of the Secretary of State, this the 3rd day of Feb., A. D., 1937, 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 the proposed Amendments to the Charter of Incorporation of The Bank of Raleigh ~~xxxx~~ adopted by the Stockholders on the 5th day of Hamuary, 1937, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

GREEK L. RICE, Attorney-General.

2/5/37 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 Fifth day of February, 1937.

HUGH WHITE, Governor.

By the Governor.

WALKER WOOD, Secretary of State.

Recorded: February 6, 1937.

The Charter of Incorporation of
THE AMERICAN BURIAL ASSOCIATION
of
BROOKSVILLE, MISSISSIPPI

The corporate name of the company shall be and is the AMERICAN BURIAL ASSOCIATION of Brooksville, Mississippi.

The purpose for which the Company and corporation is formed, and the business or principal of the operation of its business, are as follows, to-wit: (1) to engage in the business of a burial association; to make contracts in advance of death to bury the beneficiaries of said contracts; to make contracts in advance of death to pay the funeral expenses of the beneficiaries of said contracts; to make contracts in advance of death to pay the beneficiaries of said contracts a sum of money in lieu of funeral expenses. (2) To make and issue funeral and burial contracts in consideration of a stipulated cash payment and/or the payment of stipulated premiums, the beneficiaries in said contracts to be and become entitled to the funeral and burial services and supplies as set forth in said contracts and in accordance with the terms thereof. (3) Generally, to engage in the business of owning, operating and controlling a funeral and burial association; to own, lease or otherwise acquire or contract or arrange for the premises and property upon and within and with which to operate said business, and to own, lease or otherwise acquire or contract or arrange for funeral services, supplies and equipment; and to do any and all things necessary, convenient or desirable in effectually owning, operating and controlling said business, but to do nothing contrary to law, or in conflict with the statutes or laws of the State of Mississippi.

The names, addresses, residences and official titles of all the offficers who are to have and exercise the general control and management of the affairs and the funds of the corporation are as follows: to-wit:

G. P. Hairston, Brooksville, Mississippi, President.
E. B. Copeland, Brooksville, Mississippi, V.President.
Mary Norwood, Brooksville, Mississippi, Sec.-Tres.

The domicile of the corporation is and shall be Brooksville, Mississippi.

The amount of capital stock of the corporation is and shall be five thousand dollars.

The amount of capital stock of the corporation is and shall be five thousand dollars which shall consist of five hundred shares, all common stock at a par value of ten dollars per share.

Witness the signatures of the undersigned incorporators on this the 23 day of March, 1937.

G. P. Hairston,
E. B. Copeland,
Mary Norwood.

State of Mississippi,
Noxubee County.

Personally appeared before me, the undersigned authority in and for the said County and State, the within named G. P. Hairston, E. B. Copeland and Mary Norwood, each personally known to me, who separately and together acknowledge that they each signed, executed and delivered the above and foregoing instrument on the day and year therein mentioned and for the purpose therein mentioned.

Witness my signature and seal of office at Brooksville, Mississippi, this the 23rd day of March, 1937.

W. R. Cade,
Notary Public.

(SEAL)

Approved:
John S. Williams, 3rd,
Commissioner of Insurance,
3/24/37

Received at the office of the Secretary of State, this the 24th day of March, A. D. 1937 together with the sum of $10.00 deposited to cover the recording fee.

Walker Wood,
Secretary of State.

Recorded: March 24th, 1937.

AMENDMENT OF CORRECTION TO ARTICLES OF INCORPORATION
OF
PEOPLES BANK, MENDENHALL, SIMPSON COUNTY, MISSISSIPPI.

WHEREAS, Heretofore on the 6th day of February, 1935, the stockholders of Peoples Bank, Mendenhall, 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 6th, 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 6th day of February, 1935, the Articles of Incorporation as amended, be amended as follows:

By striking from the Charter as amended, all of said Amendment adopted February 6, 1935, except RESOLVED FIRST which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, That the Articles of Incorporation be amended by striking out Article 5 and inserting in place 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."

RESOLVED THIRD, That the Articles of Incorporation be further amended by striking out Articles 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 $50,000.00 divided into classes and shares as follows: (a) $50,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 350 shares of the par value of $100.00 (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 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, whenand 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 February 6, 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 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 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 Corppration 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, undivoded 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 perood 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 acvount 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 rquired by law; provided, however, that transfers to earned surplus as required by section 7-(b) of Senate Bill No. 227, Laws

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of 1934, shall not be deducted from gross earnings in determining net profits available for the dividends 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 sixmonths 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.

(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) hereoff, 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-~~fourth~~ 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 ~~of~~ 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, byt 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.

STATE COMPTROLLER

(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 $ 50,000.00 (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 $ 1,000.00 (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 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 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 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 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~~ 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 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— STATE COMPTROLLER 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 or 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~~. STATE COMPTROLLER

(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.

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(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 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 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 percent 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 IN ACCORDANCE WITH THE REQUIREMENTS OF PARAGRAPH (c) OF SECTION 6 OF THIS ARTICLE 4

(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 percent 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~~ 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 ~~Superintendent of Banks~~ 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 ~~then~~ 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.

~~RESOLVED FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ..... reading as follows~~:

ARTICLE 9 (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 the 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.

~~RESOLVED SIXTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ..... reading as follows~~:

ARTICLE 10 **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 percent 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 ~~SEVENTH~~ 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 ~~EIGHTH~~ 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 pesons as the Board of Directors may deem advisable.

At a ....meeting of the shareholders of Peoples Bank, Mendenhall, Mississippi, held on January 5, 1937, 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	324	Total number of shares of Preferred Stock represented at the meeting	324
Total number of shares of Preferred Stock voted in favor of the resolutions	324	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	137
Total number of shares of Common Stock voted in favor of the resolutions	137	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 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. B. Durr, President.

(SEAL OF BANK)

Subscribed and sworn to before me this 5th day of January, A. D., 1937. S. J. Knight, Notary Public.

(SEAL OF NOTARY)

EFFECTUATION CERTIFICATE

EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of Peoples Bank, Mendenhall, Mississippi, adopted by the Stockholders on the 5th day of January, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 30th day of January, 1937.

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 3rd day of Feb., A. D., 1937, 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 the proposed Amendments to the Charter of Incorporation of Peoples, Bank adopted by the Stockholders on the 5th day of January, 1937, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/5/37

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 Fifth day of February, 1937.

HUGH WHITE, Governor.

By the Governor.

WALKER WOOD, Secretary of State.

Recorded: Feb. 6, 1937.

Suspension disposed by order of Supervisors, under petition of 14 electors 12/ Laws of Miss. 1936 - effective May 18, 1939. Walker Wood, Sec. of State.

Submitted to State Tax Commission as Authorized by Section 35, Chapter 121, Laws of Mississippi 1938 OCT 12 1938

Submitted to State Tax Commission as Authorized by Section 35, Chapter 121, Laws of Mississippi 1938 2/24/43

Charter of Incorporation of

MERIDIAN TAXI-CAB COMPANY, INC.

(1). The corporate title of said corporation is: Meridian Taxi-Cab Company, Inc.
(2). The names and Post Office addresses of the incorporators are:
1. Marvin R. Bates, Postoffice address, Meridian, Miss.
2. Mrs. Nela G. Bates, Postoffice address, Meridian, Miss.
3. Marvin H. Allen, Postoffice address, Meridian, Miss.
(3). The domicile of the corporation in this State is Meridian, Miss.
(4). The amount of authorized capital stock is $2,500.00 of common stock without nominal or par value; consisting of 25 shares with equal rights and privileges.
(5) The sale price of such stock is to be $100.00 per share, with full authority for the Board of Directors to fix or change such sale price.
(6). The period of existence, not to exceed fifty years, is fifty years.
(7). The purposes for which the corporation is created : to own, lease, hire, or contract with and for the operation of taxiecabs, or other vehicles for hire; to sign in behalf of the corporation indemnity bond or bonds for negligence covering the operation of such vehicles for hire; to engage and operate taxi-cabs and vehicles for hire, and to exercise all rights and privileges reasonably incident to the operation of such business, and in addition the rights and powers that may be exercised by said corporation and conferred by Chapter 100 of the Mississippi Code of 1930 annotated, as amended.
(8). The number of shares of common stock necessary to be subscribed and paid for before the corporation shall commence business is 10 shares of paid in value $1,000.00.
Witness our signatures this the 24 day of March, 1937, at Meridian, Mississippi.

Marvin R. Bates,
Mrs. Nela G. Bates,
Marvin H. Allen,
Incorporators.

State of Mississippi,
County of Lauderdale.
Personally appeared before me the undersigned authority of law in and for the County and State aforesaid the within named, Marvin R. Bates, who acknowledged that he signed and delivered the foregoing instrument as his own act and deed for the purposes therein contained on the day and year therein last mentioned.
Given under my hand and official seal this the 24 day of March, 1937.
(SEAL)
L. S. Russell, Notary Public.
My commission expires November 12,1939.

State of Mississippi,
County of Lauderdale.
Personally appeared before me the undersigned authority of law in and for the County and State aforesaid the within named, Mrs. Nela G. Bates, who acknowledged that she signed and delivered the foregoing instrument as her own act and deed for the purposes therein contained on the day and year therein last mentioned.
Given under my hand and official seal this the 24 day of March, 1937.
(SEAL)
L. S. Rusell, Notary Public.
My commission expires November 12,1939.

State of Mississippi,
County of Lauderdale.
Personally appeared before me the undersigned authority of law in and for the County and State aforesaid the within named, Marvin H. Allan, who acknowledged that he signed and delivered the foregoing instrument as his own act and deed for the purposes therein contained on the day and year therein last mentioned.
Given under my hand and official seal this the 24 day of March, 1937.
(SEAL)
L. S. Russell, Notary Public.
My commission expires November 12,1939.

Received at the office of the Secretary of State, this the 26th day of March, A. D. 1937, 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, 1937.
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 Meridian Taxi-Cab Company, 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 Thirtieth day of March, 1937.
Hugh White, Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: March 30th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation
of
MISSISSIPPI PAVING COMPANY

1. The corporate title of said company is the MISSISSIPPI PAVING COMPANY.
2. The names and postoffice addresses of the incorporators are B. D. Moore, Jr., Hattiesburg, Mississippi, and R. H. Slaughter, Hattiesburg, Mississippi.
3. The domicile of this corporation is the City of Hattiesburg, Forrest County, Mississippi.
4. The capital stock of this corporation is the sum of Ten Thousand Dollars ($10,000.00), divided into one hundred shares of common stock of the par value of one hundred dollars per share. Each share of stock shall have the same rights and privileges as every other share of stock.
5. The period of existence of this corporation is fifty (50) years.
6. This corporation is organized for the purpose of engaging in the general contracting business. In addition to all of the powers necessary and incident to such purpose, this corporation shall have the power to own, lease or otherwise acquire any and all property, either real or personal, that it may find useful or convenient in the contracting business and to dispose of the same in any manner. This corporation shall also have the right to borrow money and secure the payment of same by mortgage or pledge of any of its property. Without limiting the powers conferred on it to engage in the general contracting business, this corporation shall have the power to enter into any kind of a contract with any person, natural or artificial, public or private, for the construction of highways, roads, bridges, buildings, or any other kind of structure. This corporation may operate commissaries and stores. In addition to all of the powers and rights herein conferred on this corporation, this corporation shall have all the rights and powers conferred on corporations by Chapter 100 of the Mississippi Code of 1930, Annotated, and all amendments thereto, and all other laws of Mississippi.
7. This corporation may commence business when fifty (50) shares of its capital stock have been subscribed and paid for.

Witness the signatures of the incorporators hereunto affixed on this the 23rd day of March, 1937.

B. D. Moore, Jr.,
R. H. Slaughter,

State of Mississippi,
County of Forrest.

This day personally came and appeared before me, the undersigned authority in and for said State and County, B. D. Moore, Jr., and R. H. Slaughter, the incorporators of the corporation to be known as the Mississippi Paving Company, who acknowledged that they signed, executed and delivered the foregoing and attached Charter of Incorporation of said Mississippi Paving Company on the day and year therein mentioned as their voluntary act and deed.

Given under my hand and seal of office on this the 23rd day of March, 1937.

(SEAL)

Hazel C. Kraus,
Notary Public.

Received at the office of the Secretary of State this the 24th day of March, 1937, together with the sum of Thirty ($30.00) 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 does not violate the Constitution and Laws of this State and of the United States.

Witness my signature on this the 24 day of March, 1937.

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

State of Mississippi,
Executive Office,
Jackson, Miss.

The within and foregoing charter of incorporation of Mississippi Paving 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-fourth day of March, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 25th, 1937.

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of 1934 as amended. this the 5th day of February, 1951.

Heber Ladner

Secretary of State
State of Mississippi

TUCKER PRINTING HOUSE JACKSON MISS

At the regular meeting of the Biloxi Pilot Club, held at the White House Hotel on Thursday, March 18, 1937, with approximately a full attendance present, the Application of the Charter of Incorporation of the Biloxi Pilot Club was read.

On motion made by Hazel Burke, seconded by Mary Mahaffey and unanimously carried, the following resolution was adopted:

"BE IT RESOLVED: That on this the 18th day of March, A. D. 1937, we the members of the Biloxi Pilot Club feel that it is necessary that we incorporate under the laws of the State of Mississippi, and that the three highest officers, namely, Louise Mallard, President, Biloxi, Mississippi; Cary F. Goodman, Secretary, Biloxi, Mississippi; and Mabel Dalzell, Treasurer, Biloxi, Mississippi, sign said Charter of Incorporation."

BILOXI PILOT CLUB?
By: Carl F. Goodman, Secy.
Louise Mallard, President.

The Charter of Incorporation of

PILOT CLUB.

1. The corporate title of said company is PILOT CLUB.
2. The names of the incorporators are: Louise Mallard, postoffice, Biloxi, Miss.; Cary F. Goodman, postoffice, Biloxi, Miss.; Mabel G. Dalzell, postoffice, Biloxi, Miss.
3. The domicile is at Biloxi, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: None.(Non-share corporation)
5. Number of shares for each class and par value thereof: None.
6. The period existence (not to exceed fifty years) is fifty years.
7. The purpose for which it is created: To sponsor and/or engage in any civic or charitable enterprise; to give and/or sponsor dances, boat rides, rummage sales, and any form of amusement or entertainment; the proceeds of which are to be used for civic and charitable purposes; to give banquets, dances and other forms of amusement and entertainment for its members and invited guests and to do any and all acts necessary or requisite to retain the interest and support of the members of the club and to further civic and charitable endeavors.

No shares of stock of any kind shall be issued, and the club shall divide no dividends or profits among its members, it being created for the sole and only purpose of creating good will and affection among the members, and to further civic and charitable enterprises; expulsion shall be the only remedy for non-payment of dues, and 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 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 Chpater 100, Code of Mississippi of 1930.

8. Number of shares for each class to be subscribed and paid for before the corporation may begin business. NONE.

Louise Mallard,
Cary F. Goodman,
Mabel G. Dalzell,
Incorporators.

Acknowledgment

State of Mississippi,
County of Harrison.

This day personally appeared before me, the undersigned authority Louise Mallard, Cary F. Goodman and Mabel G. Dalzell, incorporators of the Corporation known as the Pilot 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 March, 1937.

(SEAL)

Leslie B. Grant,
Notary Public.

Received at the office of the Secretary of State, this the 23rd day of March, A. D. 1937, 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 23rd, 1937

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 Pilot Club is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-third day of March, 1937.

Hugh White, Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: March 26th, 1937.

AMENDMENT OF CORRECTION

TO

ARTICLES OF INCORPORATION

OF

THE SILVER CREEK STATE BANK

Silver Creek, Lawrence County, Mississippi

WHEREAS, heretofore on the 2nd day of October, 1934, the stockholders of The Silver Creek State Bank, Silver Creek, 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 and

WHEREAS, it is desired to amend the Charter, as amended, to provide that the dividend rates on the Preferred Stock of the Bank shall conform with the latest revised dividend rates approved by Reconstruction Finance Corporation; it is therefore

RESOLVED, that regardless of any dmissions, 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 respect to the reduction of the Common Capital Stock from $10,000.00 to $5,000.00, by chnaging the par value from $100.00 to $50.00 and authorizing the issuance of Preferred Stock and in causing said Amendments adopted October 2, 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 ~~for~~ of correcting and completing the said Amendments heretofore adopted by the stockholders on the 2nd day of October, 1934, and to provide for the latest revised dividend rates, the Artucles of Incorporation as amended, be amended, as follows:

By striking from the Charter, as amended, all of said Amendment adopted October 2, 1934, and by inserting in the place thereof the following:

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, under the provisions of sec. 9, Chapter 146, 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, $5,000.00.

RESOLVED THIRD, that no distribution of assets shall be made to the shareholdersof 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 d signated Article 7th reading as follows:

Article 7th. "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 amajority 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."

R RESOLVED FIFTH, That the Articles of Incorporation be further amended by striking out Article 4th and inserting in the place thereof the following:

Atricle 4th (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 160 shares of the par value of $62.50 (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 4th) 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 ofthe 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 tjis article 4th) accruing after October 2, 1934 [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 4th) 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 funds, 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 4th, 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 (included 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 unall cated 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 trasfers 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 stocl; 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 31,1934 (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 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 4th) 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 insufficeint 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 4th) of asum 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 pf Directors, subject, however, to the provisions of section 7 of this article 4th.

(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 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 section 12 or 13 of this Article 4th or the fair value of the assets of the Corporation as determined by the ~~Superintendent of Banks~~ 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 ~~Superintendent of Banks~~ STATE COMPTROLLER.

(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.

TUCKER PRINTING HOUSE JACKSON MISS

(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 ....4th..... 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 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 ....4th....., 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 percent 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 ....4th....) IN ACCORDANCE WITH THE REQUIREMENTS OF PARAGRAPH (c) OF SECTION 6 OF THIS ARTICLE 4TH, on and after February 1, 1937, shall not have amounted in the aggregate to five percent 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~~ 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 ~~Superintendent of Banks~~ 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 ~~then~~ 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.

~~RESOLVED FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ....., reading as follows:~~

ARTICLE 8TH. (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 ....4th.... 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 the 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.

~~RESOLVED SIXTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ....., reading as follows:~~

ARTICLE 9TH. **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 percent 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 ~~SEVENTH~~ 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 ~~EIGHTH~~ 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 pesons as the Board of Directors may deem advisable.

At a ANNUAL meeting of the shareholders of THE SILVER CREEK STATE BANK, SILVER CREEK, Mississippi, held on JANUARY 2, 1937, 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	160	Total number of shares of Preferred Stock represented at the meeting	160
Total number of shares of Preferred Stock voted in favor of the resolutions	160	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	67
Total number of shares of Common Stock voted in favor of the resolutions	67	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 annual 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) J. F. Sharp, President or Vice, President.

Subscribed and sworn to before me this 9th day of January, A. D., 1937. W. C. Daniel, Notary Public.

(SEAL OF NOTARY)

EFFECTUATION CERTIFICATE

EXHIBIT "1"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of Silver Creek State Bank, Silver Creek, Mississippi, adopted by the Stockholders on the 2nd day of January, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 15th day of January, 1937.

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 3rd day of February, A. D., 1937, 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 the proposed Amendments to the Charter of Incorporation of The Silver Creek State, Bank adopted by the Stockholders on the 2nd day of January, 1937, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/5/37

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 Silver Creek 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 Fifth day of February, 1937.

By the Governor.

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

Recorded: February 6, 1937.

Charter of Incorporation of

DELTA PSI CHAPTER OF ALPHA TAU OMEGA FRATERNITY

1. The corporate title of said company is Delta Psi Chapter of Alpha Tau Omega Fraternity.
2. The names of the incorporators are: H. Q. Davis, postoffice, Indianola, Miss.; Francis Bowling, postoffice, Newton, Miss.; E. V. Bramlett, M. D., postoffice, Oxford, 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. None 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. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide nox 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: Nonx share.

H. Q. Davis,
Francis Bowling,
E. V. Bramlett, M. D.,
Incorporators.

State of Mississippi,
County of Lafayette.

This day personally appeared before me, the undersigned authority, H. Q. Davis, Francis Bowling and E. V. Bramlett, incorporators of the corporation known as the Delta Psi Chapter of Alpha Tau Omega Fraternity 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 February, 1937.
(SEAL)

C. E. Slough,
Chancery Clerk.
My commission expires Jan. 1940.

Delta Psi Chapter of Alpha Tau Omega
University of Mississippi,
January 17, 1937

The following is an extract from the minutes of Delta Psi of Alpha Tau Omega. This comes from the meeting held on January 17, 1937. The paragraph is taken from page 214 of "Minutes of Delta Psi Chapter."

"A discussion of the incorporation of Delta Psi Chapter of Alpha Tau Omega ensued. After brief and concise discussion of this matter Brother Thomas Royce made a motion that the chapter authorize H. Q. Davis, Francis Bowling and E. V. Bramlett to apply for a charter of incorporation of Delta Psi Chapter of Alpha Tau Omega. This motion carried unanimously--all members except one being present."

Certidied by
C. DeValine Conyers,
Secretary of Delta Psi Chapter.

Received at the office of the Secretary of State this the 26th day of March, A. D. 1937 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 not violative of the Constitution and laws of this state or of the United States.
3/26/37

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

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporatioj of Delta Psi Chapter Alpha Tau Omega is hereby 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, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 30th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 231, Laws of Mississippi 1934

OCT 12 1938

The Charter of Incorporation of

MISSISSIPPI JUNK COMPANY

DREW, MISSISSIPPI

1. The corporate title of said Company is Mississippi Junk Company.
2. The names and postoffice addresses of the incorporators are: J. D. Shurden, Drew, Mississippi; W. O. Shurden, Drew, Mississippi; W. P. Brown, Drew, Mississippi.
3. The domicile of the Corporation is Drew, Sunflower County, Mississippi.
4. The amount of capital stock is Five Thousand Dollars ($5,000.00), all of which shall be common stock, issued in shares of a par value of One Hundred Dollars ($100.00) each.
5. The period of existence shall be fifty (50) years.
6. The purpose for which said corporation is created is to buy and sell and to conduct a gaaeral wholesale and retail scrap iron, bones and general trading business, and to do all acts incidental to and necessary in connection with the operation of such business.
7. The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100, Code of Mississippi of 1930.

J. D. Shurden (J.D.Shurden)
W. O. Shurden (W.O.Shurden)
W. P. Brown (W.P.Brown)
Incorporators.

State of Mississippi,
County of Sunflower.

This day personally appeared before me, the undersigned authority, in and for said State and County, J. D. ~~Xxxx~~ Shurden, W. O. Shurden and W. P. Brown, who each acknowledged that they signed and delivered the above and foregoing instrumentx of writing on March 20th, 1937, and for the purposes therein indicated as their voluntary act and deed.

Given under my hand and official seal, this 20th day of March, 1937.

(SEAL)

Cordelia Keith,
Notary Public.

Received at the office of the Secretary of State, this the 22nd day of March, A. D. 1937, 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 25th, 1937.

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 Junk Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-fifth day of March, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 26th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
OKTIBBEHA COUNTY SOIL CONSERVATION ASSOCIATION (A.A.L.)

Sec. 1. Be it known that we: Name A. N. Fultz, Jr., of Oktibbeha County, Starkville, Postoffice, Mississippi; Name E. P. Clayton, of Oktibbeha County, Starkville Postoffice, Mississippi; Name O. L. Barnett, of Oktibbeha County, Starkville Postoffice, Mississippi; Name M. H. Arnold, of Oktibbeha County, Sessums postoffice, Mississippi; Name J. T. Moore, of Oktibbeha County, State College Postoffice, Mississippi; Name L. T. Clark, of Oktibbeha County, Starkville Postoffice, Mississippi; Name J. A. Randle, of Oktibbeha County, Strakville Postoffice, Mississippi; Name P. G. Jackson, of Oktibbeha County, Sturgis postoffice, Mississippi; Name W. P. Sudduth, of Oktibbeha County, Starkville Postoffice, Mississippi; Name Shed H. McMinn, of Oktibbeha County, Starkville Postoffice, Mississippi, the undersigned producers of agricultural products in the State of Mississippi, desiring that we, out 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 statutes, 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 Oktibbeha County Soil Conservation Association (A.A.L.)

Sec. 3. The period of existence shall be fifty years.

Sec. 4. The domicile shall be at Starkville, in the County of Oktibbeha, 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 20th day of March, 1937.

A. M. Fultz, Jr. — E.P.Clayton,
O.L.Barnett — M. H. Arnold,
J. T. Moore, — L. T. Clark,
J. A. Randle, — P. G. Jackson,
W.P.Sudduth, — Shed H. McMinn.

State of Mississippi,
County of Oktibbeha.

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the above named A. N. Fultz, Jr., J. T. Moore, E. P. Clayton, L. T. Clark, Shed H. McMinn, J. A. Randle, O. L. Barnett, P. G. Jackson, M. H. Arnold, W. P. Sudduth, 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 20th day of March, 1937.

(SEAL) Etoyle Hull.
My commission expires Feb. 1, 1941.

Starkville, Mississippi, March 20, 1937.

We, the undersigned organizing members of Oktibbeha County Soil Conservation Association (A.A.L.) hereby agree that the organization meeting of said corporation may be held at Starkville, Mississippi, at a time fixed by J. K. Morgan, 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 ~~xxxx~~ 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. N. Fultz, Jr. — E. P. Clayton,
Shed H. McMinn, — O. L. Barnett,
M. H. Arnold, — J. T. Moore,
W. P. Sudduth, ~~xxx~~ — L. T. Clark,
J. A. Randle, — P. G. Jackson.

State of Mississippi,
Office of Secretary of State,
Jackson.

I, Walker Wood, Secretary of ~~x~~ State of the State of Mississippi, do hereby certify that the articles of association and incorporation of Oktibbeha County Soil Conservation Association (A.A.L.), domiciled at Starkville, in Oktibbeha 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 26th day of March, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 448, 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 26th day of March, 1937.

(GREAT SEAL) Walker Wood
Walker Wood, Secretary of State.

Recorded March 26, 1937.

AMENDMENT OF CORRECTION

TO

ARTICLES OF INCORPORATION

OF

BANK OF WIGGINS

WIGGINS? Stone County, MISSISSIPPI

WHEREAS, heretofore on the 8nd day of November, 1934, the stockholders of Bank of Wiggins, Wiggins, Mississippi, adopted Amendments to the Articles of Incorporation 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 ~~said~~ 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 respect to the reduction of the Common Capital Stock from $30,000.00 to $15,000.00, by changing the par value per share thereof from $100.00 to $50.00, and authorizing the issuance of Preferred Stock and in causing said Amendments adopted November 2, 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 2nd day of November, 1934, the Articles of Incorporation, as amended, be amended as follows:

By striking from the Articles of Incorporation, as amended, all of said Amendments adopted November 2, 1934, except RESOLVED FIRST which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, that, under the provisions of Section 9, Chapter 146, Laws of 1934, the Common Capital Stock of this Corporation be reduced in the sum of $15,000.00, leaving the total Common Capital, after said reduction, $15,000.00.

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 beused 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 designating the six unnumbered paragraphs thereof as Article First to Article Sixth, inclusive.

RESOLVED FIFTH, that the Articles of Incorporation be further amended by inserting a new article to be designated 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."

TUCKER PRINTING HOUSE JACKSON MISS

RESOLVED ~~FOURTH~~ SIXTH, 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 $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 200 shares of the par value of $75.00 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 300 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 November 2, 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 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 FOURTH) 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 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 FOURTH, 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 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 December 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 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 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 percent 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 $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 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, 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.

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 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 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 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 section 12 or 13 of this Article FOURTH, AND ~~OF~~ 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.

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(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.

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(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 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 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 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 FOURTH, 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 percent 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 percent 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 then 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 othewise 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.

RESOLVED ~~FIFTH~~ SEVENTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE EIGHTH, reading as follows:

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 the 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.

RESOLVED ~~SIXTH~~ EIGHTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE NINTH, reading as follows:

ARTICLE NINTH. **Special meetings of shareholders.**—Except as otherwice 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 percent 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 ~~SEVENTH~~ NINTH, 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~~ TENTH, 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 pesons as the Board of Directors may deem advisable.

At an ANNUAL meeting of the shareholders of BANK OF WIGGINS, WIGGINS, Mississippi, held on JANUARY 14, 1937, 5 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 NONE
Total number of shares of Common Stock outstanding 450	Total number of shares of Common Stock represented at the meeting 409½
Total number of shares of Common Stock voted in favor of the resolutions 409½	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 ANNUAL 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) M. E. Cooper, Vice-President and Cashier, ~~President~~.

Subscribed and sworn to before me this 23d day of JANUARY, A. D., 1937. U. B. PARKER, Notary Public.

(SEAL OF NOTARY)

EFFECTUATION CERTIFICATE

EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of BANK OF WIGGINS ~~Bank~~, WIGGINS, Mississippi, adopted by the Stockholders on the 14th day of JANUARY, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 29th day of JANUARY, 1937.

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 3RD day of FEBRUARY, A. D., 1937, 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 the proposed Amendments to the Charter of Incorporation of BANK OF WIGGINS, ~~Bank~~ adopted by the Stockholders on the 14th day of JANUARY, 1937, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/5/37

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 WIGGINS is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this FIFTH day of FEBRUARY, 1937.

By the Governor.

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

RECORDED: FEBRUARY 6, 1937.

Articles of Association

BILOXI CATHOLIC CREDIT UNION

1. The corporate name of this credit union is Biloxi Catholic Credit Union, the principal pffice of which is to be located in Biloxi, Harrison County, Mississippi.

2. The names and addresses of the subscribers to the Articles, and the number of shares subscribed by each are as follows:

Charles M. Laniusn Biloxi, Mississippi.....One share
John Mavar, Jr., Biloxi, Mississippi.....One share
C. M. Drey, Biloxi, Mississippi.....One share
Harry P. Cousans, Biloxi, Mississippi.....One share
Charles D. Wambsgans, Biloxi, Mississippi.....One share
S. L. Fayard, Biloxi, Mississippi.....One share
Dr. E. A. Trudeau, Biloxi, Mississippi.....One share
Dr. Robert F. Smith, Biloxi, Mississippi.....One share
J. Kline Coquet, Biloxi, Mississippi.....One share
Frank P. Corso, Biloxi, Mississippi.....One share
D. D. Entringer, Biloxi, Mississippi.....One share
Ernest Desporte, Biloxi, Mississippi.....One share

3. Incorporation of said Catholic Credit Union is desired under Chapter 102, Mississippi Code of 1930, providing for the Incorporation of Credit Union Associations.

4. The par value of shares is Five Dollars ($5.00) each.

5. The said Association andits members will comply with all the laws, rules and regulations applicable to Credit Unions.

This the 29th day of March, 1937.

Charles M. Lanius,
John Mavar, Jr.,
C. M. Drey,
Harry P. Cousans,
Charles D. Wambsgans,
Ernest Desporte,
E.A.Trudeau,
S. L. Fayard,
J. Kline Coquet,
D. Daniel Entringer,
Frank P. Corso,
Robert F. Smith,D.D.S.

State of Mississippi,
County of Harrison.

Personally appeared before the undersigned authority in and for said county state, Harry P. Cousans, who acknowledged that he signed and executed the foregoing Articles of Association of Biloxi Catholic Credit Union on the day and year therein mentioned. And the said Harry P. Cousans further on oath stated and acknowledged that said Articles of Association of Biloxi Catholic Credit Union has been signed and executed by all the signers thereto who are listed as the subscribers of said Articles of Association, to-wit: Charles M. Lanius, John Mavar, Jr., C. M. Drey, Charles D. Wambsgans, S. L. Fayard, Dr. E. A. Trudeau, Dr. Robert F. Smith, J. Kline Coquet, Frank P. Corso, D. D. Entringer and Ernest Desporte.

Witness my hand and seal of office on this 30th day of March, 1937.

Leslie B. Grant,
Notary Public.

(SEAL)

Recorded: March 31, 1937.

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Amendment to the Charter of Incorporation of the

GULF STATES CIGAR AND TOBACCO COMPANY,

a corporation of Hattiesburg,Mississippi.

The Charter of Incorporation of the Gulf States Cigar and Tobacco Company, a corporation, of Hattiesburg, Mississippi, approved by the Governor of the State of Mississippi August 26, 1929, and recorded in the Records of Incorporation in the Office of the Secretary of State of the State of Mississippi in Book Number 29, at Page 714, and filed for record October 25, 1929, and recorded in Corporation Record Number Two (2), at Pages 465 to 468, inclusive, of Forrest County, Mississippi, on file in the office of the Chancery Clerk thereof, and the Amendment to the said Charter of Incorporation of The Gulf States Cigar and Tobacco Company, a corporation, of Hattiesburg, Mississippi, approved by the Governor of the State of Mississippi December 28, 1936, and recorded in the Records of Incorporation in the office of the Secretary of State of the State of Mississippi in Book Number 36-37, at page 393, and filed for record January 1, 1937, and recorded in Corporation Record Number Three (3), at pages 316-319, inclusive, of Forrest County, Mississippi, on file in the office of the Chancery Clerk thereof, are amended so that the same shall be and are, with respect to the capital stock of said corporation, as follows, to-wit:

"The capital stock of said corporation shall be FIFTY THOUSAND ($50,000.00) DOLLARS, of which Twenty Five Thousand ($25,000.00) Dollars shall be common stock,and of which Twenty-Five Thousand ($25,000.00) Dollars shall be preferred treasury stock.

"The twenty five thousand ($25,000.00) dollars of common stock shall consist of one thousand (1000) shares, of the par value of Twenty Five ($25.00) Dollars per share, and of the total par value of twenty-five thousand ($25,000.00) Dollars.

The Twenty-Five Thousand ($25,000.00) Dollars of preferred treasury stock shall consist of one thousand (1000) shares of stock, of the par value of Twenty-five ($25.00) Dollars per share, and of the total par value of twenty-five thousand ($25,000.00) dollars.

The preferred treasury stock shall be known as seven per cent (7%) preferred treasury stock, and shall be entitled to preferred dividends of seven per cent. (7%) per annum, which shall be cumulative, and shall be paid before any dividends shall be paid on the common stock, but no other dividends shall be paid on the preferred stock. Upon dissolution of the corporation, the preferred stock shall be paid in full before any payments shall be made on the common stock. The preferred stock may be retired or redeemed by the corporation, at such time and upon such terms as the Board of Directors may direct, at not less than par and accrued dividends, and such stock may be again issued and sold whenever the Board of Directors may direct. Said shares of preferred treasury stock when issued and paid for shall be deemed full paid stock, and as such not liable to any further call or assessment thereon, and any holder of any such shares of full paid stock shall not be liable for any further payment thereon.

Four hundred (400) shares of the common stock, of the par value of Twenty Five ($25.00) Dollars per share, and of the total par value of Ten Thousand ($10,000.00) Dollars, has heretofore been subscribed and paid for.

The corporation may issue one or more of the remaining six hundred (600) shares of common stock of the par value of Twenty-five ($25.00) dollars per share, and of the total value of fifteen thousand ($15,000.00) dollars, or one or more shares of the said one thousand (1000) shares of preferred stock, of the par value of Twenty-five ($25.00) dollars per share, and of the total par value of twenty-five thousand ($25,000.00) dollars, at any time, or from time to time, as the Board of Directors may direct."

The foregoing Amendment to the Charter of Incorporation of the Gulf States Cigar and Tobacco Company, a corporation, of Hattiesburg, Mississippi, was proposed and made pursuant to and in conformity with the resolution of the stockholders of said corporation adopting and approving said proposed amendment, said resolution being in the following words and figures, to-wit:

"WHEREAS, the Charter of Incorporation of the Gulf States Cigar and Tobacco Company, a corporation, of Hattiesburg, Mississippi, as amended, provides for a total authorized capital stock of Fifty Thousand ($50,000.00), of which ten thousand ($10,000.00) dollars is common stock, consisting of one hundred (100) shares of the par value of One Hundred ($100.00) Dollars per share, and of the total par value of ten thousand ($10,000.00) dollars, and of which said total authorized capital stock Forty Thousand ($40,000.00) dollars is preferred stock, consisting of sixteen hundred (1600) shares of the par value of twenty-five ($25.00) Dollars per share, and of the total par value of Forty Thousand ($40,000.00) dollars; and.

WHEREAS, each and all of the holders and owners of the aforesaid one hundred (100) shares of the common stock of said corporation of the par value of One Hundred ($100.00) Dollars per share and of the total par value of Ten Thousand ($10,000.00) dollars have surrendered said shares of common stock and each and all of them to the corporation and have requested that they be issued in lieu thereif shares of common stock in the corporation of the par value of Twenty Five ($25.00) Dollars per share, that is to say, that for each share of common stock of the original par value of One Hundred ($100.00) dollars that the holder and owner thereof be issued in lieu thereof four (4) shares of common stock in the corporation of the par value of twenty-five ($25.00) dollars per share; and,

WHEREAS, it is the desire of each, and all, of the stockholders of the corporation that the total authorized capital stock of the corporation consist of one thousand (1000) shares of common stock of the par value of twenty-five ($25.00) dollars per share and of the total par value of twenty-five thousand ($25,000.00) dollars, and one thousand (1000) shares of preferred stock of the par value of Twenty Five ($25.00) dollars per share and of the total par value of Twenty-Five Thousand ($25,000.00) dollars;

NOW, THEREFORE, BE IT RESOLVED:

That the charter of Incorporation of the Gulf States Cigar and Tobacco Company, a corporation, of Hattiesburg, Mississippi, approved by the Governor of the State of Mississippi August 26, 1929, and recorded in the Records of Incorporation in the Office of the Secretary of State of the State of Mississippi in Book Number 29, at page 714, and filed for record October 25, 1929, and recored in Corporation Record Number Two (2), at pages 465 to 468, inclusive, of Forrest County, Mississippi, on file in the office of the Chancery Clerk thereof, and the Amendment to the said Charter of Incorporation of the Gulf States Cigar and Tobacco Company, a corporation, of Hattiesburg, Mississippi, approved by the Governor of the State of Mississippi December 28, 1936, and recorded in the Records of Incorporation in the office of the Secretary of State of the State of Mississippi in Book Number 36-37, at page 393, and filed for record January 1, 1937, and recorded in Corporation Record Number Three (3), at Pages 316 to 319, inclusive, of Forrest County, Mississippi, on file in the office of the Chancery Clerk thereof, are amended so that the same shall be and are, with respect to the capital stock of said corporation, as follows, to-wit:

"The capital stock of said corporation shall be Fifty Thousand ($50,000.00) dollars, of which twenty five thousand ($25,000.00) dollars shall be common stock, and of which twenty five thousand ($25,000.00) dollars shall be preferred treasury stock.

The twenty five thousand ($25,000.00) dollars of common stock shall consist of one thousand (1000) shares, of the par value of twenty five ($25.00) dollars per share, and of the total par value of twenty five thousand ($25,000.00) dollars.

The twenty five thousand ($25,000.00) dollars of preferred treasury stock shall consist of

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one thousand (1000) shares of stock, of the par value of twenty five ($25.00) dollars per share, and of the total par value of twenty-five thousand ($25,000.00) dollars.

The preferred treasury stock shall be known as seven per cent. (7%) preferred treasury stock, and shall be entitled to preferred dividends of seven per cent. (7%) per annum, which shall be cumulative, and shall be paid before any dividends shall be paid on the common stock, but no other dividends shall be paid on the preferred stock. Upon dissolution of the corporation, the preferred stock shall be paid in full before any payments shall be made on the common stock. The preferred stock may be retired or redeemed by the corporation, at such time amd upon such terms as the Board of Directors may direct, at not less than par and accrued dividends, and such stock may be again issued and sold whenever the Board of Directors may direct. Said shares of preferred ~~stock~~ treasury stock when issued and paid for shall bedeemed full paid stock, and as such not liable to any further call or assessment thereon, and any holder of any such shares of full paid stock shall not be liable for any further payment thereon.

Four hundred (400) shares of the common stock, of the par value of Twenty Five ($25.00) dollars per share, and of the total par value of ten thousand ($10,000.00) dollars, has heretofore been subscribed and paid for.

The corporation may issue one or more of the remaining six hundred (600) shares of common stock, of the par value of twenty- five ($25.00) dollars per share, and of the total par value of fifteen thousand ($15,000.00) dollars, or one or more shares of the said one thousand (1000) shares of preferred stock, of the par value of Twenty Five ($25.00) dollars per share, and of the total par value of twenty five thousand ($25.000.00) dollars, at any time, or from time to time, as the Board of Directors may direct.

BE IT FURTHER RESOLVED, that the Amendment of the Charter of the Corporation, in the manner and to the extent hereinabove set forth, be here and now unanimously adopted and approved by the stockholders of said corporation, now in meeting assembled.

BE IT FURTHER RESOLVED, that the President and Secretary of said Corporation be and they are hereby authorized, empowered and directed to do any and all things necessary to effect, procure and perfect the Amendment of the Charter of said Corporation in the manner and to the extent hereinabove set forth.

BE IT FURTHER RESOLVED, that as soon as the Charter of the Corporation has beem amended in the manner and to the extent hereinabove set forth, that the Secretary of the Corporation be, and he is hereby, authorized, empowered and directed to issue and deliver to the stockholders heretofore holding and owning shares of the common stock of said Corporation of the par value of One Hundred ($100.00) Dollars each, and who have heretofore surrendered and delivered said shares to the Corporation, shares of common stock in the corporation of the par value of twenty five ($25.00) dollars per share, that is to say, that for each share of common stock of the original par value of One Hundred ($100.00) dollars, that the holder and owner thereof be issued in lieu thereof four (4) shares of common stock in the corporation of the par value of Twenty five ($25.00) dollars per share."

The
State of Mississippi
Forrest County.

We, the undersigned R. A. Gray, President, and Joseph D. Martinez, Secretary, respectively, of the Gulf States Cigar and Tobacco Company, a corporation, of Hattiesburg, Mississippi, do hereby certify that the above and foregoing is a true, exact and complete copy and exemplification of the resolution of the stockholders of said corporation adopting and approving the proposed amendment to the Charter of Incorporation as hereinabove set forth.

We do further certify that each and all of the stockholders of said corporation, as well as each and all of the directors thereof, were present and participating in said meeting, and that each and all of said stockholders and directors voted in favor of said resolution, and that the same was thereupon, on, to-wit, the 10th day of February, A. D. 1937, unanimously adopted.

WITNESS our signatures and the seal of said corporation on this, the 16th day of March, A. D. 1937.

(CORPORATE SEAL)

R. A. Gray
R. A. Gray, President.
Jos. D. Martinez,
Joseph D. Martinez, Secretary.

GULF STATES CIGAR AND TOBBACOO COMPANY,
a corporation, of Hattiesburg, Mississippi

By: R. A. Gray
R. A. Gray, President.
and
BY: Jos. D. Martinez,
Joseph D. Martinez, Secretary.

The
State of Mississippi,
Forrest County.

This day personally came and appeared before me, the undersigned authority in and for said State and county, R.A.Gray, President, and Joseph D. Martinez, Secretary, respectively, of the Gulf States Cigar and Tobacco Company, a corporation, who separately and together acknowledged that as such officers of said corporation, and for and on behalf of said corporation, they signed, sealed, executed and delivered the above and foregoing Amendment to the Charter of Incorporation of said Corporation, and the above and foregoing Certificate to the Resolution of the Stockholders of said Corporation adopting and approving said Amendment to said charter.

Witness my signature and official seal this, the 16th day of March, A. D. 1937.

(SEAL)

B. W. Curry, Notary Public.

Received at the office of the Secretary of State, this the 18th day of March, A. D. 1937, together with the sum of $10.00 deposited to cover the recording fee, and referred tp the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 25th, 1937.

I have examined this amendment of 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 W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Gulf States Cigar and Tobacco Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-fifth day of March, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 26th, 1937.

AMENDMENT OF CORRECTION

TO

ARTICLES OF INCORPORATION

OF

THE BANK OF CLINTON

Clinton, Hinds County, Mississippi

WHEREAS, heretofore on the 2nd day of April, 1935, the stockholders of The Bank of Clinton, Clinton, Mississippi, adopted amendments to the Articles of Incorporation 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 actions taken by the stockholders, officers, and Agents of this Bank in respect to the reduction of the Common Capital Stock from $15,000.00 to $5,000.00, by changing the par value per share thereof from $100.00 to 33-1/3, in authorizing the issuance of $10,000.00 par value of Preferred Stock, in causing said Amendments adopted April 2, 1935, to be certified 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 April, 1935, the Articles of Incorporation, as amended, be amended as follows:

By striking from the Articles of Incorporation, as amended, all of said Amendment adopted April 2, 1935, except RESOLVED FIRST which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, that the Articles of Incorporation be amended by changing the designations of sections 1 to 7, inclusive, thereof to Articles 1 to 7, respectively.

RESOLVED THIRD, 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 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 non acceptable assets and/or shall be transferred to surplus or undivided profits in accordance with the reqyuirements of the Federal Reserve Board and/or the State Comptroller.

RESOLVED FIFTH, that the Articles of Incorporation be further amended by striking out Article 5 and inserting in place thereof the following:

Article 5. The Board of Directors shall concist 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 6 in its entirety.

RESOLVED SEVENTH, 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 $15,000.00 divided into classes and shares as follows: (a) $10,000.00 par valueb of preferred stock (subject to retirement as hereinafter provided) divided into 400 shares of the par value of $25.00 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 4) 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 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 April 2, 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, and no more. Such dividends shall be payable semiannually on each February 1 and Au gust 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,

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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 transfers 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, 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) 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 charge 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 parafraph 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 amximum 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, bythe 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 profisions 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.

(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— THE STATE COMPTROLLER 4
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 ..... or 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~~ STATE COMPTROLLER.

(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.

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(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 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 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 percent 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 percent 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~~ 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 ~~Superintendent of Banks~~ 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 ~~then~~ 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.

RESOLVED ~~FIFTH~~ EIGHTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 6, reading as follows:

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 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 the 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.

RESOLVED ~~SIXTH~~ NINTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 8, reading as follows:

ARTICLE 8 **Special meetings of shareholders.**—Except as otherwice 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 percent 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 ~~SEVENTH~~ TENTH, 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~~ ELEVENTH, 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 pesons as the Board of Directors may deem advisable.

At an ANNUAL meeting of the shareholders of BANK OF CLINTON, CLINTON, Mississippi, held on JANUARY 5, 193 7, 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	400	Total number of shares of Preferred Stock represented at the meeting	400
Total number of shares of Preferred Stock voted in favor of the resolutions	400	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	106
Total number of shares of Common Stock voted in favor of the resolutions	106	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 ~~ANNUAL~~ 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) J. T. WALLACE, President.

Subscribed and sworn to before me this 18th day of JANUARY, A. D., 193 7. A. E. WOOD, Mayor and Ex. Of. J. P. Notary Public.

(SEAL OF NOTARY)

EFFECTUATION CERTIFICATE

EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of THE BANK OF CLINTON ~~Bank~~, CLINTON, Mississippi, adopted by the Stockholders on the 5th day of January, 193 7 and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 15th day of January, 193 7

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 3rd day of Feb, A. D., 193 7, 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 the proposed Amendments to the Charter of Incorporation of The Bank of Clinton, Bank adopted by the Stockholders on the 5th day of January, 193 7, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/5/37

GREEK L. RICE, Attorney-General.

By W. W. Price, Assistant Attorney-General.

STATE OF MISSISSIPPI

EXECUTIVE OFFICE — JACKSON

The within and foregoing Amendment to the Charter of Incorporation of The Bank of Clinton, ~~Clinton, 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 ~~5th~~ Fifth day of February, 193 7

By the Governor.

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded Feb. 6th 1937

Articles of Association and
Incorporation of

TATE COUNTY COLD STORAGE ASSOCIATION(A.A.L.)

Sec. 1. We, R.P.White, of Tate County, Mississippi, (P.O.address Sarah, Mississippi); Marcus S. Wilborn of Tate County, Mississippi, (P.O.address Senatobia, Mississippi); Lester Samuels of Tate County, Mississippi,(P.O.address Senatobia, Mississippi); Rary R. Slocum of Tate County, Mississippi, (P.O.address Coldwater, Mississippi); M. M. McKinnon of Tate County, Mississippi, (P.O. address RFD #3, Coldwater, Mississippi); Cathey S. Dandridge, of Tate County, Mississippi, (P.O. address Looxahoma, Mississippi); J. E. Poag of Tate County, Mississippi, (P.O.address Senatobia, Mississippi); N. N. House of Tate County, Mississippi, (P.O.address Looxahoma, Mississippi); Lee Smith of Tate County, Mississippi, (P.O.address Senatobia, Mississippi); W. S. Dougherty of Tate County, Mississippi, (P.O.address Senatobia, 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 given or allowed, setting forth the following:

Section 2. The name of the organization shall be Tate County Cold Storage Association(A.A.L.)

Section 3. The period of existence shall be fifty years.

Section 4. The domicile shall be at Senatobia,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 22 day of March, 1937.

R. P. White, Marcus Wilborn, Lester Samuels,
Ray R. Slocum, M.M.McKinnon, Cathey S.Dandridge
J.E. Poag, N.N.House, Lee Smith,
W.S.Dougherty.

State of Mississippi,
County of State.

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the above named R.P.White, Marcus S. Wilborn, Lester Samuels, Ray R. Slocum, M. M. McKinnon, Cathey S. Dandridge, J. E. Poag, N. N. House, Lee Smith, W. S. Doughterty, who then and there acknowledhed that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 31 day of March, 1937.

(SEAL)

M. S. Dougherty
M.S. Dougherty, Chancery Clerk.

Senatobia, Mississippi, March 31, 1937.

We, the undersigned organizing members of Tate County Cold Storage Association (A.A.L.) hereby agree that the organization meeting of said corporation may be held at Senatobia, Mississippi, at a time fixed by the President of the Ass'n, 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.

R. P. White, Marcus S. Wilborn Lester Samuels,
Ray R.Slocum, M.M.McKinnon, Cathey S. Dandridge,
J. E. Poag, N. N. House, Lee Smith,
W. S. Dougherty.

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 Tate County Cold Storage Association (A.A.L.), domiciled at Senatobia, 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 offfice this the 1st day of April, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, 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 1st day of April, 1937.

Walker Wood,
Walker Wood, Secretary of State.

(SEAL)

Recorded: April 1, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of

DESOTO COUNTY SOIL CONSERVATION ASSOCIATION (A.A.L.)

SEC. 1. BE IT KNOWN THAT WE:

Name Albert Myers of DeSoto County, Postoffice Byhalia, Mississippi; Name John Gartrell of Desoto County, postoffice Lake Cormorant, Mississippi; Name Russell D. Womack of DeSoto County, Lake Cormorant, Mississippi; Name John W. Entriken of DeSoto County, Postoffice Olive Branch, Mississippi; Name Henry C. Anderson of DeSoto County, Postoffice Hernando, Mississippi; Name William B. Gill of DeSoto County, Postoffice Nesbitt, Mississippi; Name Milton W. Jones of DeSoto County, Postoffice Hernando, Mississippi; Name Audrey M. Watkins of DeSoto County, Postoffice Olive Branch, Mississippi; Name Matthew B. Cathey of DeSoto County, postoffice Byhalia, Mississippi; Name Henry P. Tipton of DeSoto County, Postoffice Horn Lake, 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 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 DeSoto County Soil Conservation Association (A.A.L.)

SEC. 3. The period of existence shall be fifty years.

SEC. 4. The domicile shall be at Hernando, in the County of DeSoto, 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 5th day of April, 1937.

ALBERT MYERS	JOHN GARTRELL
RUSSELL D. WOMACK	JOHN W. ENTRIKEN
HENRY C.ANDERSON	WILLIAM B. GILL
MILTON W. JONES	AUDREY M. WATKINS
MATTHEWS B. CATHEY	HENRY P. TIPTON

State of Mississippi,
County of DeSoto.

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the above named Albert Myers, William B. Gill, John Gartrell, Milton W. Jones, Russell D. Womack, Audrey M. Watkins, John W. Entriken, Matthew B. Cathey, Henry C. Anderson, Henry P. Tipton, 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 April, 1937.

J. P. WALKER, J.P.
J. P. 2nd Dist. DeSoto County, Miss.

Hernando, Mississippi, April 5, 1937.

We, the undersigned organizing members of DeSoto County Soil Conservation Association (A.A.L.), hereby agree that the organization meeting of said corporation may be held at Hernando, Mississippi, at a time fixed by Albert Myers, 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.

ALBERT MYERS	JOHN GARTRELL
RUSSELL D. WOMACK	JOHN W. ENTREKIN
HENRY C. ANDERSON	WILLIAM B. GILL
MILTON W. JONES	AUDREY M. WATKINS
MATTHEW B. CATHEY	HENRY P. TIPTON

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 DeSoto County Soil Conservation Association (A.A.L.), domiciled at Hernando, 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 7th day of April, 1937, and one copy thereof recordded in this office in Record of Incorporations Book No. 36-37, at page 459, 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 April, 1937.

(GREAT SEAL)

WALKER WOOD
Walker Wood, Secretary of State

Recorded: April 7th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MARKS INSURANCE AGENCY, INCORPORATED

I. Know all men by these presents, that we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Mississippi, and we do hereby certify that the corporate title of said company shall be and is "MARKS INSURANCE AGENCY, INCORPORATED."

II. The names and post office addresses of the incorporators are: P. M. B. Self, Marks, Mississippi; J. T. Mack, Marks, Mississippi; C. E. Day, Marks, Mississippi.

III. That the principal place of business and office of said corporation is to be the town of Marks, in the County of Quitman and State of Mississippi.

IV. The amount of authorized corporate stock shall be and is $5000.00, of Five Hundred (500) shares of common stock of the par value of Ten ($10.00) Dollars each.

V. The period of existence shall be fifty (50) years unless sooner dissolved, as provided by law.

VI. The purposes for which this corporation is created are:

To solicit insurance on behalf of any insurance company or companies; to take or transmit applications for insurance or policies of insurance; to advertise or otherwise give notice that it will receive or transmit the same or to receive or deliver policies of insurance of any such company or companies; to examine or inspect any risk; to receive, collect or transmit any premium of insurance; to make or forward diagrams of any buildings, or to do or perform any other act or thing in the making or consummation of any contract of insurance for or with any insurance company or companies; to examine into or adjust or aid and adjust any loss for or on behalf of any insurance company, or otherwise engage in a general insurance agency and soliciting, writing or contracting for general fire, tornado, wind storm, burglary, theft, life, accident, health and indemnity insurance; to represent all classes and kinds of insurance companies and surety companies; to solicit and write all classes and kinds of insurance and surety and indemnity bonds, and to do any and all things necessary, proper and incident in and about the operation of a general insurance agency, and to act as agent and representative of incurance companies and surety companies of all and sundry kinds in the soliciting, writing, settling and adjusting of all classes and kinds of insurance, surety and indemnity bonds and to do and to perform any and all acts proper, necessary or incident to the performamce of a general insurance agency or to do or perform any other act or thing in the making or consummating of any and all kinds of contracts of insurance or the doing and performing of any and all acts proper, necessary or incident to the performance of such business.

To sue and be sued and prosecute and be prosecuted to judgment and satisfaction before any court; to have a corporate seal; to contract and be contracted with; to sell and convey real estate; to sell and convey personal property; to borrow money and secure the payment of same by mortgage or otherwise; to issue bonds and secure them in the same way; to hypothecate its franchise and make all necessary by-laws not contrary to law.

To own, buy, sell, lease, rent, mortgage, pledge or otherwise encumber, improve, develop, operate, use or otherwise deal in real estate and any and all other kind of real property as well as goods, wares, merchandise, and any and all personal property of every kind, character and description whether situate within or without the State of Mississippi; to borrow money ~~and execute money~~ and execute evidences of indebtedness therefor, and to secure the same by incumbering, pledging, or hypothecating any assets owned by the corporation, all to the same extent, purpose and effect as natural persons might or could do.

To make, enter into, carry out and perform contracts of every sort, kind and character with any person, firm, association, joint stock company, corporation, public or private, municipal or body politic, and with the Government of the United States, or any other contract that might be made and entered into by private citizen or natural person.

To exercise any right or power incident to a general insurance agency and to exercise any other powers which may be exercised by a private citizen or natural persons in the general business of any insurance agency or real estate agency.

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 and all amendments thereto.

VII. The number of shares to be subscribed and paid for at the commencement of the operation shall be Three Hundred (300) shares at Ten ($10.00) Dollars per share or its equivalent of common stock at the par value of Ten Dollars ($10.00) per share.

Witness the signatures of the parties hereto on this the 5th day of April A. D. 1937.

P. M. B. Self,
J. T. Mack,
C. E. Day,

State of Mississippi,
County of Quitman.

This day personally appeared before me, the underisgned authority within and for the state and county aforesaid, P.M.B.Self, J. T. Mack and C. E. Day, the incorporators of the corporation known as "Marks Insurance Agency, Incorporated," who acknowledged that they signed, executed and delivered the above and foregoing Charter of Incorporation as their voluntary act and deed on the day and date therein mentioned.

Given under my hand and official seal on this the 5th day of April, A. D. 1937.

(SEAL) Ruth L. Pegues, Notary Public.

My commission expires. 1/16/1939

Received at the office of the Secretary of State, this 6th day of April A. D. 1937, 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 the State of Mississippi or of the United States.

Done in the office of the Attorney General of the State of Mississippi, at Jackson, Mississippi, on this 6th day of April A. D. 1937.

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 Marks Insurance Agency, 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 sixth day of April, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.
Recorded: April 7th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to Charter of Incorporation of

THOMAS WHOLESALE COMPANY, INCORPORATED

At a called meeting of the stockholders of Thomas Wholesale Company, Incorporated legally held at the offices of said corporation in the city of Jackson, Mississippi, on January 25th, 1937, there were present a majority of stockholders, when and where a resolution was unanimously adopted as follows:

"Resolved that charter of this corporation be amended as follows, to-wit:

Section 1. The corporate name of said company is Jackson Wholesale Company.

Section 4. The amount of capital stock of this corporatipn shall be Seven Thousand Dollars, to consist of 280 shares of Common Stock, at $25.00 for each share par value."

The Secretary was authorized to amend the Charter accordingly. The above resolution adopted at said meeting was in words and figures as above and is written on the minutes of said meeting.

There being no further business, the meeting was declared adjourned.

Mitchell R. Thomas, President.
E. C. Thomas, Secretary.

We, Mitchell R. Thomas, President and E. C. Thomas, Secretary, of Thomas Wholesale Company, Incorporated, do hereby certify that the foregoing is a true and correct copy from the Minutes of said corporation of amendments duly and legally adopted by the stockholders on January 25th, 1937 to the charter of incorporation.

Witness our signatures and the seal of said corporation this the 25th day of January, 1937.

Mitchell R. Thomas, President
E. C. Thomas, Secretary.

Acknowledgment.

State of Mississippi,
County of Hinds.
City of Jackson.

This day personally appeared before me the undersigned authority, Mitchell R. Thomas and E. C. Thomas , stockholders or the corporation known as the Thomas Wholesale Company, Incorporated, who acknowledged that they signed and executed the above amendments to the articles of incorporation as their act and deed pn this the 25th day of January, 1937.

(SEAL)

Ione Smith, Notary Public.

Received at the office of the Secretary of State, this the 27th day of January, 1937, together with the sum of $14.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., January 27th, 1937.

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, Asst. Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Thomas Wholesale Company, changing the name thereof to Jackson Wholesale Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-eighth day of January, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: January 28th, 1937.

Filed in this office Feb. 23rd 1937
Walker Wood Secretary of State

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to the Charter of Incorporation of

PICAYUNE ICE COMPANY, INC.

The charter of incorporation of the Picayune Ice Company, Inc., a corporation organized under the Laws of the State of Mississippi, is hereby amended by changing the name of the said corporation to, "CROSBY DAIRY PRODUCTS & ICE COMPANY", and by amending Section 7 of said Charter as hereinafter set out.

The caption of said charter is hereby amended so as to read as follows: The charter of incorporation of Crosby Dairy Products & Ice Company.

1. The corporate title of said company is CROSBY DAIRY PRODUCTS & ICE COMPANY.

Section 7 of said charter is hereby amended so as to read as follows:

Section 7. The purposes for which the corporation is created are: To lease, purchase, and otherwise acquire, and to use, hold, own and operate a factory, or factories for the manufacture of ice and any of its by-products, and the manufacture of dairy products, and to generally conduct any and all other manufacturing operations not prohibited by law, to deal in all of the products of such factory, or factories, to sell the same at wholesale and retail, to keep, maintain, own, use and operate a cold storage plant, or plants, and to buy sell, or lease any and all personal property not prohibited by law, and to own any and all of such property, and to deal in any and all real, or personal property not prohibited by law, to conduct a mercantile establishment, and to deal in notes, securities and commercial paper, and in addition thereto to exercise the rights and powers conferred by the provisions of Chapter 100 of the Mississippi Code of 1930, and any and all amendments thereto.

Witness the signatures of the President of the said Corporation, and of the Secretary thereof, and the seal of said corporation thereunto affixed on this the 23rd day of January, A. D. 1937.

(SEAL)

E. H. Stevens, President.
H. R. McIntosh, Secretary.

State of Mississippi,
County of Pearl River.

Personally appeared before me, the undersigned Notary Public in and for said County and State, the within named E. H. Stevens, President, of said corporation, and within named H. R. McIntosh, Secretary of said corporation, who acknowledged that they signed and delivered the foregoing instrument as such President and Secretary, and as the act and deed of said corporation on the day and year therein named.

Given under my hand amd seal of office on this the 27th day of January, 1937.

(SEAL)

Ouida Martin, Notary Public.
My commission expires December 22, 1940.

Resolution of the stockholders of the Picayune Ice Company, Inc., adopting and approving an amendment to the Charter of Incorporation by changing the name of the said Corporation from Picayune Ice Company, Inc., to Crosby Dairy Products & Ice Company.

On proper motion being made and seconded, the following resolution was unanimously adopted by the stockholders of said corporation:

BE IT RESOLVED that the name of the corporation be changed from Picayune Ice Company, Inc., to "CROSBY DAIRY PRODUCTS & ICE COMPANY"; and that Section 7 of said Charter be also amended as set out in this resolution, and that Section 1 and Section 7 of said charter be amended so as to read as follows:

xxx The charter of incorporation of Crosby Dairy Products & Ice Company.

1. The corpprate title of said Company is Crosby Dairy Products & Ice Company.

Section 7. The purposes for which the corporation is created are: To lease, purchase, and otherwise acquire, and to use, hold, own and operate a factory, or factories for the manufacture of ice and any of its by-products, and the manufacture of dairy products, and to generally conduct any and all other manufacturing operations not prohibited by law, and to deal in all of the products of such factory, or factories, to sell the same at wholesale and retail, to keep, maintain, own, use and operate a cold storage plant, or plants, and to buy, sell, or lease any and all personal property not prohibited by law, and to own any and all of such property, and to seal in any and all real, orpersonal property not prohibited by law, to conduct a mercantile establishment, and to deal in notes, securities and commercial paper, and in addition thereto to exercise the rights and powers conferred by the provisions of Chapter 100 or the Mississippi Code of 1930, and any and all amendments thereto.

The proposed amendments be, and the same are hereby adoptedand approved, and that E. H. Stevens, President of, and H. R. McIntosh, Secretary of said corporation he, and they are hereby authorized to execute said amendments and take all necessary steps to procure said amendments to the charter of said corporation.

State of Mississippi,
County of Pearl River.

I, H. R. McIntosh, Secretary of the Picayune Ice Company, Inc., a corporation, do hereby certify that the above and foregoing is a true and cprrect copy of the resolution passed by the stockholders of said corporation at a meeting of said corporation held on the 25th day of January, 1937, at which meeting all of the stockholders of said corporation were present, and that said resolution was promptly entered upon the minutes of the said meeting, and now appears upon the minutes of said corporation.

Given under my hand, and the seal of said corporation, on this the 27th day of January, 1937.

(SEAL)

H. R. McIntosh, Secretary.

Received at the office of the Secretary of State this the 28th day of Jany, A. D. 1937, 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 28th, 1937.

I have examined this amendment of the charter of incorporation of the Picayune Ice Co., 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 Picayune Ice Company, Inc., changing name thereof to Crosby Dairy Products & Ice 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 January, 1937.

Hugh White, Governor.

By the Governor: Walker Wood, Secretary of State.

Filed for record in the office of the Chancery Clerk of Pearl River County, Mississippi, dated July 31, 1943. Certified copy of said instrument is filed in this office, this the 21st day of September, A.D. 1943. Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to Articles of Association and Incorporation of

Oktibbeha County Farm Bureau. (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 Oktibbeha 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

Oktibbeha County Cooperative (A.A.L.)

Witness its/my signature given them by a majority of the members thereof in accordance with of law, and of the by-laws, on this 28th day of January, 1937.

Clyde McCreight, President.
Etoyle Hull, Secretary.

State of Mississippi,
County of Oktibbeha.

Before me, the undersigned Notary Public in and for said County, personally came and appeared Clyde McCreight and Etoyle Hull, who then and there acknowledged, and on oath stated that they are respectfully President and Secretary of Oktibbeha 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 mmembers 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 30 day of Jan. 1937.

(SEAL)

Ward Carpenter, Notary Public.
My commission expires June 15th, 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 amendment to the Charter of Oktibbeha County Farm Bureau, (A.A.L.) changing the name thereof to Oktibbeha 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 1st day of February, A. D. 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 463, 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 February, 1937.

Walker Wood, Secretary of State.

Recorded: February 1, 1937.

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

FOUNTAIN SERVICE, INC.

I. The corporate title of the company is: Fountain Service, Inc.

II. The names and postoffice addresses of the incorporators ere: Harold Cox, Jackson, Mississippi; Sue Ivey, Jackson, Mississippi.

III. The domicile of the corporation is: City of Jackson, First Judicial District of Hinds County, Mississippi.

IV. The amount of authorized capital stock is: The corporation may issue five hundred (500) 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 besold at a price not in excess of Ten Dollars ($10.00) per share. The Board of Directors of the corporation is vested with full authority to fix and change the price of said stock from time to time within stated maximum price.

VI. The period of existence of said corporation is fifty (50) years.

VII. The purpose for which the corporation is created are:
To own, lease and operate soda fountains, and to conduct generally any business usually and customarily conducted by and at a soda fountain, including preparation and sale of foods, drinks, candies, confectioneries and ice cream, etc:
To buy and sell at wholesale or retail any and every character of personal property and to contract for the installation of and to install any such property;
To buy, sell, exchange and otherwise acquire and dispose of goods, wares and merchandise of every kind and character for profit;
To buy, own, sell, improve, pledge, hypotecate and otherwise acquire, hold 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 fifty (50) of its said shares 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 incorpprators, this February 1, A. D. 1937.

Harold Cox,
Sue Ivey,
Incorporators.

The State of Mississippi,
County of Hinds.

Before me, the undersigned authority in and for the jurisdiction aforesaid, personally came and appeared Harold Cox and Sue Ivey, incorporators of the corporation known as "Fountain Service, Inc.," who then and there 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 February 1st, A. D. 1937.

(SEAL)

Miss Sydney Crain,
Notary Public.

Received at the office of the Secretary of State, this the 1st day of February, A. D. 1937, 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 1st day of February, A. D. 1937.

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 Fountain Service, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this First day of February, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 1, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation of

MAC-SMITH GARMENT COMPANY, INC.

1. The corporate title of this company is Mac-Smith Garment Company, Inc.
2. The names and postoffice addresses of the incorporators are: B. E. Eaton, Gulfport, Mississippi; L. H. Ewin, Gulfport, Mississippi; James S. Eaton, Gulfport, Mississippi.
3. The domicile of the corporation is in the City of Gulfport, Harrison County, Mississippi.
4. The amount of authorized capital stock is thirty-five thousand dollars ($35,000), consisting of thirty-five hundred (3500) shares of the par value of ten dollars ($10) per share.
5. The sale price of the stock herein authorized is ten dollars ($10) per share.
6. The period of existence of this corporation shall be fifty (50) years.
7. The purposes for which the corporation is created are: to manufacture and sell garments or any article or articles of clothing or wearing apparel; to buy and sell raw or finished materials for the manufacture of wearing apparel; to own, equip, and operate a factory or factories therefor; to buy, own, sell, lease, mortgage, or pledge real and personal property; to buy, own, and sell shares of stock, bonds, notes, bills of exchange, warehouse receipts, choses in action, and other negotiable instruments; to do and perform all other things necessary to the successful operation of the affairs of the corporation; to have and exercise all rights and privileges granted corporations pursuant to chapter 100, Code 1930.
8. The number of shares of stock to be subscribed and paid for before the corporation shall commence business is 1,000.

B. E. Eaton,
L. H. Ewin,
James S. Eaton,
Incorporators.

State of Mississippi,
Harrison County.

Before me, the undersigned authority in and for the aforesaid county and state, personally appeared B. E. Eaton, L. H. Ewin, and James S. Eaton, who acknowledged the foregoing to be their application for the granting of a charter to the corporation therein named.

Witness my hand and seal of office, this 28 day of January, 1937.

(SEAL)

H. D. Bohm, Notary Public.
My commission expires October 17, 1939.

Received at the office of the Secretary of State this the 30th day of January, 1937, 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.

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.
2/1/37.

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 Mac-Smith Garment Company, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this First day of February, 1937.

Hugh White, Governor,

By the Governor,
Walker Wood,
Secretary of State.

Recorded: Febryx 2nd, 1937.

FOR AMENDMENT SEE BOOK 41-42 PAGE 224

FOR AMENDMENT SEE BOOK 41-42 PAGE 335

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

WELCH'S SANITARIUM

(1) The corporate title of said company: WELCH'S SANITARIUM.
(2) The name and post-office addresses of the incorporators:R. R. Welch, M. D., Pelahatchie, Mississippi; Mrs. H. D. Welch, Pelahatchie, Mississippi; Russell L. Welch, Jackson, Mississippi.
(3) The domicile of the corporation: Near Jackson, Mississippi, in the First Judicial District of Hinds County, Mississippi.
(4) The amount of authorized capital stock: Twenty Thousand Dollars ($20,000.00), divided into two hundred shares of common stock, of the par value of one hundred dollars ($100.00) each.
(5) The sale price per share: Par, as next above shown.
(6) The period of existence: Fifty years.
(7) The purposes for which the corporation is created: (a) To treat cases of nervous and mental disorders, alcohol and drug habits, and other conditions of the human systems involving abnormal mental states of any and every kind and degree; also invalidism, temporary, permanent or threatened, and conditions where rest, with or without other treatment, is indicated.
(b) To construct, buy, lease, and operate, one of more sanitariums or hospitals, and all houses, residences, and other structures, of any and every kind, for the carrying out of the purposes set forth in the preceding paragraph, and same to sell and lease, at its will and pleasure, in Hinds County, Mississippi, and elsewhere in the State of Mississippi.
(c) To buy and lease, and otherwise acquire the ownership or use of, all appliances and equipment, now in use and which may hereafter be devised, for the conduct of the aforesaid enterprises, or any of them, and same to sell and lease, at its will and pleasure.
(d) To buy, lease and sell real estate necessary or desirable for the conduct and furtherance of the enterprises hereinabove set forth, or any of them, not prohibited by the laws of the State of Mississippi.
(e) The rights and powers that may be exercised by the corporation, in addition to those set forth above, are those conferred by the provisions of 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 may commence business is fifty.
(9) The first meeting of the incorporators may be by common consent, or may be called to meet, at any desired point in Hinds County, Mississippi, by any of the undersigned incorporators, by notice sent by United States mail, or by telegraph, at least two days before the time appointed for the meeting, or in such other manner, and on such other notice, as may be acceptable to the other incorporators.

This, January 8, 1937.

R. R. Welch, M. D.
Mrs. H. D. Welch
Russell L. Welch

State of Mississippi,
Rankin County,

This day personally appeared before me, the undersigned Notary Public in and for the above County and State, R. R. Welch, M. D., Mrs. H. D. Welch, who severally acknowledged that they signed and delivered the foregoing instrument on the date therein shown, as their voluntary act and deed.

Witness my signature and seal of office, this January 26th, 1937.

(Seal) Ola S. McLaurin, Notary Public.

State of Mississippi,
Hinds County.

This day personally appeared before me, the undersigned Notary Public in and for the above County and State, Russell L. Welch, who acknowledged that he signed and delivered the foregoing instrument on the date therein shown, as his voluntary act and deed.

Witness my signature and seal, this January 27, 1937.

(Seal) James H. Swann, Notary Public.
My Commission expires 4/7/40.

Received at the office of the Secretary of State, this, the 2nd day of Feb. A. D. 1937, together with the sum of fifty dollars ($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 does not violate the constitution and laws of this State, or of the United States.

This, Feby. 2nd, A. D. 1937.

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 Welch's 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 Second day of February, 1937.

By the Governor

Hugh White
GOVERNOR

Walker Wood, Secretary of State.

Recorded: February 2nd, 1937.

This Corporation dissolved and its Charter surrendered to the State of Mississippi, by Decree of the Chancery Court of Hinds County, Mississippi, rendered in the Office of the Secretary of State, at the Capitol in the City of Jackson, Mississippi, on January 20, 1942.

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation of

CARTER BUILDING, INC.

1. The corporate title of said corporation shall be "CARTER BUILDING, INC."
2. The names and postoffice addresses of the incorporators shall be: L. E. Faulkner, Hattiesburg, Mississippi; T. C. Hannah, Hattiesburg, Mississippi.
3. The domicile of the corporation shall be Hattiesburg, Forrest County, Mississippi.
4. The amount of authorized capital stock shall be Fifty Thousand & No/100 Dollars ($50,000.00), all of the same class, namely, common stock having a par value of $100.00 per share.
5. The sale price of said stock shall be its par value.
6. The period of existence is not to exceed fifty (50) years.
7. The purposes for which this corporation is created are to buy, own, rent, lease, sell, and otherwise deal in land and buildings, and more especially that certain office building situated in the City of Hattiesburg, Forrest County, Mississippi, known as the "Carter Building". This said corporation shall have the right to do any and all things necessary, proper and convenient in and about the owning, managing, operating and dealing in said real estate and buildings in the way of acquiring, disposing of, renting, using and improving said properties. Said corporation shall have the right to manage, develop and otherwise deal in rents, buildings and real estate generally; and may also engage in any and all forms of financing said real estate operation and in the negotiating and handling of real estate mortgages, loans, bond issues, et cetera; provided, however, the said corporation shall never have the right to buy, own and/or operate land, or to engage in any other activity in violation of, or prohibited by, the laws of the State of Mississippi. Said corporation, in addition to the rights and powers herein-before set out, may also exercise, use and enjoy the powers conferred by the provisions of Chapter 100 of the Code of 1930.
8. The number of shares of stock necessary to be subscribed and paid for before the corporation commences business is two hundred fifty.

Witness the signatures of the above named incorporators on this the 29th day of January, A. D. 1937.

L. E. Faulkner,
T. C. Hannah,
Incorporators.

State of Mississippi,
County of Forrest.

Personally came and appeared before me, the undersigned authority in and for the said State and County, L. E. Faulkner and T. C. Hannah, who acknowledged that each signed, executed and delivered the foregoing and attached Charter of Incorporation of the corporation to be known as the "Carter Building, Inc.," on the day and year therein written, for the purposes therein contained, and and as their voluntary acts and deeds.

Given under my hand and seal of office on this the 29th day of January, A. D. 1937.

(SEAL)

Hazel C. Krans, Notary Public.

Received at the office of the Secretary of State on this the 30th day of February, 1937, 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.

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.

Witness my signature on this the 1st day of February, 1937.

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 Carter Building, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this First day of February, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 2nd, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to Charter of
Anson Sheldon Company

The charter of Anson Sheldon Company, a corporation organized under the laws of the State of Mississippi, is hereby amended in the following particular only:

The corporate name shall be and is hereby changed to "DELTA PLANTERS EQUIPMENT CO.", and said name shall be substituted and used in the place and stead of the name originally stated in the Charter.

(SEAL)

ANSON SHELDON COMPANY
By Anson H. Sheldon, President.

State of Mississippi,
County of Washington.

Before me, Henrietta Ehrlich, a Notary Public in the State and County aforesaid, personally appeared Anson H. Sheldon, to me well known, who stated on oath that he is the President of Anson Sheldon Company, a corporation organized under the laws of the State of Mississippi, and that the foregoing amendment to the Charter of said corporation is the same that was duly adopted by resolution of the Board of Directors and Stockholders in a special joint meeting duly called for that purpose.

Witness my hand and seal, this 1st day of February, 1937.

Henrietta Ehrlich, Notary Public.
My commission expires Nov. 14, 1939.

(Notary Seal)

Certified Copy of Resolution.

(of Anson Sheldon Company, a corporation)

Be It remembered, That at a special joint meeting of the directors and stockholders, organized under the laws of the State of Mississippi, called pursuant to waiver of notice, and held in the company's offices at Greenville, Mississippi, at which all of the directors and stockholders were present, the following resolution was proposed and unanimously adopted.

"BE IT RESOLVED, That the charter of the company be amended so as to change the name thereof from Anson Sheldon Company to "DELTA PLANTERS EQUIPMENT CO.", and that the amendment be prepared and filed with the Secretary of State and in the office of the Clerk of the Chancery Court of Washington County, Mississippi."

Anson Sheldon and B. G. McGeary, President and Secretary respectively of Anson Sheldon Company, a corporation organized under the laws of the State of Mississippi, do hereby certify that the foregoing is a true and correct copy of a resolution adopted by the stockholders and Board of Directors of said Anson Sheldon Company at a special joint meeting, called pursuant to waiver of notice, and held at the company's office at Greenville, Mississippi, on the 14th day of January, 1937.

(SEAL) Rcc

Anson H. Sheldon, President.
B. G. McGeary, Secretary.

Received at the office of the Secretary of State, this the 4th day of Feb. A. D. 1937, 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 4th, 1937.

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 Anson Sheldon Company, changing the name thereof to Delta Planters Equipment Co., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this fifth day or February, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 5th, 1937.

This Corporation dissolved by decree of the Chancery Court of Washington County, Miss, rendered April 8th, 1938, in cause therein pending styled Re: Delta Planters Equipment Company and so entered on the general docket of said Court
Certified copy of said decree filed here April 12th, 1938.

TUCKER PRINTING HOUSE JACKSON MISS

#7290 W

AMENDMENT TO CHARTER OF INCORPORATION
OF
J. M. GRIFFIN LUMBER COMPANY, INCORPORATED.

On January 11, 1937, by unanimous vote of the stockholders of said corporation an amendment to Articles 4 and 5 of the Charter of Incorporation of J. M. Griffin Lumber Company, Incorporated, was adopted and approved whereby said Articles were amended to read as follows:

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

100 shares of common, no par value stock of the par value of $1.00 per share;

100 shares of preferred 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, no par value stock of the par value of $1.00 per share;

100 shares of preferred stock of the par value of $100.00 per share;"

Supervised by State Tax Commission as Authorized by Section 15, Chapter 321, Laws of Mississippi 1934 4/21/41

IN WITNESS WHEREOF, I, J. M. Buckley, Secretary of said Corporation, have hereunto set my hand and affixed the seal of said Corporation, this January 21, A. D. 1937.

(Seal)

J. M. Buckley,
SECRETARY.

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me, the undersigned Notary Public in and for said County and State, the above named J. M. Buckely, known to me to be Secretary of J. M. Griffin Lumber Company, Inc., a Mississippi Corporation, who acknowledged to me that he signed, certified, sealed and delivered the foregoing Amendment to the Charter of said Corporation on the day and yaar therein mentioned.

GIVEN UNDER MY HAND AND SEAL OF OFFICE IN THE CITY OF JACKSON, IN SAID COUNTY AND STATE, THIS JANUARY 21, A. D. 1937.

(Seal)

Minnie Carr, NOTARY PUBLIC.

RESOLUTION OF STOCKHOLDERS ADOPTING AND
APPROVING AMENDMENT TO CHARTER OF
INCORPORATION OF J. M. GRIFFIN LUMBER COMPANY, INC.

"WHEREAS, when this Corporation was organixed in January 1935, the sale price of common no par value stock was by clerical error in the Charter of the Corporation fixed at $100.00 per share, instead of at $1.00 per share, as was intended by the original incorporators and subscribers to its stock; now, in order to correct said error

"BEeIT RESOLVED by the stockholders of said corporation that Articles 4 and 5 of the Charter of Incorporation of J. M. Griffin Lumber Company, Inc., be and the same are hereby amended to read as follows:

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

100 shares of common, no par value stock, of the par value of $1.00 per share;

100 shares of preferred stock of the par value of $100.00 per share;"

"BE IT FURTHER RESOLVED that said Amendment is hereby adopted and approved."

****

I, the undersigned J. M. Buckley, Secretary of the J. M. Griffin Lumber Company, Inc., hereby certify that the above and foregoing is a true copy of a Resolution unanimously adopted by the stockholders of said corporation at the annual meeting of said stockholders held in accord with law and the By-laws of said corporation on January 11, 1937, by which resolution all the stockholders of said corporation adopted and approved the amendment to the Charter of said corporation as set forth in said resolution.

J. M. Buckley
SECRETARY.

Received at the office of the Secretary of State, this the 2nd day of February, A. D. 1937, 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 2, 1937.

I have examined this Amendment of the charter of incorporation, J. M. Griffin Lumber 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 Amendment to the Charter of Incorporation of J. M. Griffin Lumber Company, Incorporated is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Second day of February, 1937.

By the Governor.

Hugh White
GOVERNOR

Walker Wood, Secretary of State.

Recorded: February 2nd, 1937.

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The Charter of Incorporation of

GLASS, INC.

I. The corporate title of the company is: Glass, Inc.
II. The names and post office addressesx of the incorporators are: Harold Cox, Jackson, Mississippi; Aubrey Fulton, Jackson, Mississippi.
III. The domicile of the corporation is: City of Jacksonm First Judicial district, Hinds County, Mississippi.
IV. The amount of authorized capital stock is: The corporation may issue one hundred (100) 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 at a price not in excess of Fifty dollars ($50.00) per share. The Board of Directors of the corporation is vested with full authority to fix and change the price of said stock from time to time within the 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 buy, sell, deal in and market glass and glass accessories, automobile, tractor and airplane parts and accessories, at wholesale or retail, and to operate a general repair shop for the repair of any such machinery and installation of any such parts, glass and accessories, for profit; To buy and sell at wholesale or retail any and every character of personal property, and to contract for the installation of and to install any such property; to buy, sell, exchange and otherwise acquire, own and dispose of goods wares and merchandise of every kind and character, including negotiable securities, for profit; to buy, own, sell, improve, pledge, hypothecate, and otherwise acquire, own, hold 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 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 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 commence business after at least fifty (50) of its said shares of common stock shall be actually paid for in cash, services, or property.
Witness the signatures of said incorporators, this February 5, A. D. 1937.

Harold Cox,
Aubrey B. Fulton,
Incorporators.

State of Mississippi,
County of Hinds.
Before me, the undersigned authority in and for the jurisdiction aforesaid, personally came and appeared Harold Cox and Aubrey Fulton, incorporations of the corporation known as "Glass, Inc.," who then and there severally acknowledged that they signed and delivered the above and for going 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 6th, A. D. 1937.
(SEAL) G. C. Rogers, Notary Public.

Received at the office of the Secretary of State, this the 6th day of February, A. D. 1937, 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 6th day of February, A. D. 1937.
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 Glass, Inc:, 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 Eighth day of February, 1937.
Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 8, 1937.

Affidavit filed in this office 4/5/1940. Showing corporation has ceased to do business and has no officers and agents. This April 5, 1940. Walker Wood. Sec of State.

AMENDMENT OF CORRECTION

TO

ARTICLES OF INCORPORATION

OF

PICKENS BANK

Pickens, Holmes County, Mississippi

WHEREAS, heretofore on the 30th day of July, 1934, the stockholders of Pickens Bank, Pickens, 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 Shareholders, Officers and Agents of this bank in respect to the reduction of the common capital stock from $25,000.00 to $15,000.00 by changing the number of shares from 250 to 150 and authorizing the issuance of Preferred Stock and in causing said Amendments adopted July 30, 1934, to be certified to and approved by the Comptroller, Goverbor, 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 30th day of July, 1934, the Articles of Incorporation as amended, be amended as follows:

By striking from the Charter, as amended, all of said Amendment adopted July 30, 1934, and by inserting in the place thereof the following:

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 $35,000.00, of which $10,000.00 is Preferred and $25,000.00 is Common Stock.

RESOLVED SECOND, that, under the provisions of Section 9, Chapter 146, 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, $15,000.00.

RESOLVED THIRD, that no distribution of assets shall be made to the shareholders of the Corporation be 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 Article 5 and inserting in the place 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.

TUCKER PRINTING HOUSE JACKSON MISS

RESOLVED ~~FOURTH~~ FIFTH, that the Articles of Incorporation be further amended by striking out Article ~~Fourth~~ 4 and inserting in the place thereof the following:

Article ~~Fourth~~ 4. (1) Amount, classes, and shares of capital stock.—

The amount of capital stock of the Corporation shall be $25,000.00, 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; 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 JULY 20, 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 AUGUST 1, 1934 (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 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 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 DECEMBER 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 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) 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 percent 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 $25,000.00 (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 $1,000.00 (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 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 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 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 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 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 section 12 or 13 of this Article 4 or 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.

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(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.

TUCKER PRINTING HOUSE JACKSON MISS

(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 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 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 percent 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 percent 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 ~~then~~ 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.

RESOLVED ~~FIFTH~~ SIXTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 9, reading as follows:

ARTICLE 9 (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 the 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.

RESOLVED ~~SIXTH~~ SEVENTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 10, reading as follows:

ARTICLE 10 **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 percent 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 ~~SEVENTH~~ EIGHTH, 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~~ NINTH, 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 an ANNUAL meeting of the shareholders of PICKENS BANK, PICKENS, Mississippi, held on JANUARY 14, 1937, 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	NONE
Total number of shares of Common Stock outstanding	150	Total number of shares of Common Stock represented at the meeting	123
Total number of shares of Common Stock voted in favor of the resolutions	123	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 ANNUAL 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) W. O. BARRETT, President.

Subscribed and sworn to before me this JANUARY 27, A. D., 1937. H. W. WATSON, Notary Public.

(SEAL OF NOTARY) MY COM. EXPR 4-25-37

EFFECTUATION CERTIFICATE EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of PICKENS Bank, PICKENS, Mississippi, adopted by the Stockholders on the 14th day of JANUARY, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 1st day of FEBRUARY, 1937.

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 3RD day of FEB, A. D., 1937, 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 the proposed Amendments to the Charter of Incorporation of PICKENS, Bank adopted by the Stockholders on the 14th day of JANUARY, 1937, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

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 PICKENS 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 FIFTH day of FEBRUARY, 1937.

By the Governor.

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

RECORDED: FEBRUARY 6-1937

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934
Oct 12 1938

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

Charter of Incorporation
of

LAKE WASHINGTON GRAVEL COMPANY

I. The corporate title of said Company is LAKE WASHINGTON GRAVEL COMPANY.

II. The names and post office addresses of the incorporators are: J. H. Whigham, Montgomery, Alabama; Leslie Lyon, Greenville, Mississippi; A. M. Arpin, Greenville, Mississippi.

III. The domicile of the corporation is Greenville, Washington County, Mississippi.

IV. The amount of authorized capital stock is $5,000.00 of common stock of the par value of $50.00 per share.

V. The period of existence is fifty years.

VI. The purposes for which the corporation is created are to take options and leases on gravel and sand deposits and to own and operate gravel and sand deposits, to mine, excavate and sell sand and gravel, to buy, sell and deal in construction and building materials. The rights and powers that may be exercised by said corporation in addition to those above named, are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930 and the amendments thereto.

VII. The number of shares of the stock of the corporation to be subscribed and paid for before the corporation shall commence business is fifty.

VIII. The first meeting of stockholders and persons in interest may be held on three days' written notice.

A. M. Arpin,
Leslie Lyon,
J. H. Whigham,
Incorporators.

State of Mississippi,
Washington County.

Personally appeared before the undersigned Notary Public in and for said county and state, the within named J. H. Whigham, Leslie Lyon and A. M. Arpin, who each acknowledged that he signed and executed the above and foregoing Articles of Incorporation as his act and deed, on this the 2nd day of April, 1937.

Given under my hand and official seal, this the 2nd day of April, 1937.

(SEAL)

Quay Cunningham,
Notary Public.

Received at the office of the Secretary of State, this the 2rd day of April, A. D. 1937, together with the sum of $20.00 deposit to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Mississippi,
April 3rd, 1937.

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 Lake Washington 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 Third day of April, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 6th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

HATTIESBURG ASSOCIATION OF FIRE UNDERWRITERS

1. The corporate title of said company is Hattiesburg Association of Fire Underwriters.
2. The names of the incorporators are: M. S. Pickett, Postoffice, Hattiesburg, Miss.; F. G. Ross, Postoffice, Hattiesburg, Missi; M. D. King, Jr., postoffice, Hattiesburg, Miss.
3. The domicile is at Hattiesburg, Miss.
4. Amount of capital stock none.
5. The par value of shares is none.
6. The period of existence is fifty years.
7. The purpose for which it is created: To promote ethical and correct principles and practices in the conduct of fire, casualty, surety and other forms of underwriting; to encourage the proper use of the protection afforded the people by insurance in its various branches; to promote a closer fraternal relationship between its members; disseminate useful information amongst them as to the business of insurance, and generally encourage their business interests; to contribute of the time, thought, and special information of its members to the civic interests and welfare of the public whom they serve, and especially in the matter of fire and accident prevention.
8. The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100, Mississippi Code, 1930, and Amendments thereto.

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 orotherwise, the termination of all interest of such member 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.

Application for this charter is made pursuant to the resolution duly adopted by the Hattiesburg Association of Fire Underwriters, an unincorporated association, and which resolution so adopted and now appearing upon the minutes of said Association fully authorizes the three persons above named as incorporators to apply for this charter in behalf of said Association.

M. Shelby Pickett,
F. G. Ross,
M. D. King, Jr.,
Incorporators.

Acknowledgment.

State of Mississippi,
County of Forrest,
City of Hattiesburg.

This day personally appeared before me, the undersigned authority in and for said State, County and City, M. S. Pickett, F. G. Ross and M. D. King, Jr., incorporators of the corporation known as the Hattiesburg Association of Fire Underwriters, 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 March, 1937. (Seal)

Evelyn Hill, Notary Public.

Received at the office of the Secretary of State this the 18th day of March, A. D. 1937, 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., April 8th, 1937.

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 Hattiesburg Association of Fire Underwriters is hereby 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 April, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 10th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Recorded by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 5/4/41.

The Charter of Incorporation of

DREW CANDY COMPANY

DREW, MISSISSIPPI

1. The corporate title of said company is Drew Candy Company.
2. The names and post office addresses of the incorporators are: J. L. Maxwell, Drew, Mississippi; N. N. Miller, Drew, Mississippi; A. W. Ratliff, Drew, Mississippi.
3. The domicile of the corporation is Drew, Sunflower County, Mississippi.
4. The amount of capital stock is One Thousand Five Hundred Dollars ($1,500.00), all of which shall be common stock, issued in shares of a par value of One Hundred Dollars ($100.00) each.
5. The period of existence shall be fifty (50) years.
6. The purpose for which said corporation is created is to manufacture, buy and sell candy, and to conduct a general wholesale and retail candy factory, and to do all acts incidental to and necessary in connection with the operation of such business.

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

J. L. Maxwell — J. L. Maxwell.
N. N. Miller — N. N. Miller.
A. W. Ratliff — A. W. Ratliff.
Incorporators.

State of Mississippi,
County of Sunflower.

This day personally appeared before me, the undersigned authority, in and for said State and County, J. L. Maxwell, N. N. Miller and A. W. Ratliff, who each acknowledged that they signed and delivered the above and foregoing instrument of writing on April 6th, 1937, and for the purposes therein indicated as their voluntary act and deed.

Given under my hand and official seal, this 6th day of April, 1937.

(SEAL)

Earl Roberts, Notary Public.
My commission expires November 4, 1939.

Received at the office of the Secretary of State, this the 9th day of April, A. D. 1937, 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 10th, 1937.

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 Drew Candy Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twelfth day of April, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 13th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to the Charter of Incorporation of

KEY DRUG COMPANY,
of Jackson, Mississippi.

Amend Article 4 of said charter which read as follows: "Amount of Capital Stock Ten Thousand Dollars ($10,000.00)" by strking out said words and by inserting in lieu thereof the following words: "Amount of capital stock Fifteen THousand Dollars ($15,000.00)"

Witness the signature of said corporation and the signature of the President of said incorporation and the signature of the secretary of said corporation this the 25th day of February, A. D. 1937.

Key Drug Co.,
By S. B. Key, President,

S. B. Key, President,
Stella B. Key, Secretary.

State of Mississippi,
County of Hinds,
City of Jackson.

Before me the undersigned Notary Public in and for said city, county and state, personally came and appeared S. B. Key and Mrs. Stella B. Key, President and Secretary, respectively, of Key Drug Company, a corporation of the State of Mississippi, domiciled at Jackson, Hinds County, said state, who each acknowledged to and before me that for and on behalf of said corporation and on behalf of themselves as officers thereof, they signed and executed the foregoing amendment to the charter of said corporation on the day and year therein written by virtue of the authority conferred upon them by a resolution adopted at a meeting of the stockholders of said corporation held at the office of said corporation in the city of Jackson on the 25th day of February 1937, which resolution was unanimously carried and which resolution appears in due form on the minutes of said corporation, and which resolution is in the following words:

"Be it resolved by the stockholders of Key Drug Company at a called meeting held at the office of the corporation in the City of Jackson on the 25th day of February 1937, that the capital stock of the corporation be increased from Ten Thousand Dollars ($10,000.00) to Fifteen Thousand Dollars ($15,000.00) and that the President and Secretary be and they are hereby authorized, empowered and directed to take all legal steps necessary to secure an amendment to the charter of the corporation authorizing such increase of the capital stock of the corporation."

Given under my hand and seal of office this the 25th day of February A. D. 1937.

(SEAL)

Bertha M. Phelps, Notary Public.

Received at the office of the Secretary of State, this the 25th day of Feb. A. D. 1937, 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 25th, 1937.

I have examined this amendment to the charter of incorporation, of Key Drug 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 Key Drug 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 First day of March, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 1, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to the Charter of the

Vicksburg Baptist Church.

The Charter of the Vicksburg Baptist Church is hereby amended by striking from Section One (1) thereof the following words, to-wit:
"Not excee ing in value the sum of Thirty Thousand Dollars ($30,000.00)."

I. C. Knox,
Chairman Board of Trustees of Vicksburg Baptist Church.

State of Mississippi,
Warren County.

Personally appeared before me the undersigned, a Notary Public in and for said county and state the within named Dr. I. C. Knox, Chairman of the Board of Trustees of the Vicksburg Baptist Church (a corporation chartered, organized and existing under and by virtue of the laws of the State of Mississippi) who acknowledged that he signed, executed and delivered the foregoing Article for and on behalf of [illegible] and by authority of said Vicksburg Baptist Church.

Given under my hand and official seal this the [illegible] 15th day of March, 1937.
(SEAL)

Thomas J. Hopkins, Notary Public.

I, I. C. Knox, Chiarman of the Board of Trustees of the Vicksburg Baptist Church, a corporation, do hereby certify that at a meeting of the members of said Vicksburg Baptist Church held at its place of worship in the City of Vicksburg, Mississippi, on the 28th day of February, 1937, the following resolutions were adopted, to-wit:

"Be it resolved that the Charter of the Vicksburg Baptist Church be amended by striking from Section 1 of said Charter the following words towit: "not exceeding in value the sum of thirty thousand dollars."

"Be it further resolved, that the Chairman of the Board of Trustees of saidx corporation be and he is hereby authorized to sign any and all papers and to do any and all things necessary to secure said amendment to the Charter of said Corporation."

This the 1st day of March, 1937.

I. C. Knox,
Chairman of the Board of Trustees of the Vicksburg Baptist Church.

Received at the office of the Secretary of State, this the 3rd day of March, A. D. 1937, 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 4th, 1937.

I have examined this Amendment of the charter of incorporation, Vicksburg Baptist Church, 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 Amendments to the Charter of Incorporation of Vicksburg Baptist Church is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Eighth day of March, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 8th, 1937.

AMENDMENT OF CORRECTION
TO
ARTICLES OF INCORPORATION
OF
CITIZENS STATE BANK

Tupelo, Lee County, Mississippi.

WHEREAS, heretofore on the 26th day of September, 1934, the stockholders of Citizens State Bank, Tupelo, 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 September 26th, 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 September, 1934, the Articles of Incorporation, as amended, be amended as follows:

By striking from the Charter, as amended, all of said Amendment adopted September 26, 1934, except RESOLVED FIRST, which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, that the Articles of Incorporation be amended by designating the six unnumbered paragraphs thereof as Article First to Article Sixth, inclusive.

RESOLVED THIRD, That the Articles of Incorporation be further 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 benecessary to constitute a quorum for the transaction of business."

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RESOLVED FOURTH, 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 $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. each; and

(b) $ 50,000.00 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 Fourth 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 4th) 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 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 Fourth 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 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 Fourth 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 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 December 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 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 4th) 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 percent 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 $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 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, 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.

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 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 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 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 section 12 or 13 of this Article Fourth or 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.

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(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.

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(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 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 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 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 Fourth, 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 percent 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 percent 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 ~~then~~ 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 othewise 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.

RESOLVED FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as 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 Article 8th reading as follows:

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 the 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.

RESOLVED SIXTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article Ninth. **Special meetings of shareholders.**—Except as otherwice specifically provided by statute, special meetings of the shareholders may be called for Article 9th reading as follows:

any purpose at any time by the Board of Directors or by the holders of at least ten percent 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 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 pesons as the Board of Directors may deem advisable.

At an annual meeting of the shareholders of Citizens State Bank, Tupelo, Mississippi, held on ....., 193....., ... 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	300	Total number of shares of Preferred Stock represented at the meeting	300
Total number of shares of Preferred Stock voted in favor of the resolutions	300	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	.....
Total number of shares of Common Stock voted in favor of the resolutions	.....	Total number of shares of Common Stock voted against the resolutions	.....

I hereby certify that this is a true and correct report of the vote and of the resolutions adopted at an annual 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) B. H. Rogers, President.

Subscribed and sworn to before me this 7 day of Jan., A. D., 193 7. Clyde W. Riley, Notary Public.

(SEAL OF NOTARY)

EFFECTUATION CERTIFICATE

EXHIBIT "I"

BMM
AMM

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of Citizens State Bank, Tupelo, Mississippi, adopted by the Stockholders on the 6th day of January, 193 7, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 15th day of January, 193 7.

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 3rd day of February, A. D., 193 7, 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 the proposed Amendments to the Charter of Incorporation of Citizens State, Bank adopted by the Stockholders on the 6th day of January, 193 7, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

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 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 5th day of February 19 37

By the Governor.

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

Recorded: February 6th, 1937.

The Charter of Incorporation of

YAZOO COUNTY CHAMBER OF COMMERCE

1. The corporate title of said company is Yazoo County Chamber of Commerce.
2. The names of the incorporators are: E. J. Ferris, postoffice, Yazoo City, Miss.; A. F. Barbour, postoffice, Yazoo City, Miss.; J. T. Rainer, postoffice, Yazoo City, Miss.
3. The domicile is at Yazoo City, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: None.

The corporation shall issue no shares of stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for nonpayment 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 fifty years.
7. The purpose for which it is created: The promotion of trade by legitimate methods, giving of direction and aid to worthy commercial enterprises and manufacturers, the encouragement of intercourse between business men, the procurement of just and advantageous freight rates and better transportation facilities and to do generally what seems to said organization to be for the best interests of Yazoo City, Mississippi.

The corporation by its by-laws may limit and prescribe the number of its members and determine the manner of receiving the same.

The corporation may fix a membership fee to be paid by all those coming into the organization and prescribe annual dues to be paid by the members and the manner of collecting the same.

The said corporation shall exist mainly for the improvement and betterment of conditions generally, that is all business, including every form of trade and civic affairs, existing, and that will hereafter exist, in said City of Yazoo City, and said Yazoo County, in 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. None. Organization may be had by mailing notice to members of Yazoo County Chamber of Commerce as existent at the time of the approval of this charter for five days prior to the date of organization meeting.

E. J. Ferris,
A. F. Barbour,
J. T. Rainer,
Incorporators.

Acknowledgement.

State of Mississippi,
County of Yazoo.

This day personally appeared before me, the undersigned authority E. J. Ferris, A. F. Barbour, J. T. Rainer, incorporators of the corporation known as the Yazoo 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 5th day of April, 1937.

(SEAL)

J. P. Nelson,
Justice of the Peace and Notary Public.

Received at the office of the Secretary of State, this the 7th day of April, A.D. 1937, 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 7th, 1937.

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 annual meeting and dinner of the Yazoo County Chamber of Commerce held Thursday, March 11, 1937, 7:45 o'clock, P.M., Grill Room, Elks' Club.

Presnt: 104 members and guests. Presiding: Dr. J. T. Rainer, president. K. S. Foster, Secretary.

The object of the annual meeting and dinner was to elect officers and directors for 1937; to adopt the 1937 program of work and to authorize the incorporation of the Yazoo County Chamber of Commerce.

President Rainer paid a tribute to the late Dave Wolverstein, former Secretary of the Chamber.

The new Secretary was introduced to the members present.

It was moved by Mr. A. F. Barbour, seconded by Dr. J. T. Grantham and carried that the following officers and directors of the Yazoo County Chamber of Commerce be elected to serve until the next annual meeting: Officers and Directors for 1937: Yazoo City: Dr. J. T. Rainer, Pres. E. G. Cortright, E. J. Ferris, Vice-Pres. R. R. Norquist, Earl Ingram, N. A. Mott, Wilbur Pickett, C. T. Bardwell, W. S. Perry, Eugene Gooch, Jr., Clifton Livingston, James A. McGraw, A. F. Barbour, J. F. Barbour, Jr., O. F. Temple, H. D. Roberts, N. Ostrov, W. S. Dalton, P. C. Williams, Dan Nicholas, George Critz, Tom Hendrix, F. M. Patty, A. L. Morris, T. H. Griffis, Jr. COUNTY AT LARGE: Wm. McGraw, Bentonia, Miss.; E. T. Jordan, Carter, Miss.; Giles W. Lewis, Satartia, Miss.; F. W. Sharbrough, Jr., Holly Bluff, Miss.; R. H. Hatchett, Holly Bluff, Miss.; C. C. Swayze, Midway, Miss.; J. S. Williams, Jr., Benton, Miss.; Archie Crawford, Eden, Miss.

AUTHORIZATION FOR INCORPORATION: It was moved by Mr. J. F. Barbour, Jr., seconded by Mr. A. R. Ruby, and carried that the following resolution be adopted:

BE IT RESOLVED that the Yazoo County Chamber of Commerce, desiring to acquire the status of incorporation, hereby authorize the following named members to apply for a Charter of Incorporation from the State of Mississippi, as provided by law: J. T. Rainer, postoffice, Yazoo City, Miss.; E. J. Ferris, postoffice, Yazoo City, Miss.; A. F. Barbour, postoffice, Yazoo City, Miss.

Be It Further Resolved, that 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 membership in the corporate assets, 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.

Be it further resolved that the period of existence be for fifty years.

Be it further resolved that the corporation be created for the following purposes: To promote and encourage the development of Yazoo City and Yazoo County, Mississippi, and the best interests of their citizens; to advertise the city and county and aid in procuring new enterprises and business enterprises; to aid and encourage the members of this corporation in their respective businesses, trades

or professions; to promote and encourage agricultural enterprises; to promote and encourage the arbitration and settlement of business controversies between its members, or between its members and persons, firms or corporations not affiliated with it; to foster the general welfare and civic betterment of Yazoo City and Yazoo County, Miss., and to do and perform all things usual and customary to Chambers of Commerce, including affiliation and cooperation with State and national chambers of commerce and other organizations of like character and purpose. In addition to the foregoing, all rights and powers conferred by the Code of Mississippi, Chapter 100.

BE IT FURTHER RESOLVED that the above named be authorized to do such other and further acts as may be required by law, and to follow such procedure as may be prescribed by the State of Mississippi, which may be necessary and proper to secure a charter of incorporation for the "Yazoo County Chamber of Commerce."

Following talks made by Messrs. A. E. Barbour, A. R. Ruby, and R. R. Norquist, with the rendition of three musical solos, the meeting stood adjourned.

I, K. S. Foster, Secretary of the Yazoo County Chamber of Commerce do hereby certify the above to be a true and correct copy of the Minutes of the meeting of the membership of the Yazoo County Chamber of Commerce held Thursday, March 11, 1937, in the Grill Room of Elks' Club.

K. S. Foster, Secretary.

State of Mississippi, Yazoo County.

Sworn to and subscribed before me this 17 day of March, 1937.

(SEAL)

J. P. Henson, Justice of the Peace and Notary Public.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Yazoo County Chamber of Commerce is here by 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 April, 1937. Hugh White, Governor.
By the Governor, Walker Wood, Secretary of State.

Recorded: April 10, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation
of
NICKLE STORE, HOLLANDALE, MISSISSIPPI

(1) The corporate title of said company shall be Hollandale Nickle Stores, Inc.
(2) the names and postoffice addresses of the incorporators are: F. M. Ricketts, Hollandale, Mississippi; B. S. Rainer, Hollandale, Mississippi; Allen Barefield, Hollandale, Mississippi.
(3) The domicile of the corporation shall be Hollandale, Washington County, Mississippi.
(4) The amount of authorized capital stock, with full particulars as to the class of classes thereof, including their privileges and restrictions, are as follows: Eighty (80) shares of Common Stock having a par value of One Hundred ($100.00) Dollars per share, with equal privileges and restrictions. (5) The period of existence (not to exceed fifty years) Shall be fifty years.
(6) The purposes for which the corporation is created are: To enage in a general mercantile business in one or more places in the State of Mississippi and without said State as it may see fit, and for the purpose of conducting such business, shall be authorized and empowered to buy, lease or otherwise acquire and hold real estate, storehouses, warehouses and other property necessary and incident to the proper engagement and carrying on of such business aforesaid, and further to buy and sell, either as retailer or wholesaler, goods, wares and merchandise generally handled an sold in a general mercantile business, and to do any and all other acts and things in the promotion of said business not contrary to law, and in addition thereto the rights and piwesr that may be exercised by said corporation are those conferred by Chapter 100 of the Mississippi Code of 1930 and any amendments thereto.
(7) That the corporation shall be authorized to commence business when forty (40) shares of the Common Stock of the corporation have been subscribed and paid for.

F. M. Ricketts,
B. S. Rainer,
Allen Barefield,
Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
County of Washington.
This day personally appeared before me, the undersigned Notary Public, F. M. Ricketts, B. S. Rainer and Allen Barefield, incorporators of the corporation known as Hollandale Nickle Stores, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporations as their act and deed on this the 21st day of January, 1937.
(Notarial Seal)

Duncan Pope, Notary Public.

Received at the office of the Secretary of State this the 22nd day of February, 1937, together with the sum of $26.00 recording fee, and referred to the Attorney General for his opinion.
Walker Wood, Secretary of State.

Jackson, Miss., February 22nd, 1937
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, Miss.
The within and foregoing Charter of Incorporation of Hollandale Nickle Stores, Inc., is hereby approved.
In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this First day of March, 1937.

Hugh White, Governor,

By the Governor,
Walker Wood, Secretary of State.

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

FEB 7 - 1937

Recorded: March 2nd, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Incorporation
of
SHUBUTA FARMERS' 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 cooperative association with capital stock under the provisions of Article 1 of Chapterr 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 Shubuta Farmers' Gin (AAL).

ARTICLE II. The domicile of the association shall be at Shubuta, Clarke 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 or 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 sppplies; 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 par thereof, with non-members provided the amount of such activities is not greater in value than that ot its members.

ARTICLE VI. The association shall have all the powers granted, authorized or allowed to association 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 copperative associations soxformed.

ARTICLE VII. Section 1. The authorized capital stock of the association shall be Fifteen Thousand Dollars ($15,000.00), of which the sum of Twelve Thousand Five Hundred Dollars ($12,500.00), shall be preferred stock divided into Five hundred (500) shares of a par value of Twenty-Five Dollars ($25.00), each and Two Thousand, Five Hundred Dollars, ($2,500.00), shall be common stock divided into five hundred shares of a par value of Five Dollars ($5.00) 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 Direcbors. Dividends shall not be paid on common stock for any year until the holders of preferred stock have recived 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 imterim 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 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 testimony whereof, we xxxx each have hereunto set our hands in duplicate this 5th day of March, 1937.

E. W. Leggett,
S. S. Tyler,
E. E. Leggett,
J. A. McDevitt,
Albert Hand,
L. B. Sherley,
J. H. Brashie,
Sam Jones,
S. A. Jones,
J. L. Hayes,

State of Mississippi,
County of Clarke.

Before me, the undersigned authority competent to take acknowledgements, personally appeared the within named: J. L. Hayes, L. B. Sherley, Sam Jones, S. S. Tyler, J. A. McDevitt, J. H. Brashie, S. A. Jones, E. E. Leggett, Albert Hand, E. W. Leggett, who then and there acknowledged that they signed amd delivered the foregoing instrument of writing in duplicate as their free act and deed on the 5th day of March, 1937.

Given under my hand and seal this 5th day of March, 1937.

(SEAL)

Alva Cooper, 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 Shubuta Farmers Gin (A.A.L.) domiciled at Shubuta, Clarke County, Mississoppi, 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 March, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 484, 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 March, 1937.

Walker Wood

Walker Wood, Secretary of State

Recorded: March 10th, 1937.

AMENDMENT OF CORRECTION

TO

ARTICLES OF INCORPORATION

OF

BANK OF WINONA

Winona, Montgomery Cpunty, Mississippi

WHEREAS, heretofore on the 14th day of January, 1935, the stockholders of Bank of Winona, Winona, 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 14, 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 14th day of January, 1935, the Articles of Incorporation as amended, be amended as follows:

By striking from the Charter, as amended, all of said Amendment adopted January 14, 1935, except RESOLVED FIRST which is specifiaclly retained, and by inserting in the place thereof the following:

RESOLVED SECOND, that the Articles of Incorporation be amended by changing the designations of Sections 1 to 8, inclusive, thereof to Articles 1 to 8, respectively.

RESOLVED THIRD, that the Articles of Incorporation be further 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 ate the time entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

RESOLVED FOURTH, that the Articles of Incorporation be further amended by striking out Article ~~Fourth~~ 2 and inserting in the place thereof the following:

Article ~~Fourth~~ 2. (1) Amount, classes, and shares of capital stock.—

The amount of capital stock of the Corporation shall be $110,000.00, divided into classes and shares as follows:

(a) $60,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 2000 shares of the par value of $30.00 each; and

(b) $50,000.00 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 1000 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 2) accruing after January 14, 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, 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 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 2) 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 2 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.

(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 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 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 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 need not exceed five percent 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 2.

(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 $110,000.00 (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 2, whenever the balance in the Preferred Stock retirement fund shall amount to as much as $12,00.00 (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 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 canceled 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 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 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 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 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 2 or 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.

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(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.

TUCKER PRINTING HOUSE JACKSON MISS

(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 ...V... 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 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 ...V..., 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 percent 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 ...V...) on and after February 1, 1937, shall not have amounted in the aggregate to five percent 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 ~~that~~ 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.

RESOLVED FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article 10, reading as follows:

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 of sub-paragraphs (1) and (2) of section 13 of Article ...V... 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 the 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.

RESOLVED SIXTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article 11, reading as follows:

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 percent 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 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 pesons as the Board of Directors may deem advisable.

At an Annual meeting of the shareholders of Bank of Winona, Winona, Mississippi, held on January 5, 1937, 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 2000	Total number of shares of Preferred Stock represented at the meeting 2000
Total number of shares of Preferred Stock voted in favor of the resolutions 2000	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 896
Total number of shares of Common Stock voted in favor of the resolutions 896	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 annual~~ 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) Henry Hart, President.

Subscribed and sworn to before me this 5th day of Jan, A. D., 1937. W. L. Sheeton, Notary Public.

(SEAL OF NOTARY)

EFFECTUATION CERTIFICATE

EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of Bank of Winona Bank, Winona, Mississippi, adopted by the Stockholders on the 5th day of January, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 29th day of January, 1937.

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 3rd day of Feb, A. D., 1937, 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 the proposed Amendments to the Charter of Incorporation of Bank of Winona, ~~Bank~~ adopted by the Stockholders on the 5th day of January, 1937, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/5/37

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 Winona is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fifth day of February, 1937.

By the Governor.

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: February 6, 1937

D. C. Green & Company, desiring an amendment to its charter, presents to the Honorable Walker Wood, Secretary of State of Mississippi, the proposed amendment, acknowledged by L. R. Hill, its secretary, before a notary public, together with a certified copy of a resolution of the stockholders, adopting and approving the proposed amendment.

Witness the signature of D. C. Green & Company by its secretary, duly thereunto authorized, with its corporate seal affixed, this the 8th day of April, 1937.

(SEAL) D. C. GREEN & COMPANY,
By L. R. Hill, Secretary.

D. C. Green & Company proposes to amend is charter, as follows:

That Section 1 of the original charter of D. C. Green & Company be and the same is hereby amendéd to read, as follows:

"The corporate title of said Company is Spencer & Murphree, Inc."

(SEAL) D. C. GREEN & COMPANY
By L. R. Hill, Secretary.

State of Mississippi
County of Hinds.

This day personally appeared before me, the undersigned authority in and for said State and County, L. R. Hill, Secretary of the corpporation known as D. C. Green & Company, who acknowledged that as secretary of said corporation and for and in its name, she signed and executed the above and foregoing amendment to the articles of incorporation of said D. C. Green & Company.

Given under my official signature and seal of office, this the 8th day of April, 1937.

(SEAL) Rebecca Crosby,

A special meeting of the stockholders of D. C. Green & Company, a Mississippi Corporation, was held at the office of the Company at 613 Standard Life Building, Jackson, Mississippi, on March 17, 1937, at 8 o'clock P. M., pursuant to waiver of notice therefor, signed by all stockholders and all of the shares of the capital stock of the said corporation being represented by the owners thereof, in person ~~and~~ or by proxy, at the said meeting, the following business, among other things, was done:

On motion duly made and unanimously adopted, it was resolved that the corporate title of this Company, D. C. Green & Company, be and the same is hereby changed to Spencer & Murphree, Inc., and be it further resolved that Section 1 of the original certificate of corporation and charter of D. C. Green & Company be and the same is hereby amended to read as follows: "The corporate title of said Company is Spencer & Murphree, Inc."

On motion fuly made, seconded and unanimously adopted, the proper officers of this Company are hereby authorized, empowered and directed to file proper notice of evidence of change of corporate title pof this corporation with Secretary of State of Mississippi, and with the Chancery Clerk of Hinds County, Mississippi.

I. L. R. Hill, Secretary of D. C. Green & Company, do hereby certify with the seal of said corporation affixed, that the forggoing is a true and correct copy of a resolution of the stockholders of D. C. Green & Company adopted and approving the amendment to its charter as set out therein, and that said resolution was adopted on March 17, 1937, and is now of record in Munitex Book of the stockholders of the said corporation at page 43.

Witness my signature, as secretary, with the seal of D. C. Green & Company affixed, this the 8th day of April, 1937.

(SEAL) L. R. Hill, Secretary.

Received at the office of the Secretary of State, this the 10th day of April, A. D. 1937, 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 10th, 1937.

I have exemained this amendment of the charter of incorporation of D. C. Green & 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 Incorporatibn of D. C. Green & Co., changing name thereof to Spencer & Murphree, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this twelfth day of April, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 13, 1937.

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 HOME ICE AND COAL COMPANY

(1) The corporate title and name of said company shall be HOME ICE AND COAL COMPANY.
(2) The names and postoffice addresses of the incorporators are: James C. Phillips and Vermelle H. Phillips, Postoffice address Hattiesburg, Mississippi.
(3) The domicile of said Corporation is the City of Hattiesburg, Forrest County, Mississippi.
(4) The amount of the authorized capital stock is $12,000.00, all Common Stock, divided into 120 shares of the par value of $100.00 per share. All of said shares shall be of the same class, and shall have the same rights, privileges and restrictions.
(5) The period of existence, not to exceed fifty years, is fifty years.
(6) The purposes for which said Corporation is created are as follows: To buy and sell, at wholesale and/or retail, and to deal generally in coal and other fuel products, refrigerators, ice boxes and water coolers; to manufacture and sell, at wholesale and/or retail, ice, ice cream and ice products; to buy, refrigerate and sell ice cream, ice products, watermelons, and cantaloupes, at wholesale and/or retail; to manufacture, buy and sell bottled drinks; to do a gnereal refrigeration business; to buy, purchase, own, or lease, rent, or otherwise lawfully acquire any and all lands, buildings, and premises for use as a manufacturing plant or plants, sales room or sales rooms, storehouse or storehouses, distribution place or places, as well as any and other property to be used for any and all other lawful purposes, necessary, convenient or desirable in engaging in, carrying on, controlling, conducting, and operating the aforesaid businesses; but it may not purchase, acquire, own or dispose of any of said property in violation of law; it shall have the power to borrow money for any of said purposes and to issue its Notes and Bonds and other Evidences of Indebtedness therefor, and secure same by deed of trust or mortgage on its real and personal property; it may buy, own, acquire and sell any and all kinds ofcommercial paper in connection with or incidental to the exercise of the powers hereinabove enumerated; it may do any and all other lawful thingsx necessary, convenient or desirable in engging in, carrying on, conducting, operating and owning the aforesaid business, and in addition thereto, the Corporation shall have and exercise all the rights and powers conferred by the provisions of Chapter 100, Mississippi Code of 1930, and Amendments thereto, but said Corporation shall do nothing contrary to the provisions of said Chapter or Amendments thereto.
(7) The corporation may organize and begin business when all of the capital stock of $12,000.00 shall have been subscribed and paid for, either in money or property exchanged therefor.
Witness our signatures this February 20th, 1937.

James C. Phillips,
Vermelle H. Phillips,
Incorporators.

State of Mississippi,
Forrest County,
City of Hattiesburg.

This day personally appeared before the undersigned authority, in and for said city, county and state, the above named James C. Phillips and Vermelle H. Phillips, incorporators of the corporation known as Home Ice and Coal Company, who severally and separately acknowledged that they each signed and delivered the above and foregoing Charter and Articles of Incorporation of said Home Ice and Coal Company on the day and year therein mentioned as their free and voluntary act and deed.
Given under my hand and seal of office in the City of Hattiesburg, Mississippi, this the 20th day of February, 1937.
Mildred Shipp, Notary Public.
(SEAL)

The foregoing Articles of Incorporation or Charter of Home Ice and Coal Company received at the office of the Secretary of State this the 22nd day of February, A. D. 1937, together with the sum of $34.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.
This February 22nd, 1937.
Walker Wood, Secretary of State.

I have examined this Charter of Incorporation of Home Ice and Coal Company 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.
Witness my signature this the 22nd day of February, 1937.
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 Home Ice and Coal 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 First day of March, 1937.
Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 2nd, 1937.

This Corporation dissolved and its Charter surrendered to the State of Mississippi by a decree of the Chancery Court of Forrest County, Mississippi, dated November 20, 1943. Certified Copy of said decree filed in this office, this the 24th day of November 1943. Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of the

VICKSBURG SERV-ICE COMPANY

1. The corporate name of said Company is "Vicksburg Serv-Ice Company."
2. The names and Post Office addresses of the incorporators are: A. J. Brunini, Vicksburg, Miss.; E. L. Brunini, Vicksburg, Miss.; R. L. Dent, Vicksburg, Miss.; R. H. Robinson, Vicksburg, Miss.
3. The domicile of said corporation is Vicksburg, Mississippi.
4. The amount of authorized capital stock is Five Thousand ($5,000) Dollars, to be evidenced by four shares of stock.
5. The purpose for which the corporation is created: The purchase, sale and transportation of goods, wares and merchandise within Warren County, Mississippi.
6. The corporation may commence business when twenty per cent (20%) of the capital stock will have been subscribed and paid in cash.
7. It shall also have such other rights and powers as are vested in corporation by Chapter 100 of the Mississippi Code of 1930, and amendments thereto.

A. J. Brunini,
E. L. Brunini,
R. L. Dent,
R. H. Robinson,
Incorporators.

State of Mississippi,
County of Warren.

This day personally appeared before me, the undersigned authority, A. J. Brunini, E. L. Brunini, R. L. Dent and R. H. Robinson, incorporators of the corporation known as the Vicksburg Serv-Ice Company, who acknowledged that they signed and executed the above and foregoing artucles of incorporation as their act and deed on this 5th day of March, 1937.

(SEAL)

Bessie Davis, Notary Public.

Received at the office of the Secretary of State this the 8th day of March, A. D. 1937, together with the sum of $20.00 deposited to cover the recordinf fee, and referred to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., March 9, 1937.

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 foregoig Charter of Vicksburg Serv-Ice 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 affixedm this Ninth day of March, 1937.

Hugh White,
Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: March 10th, 1937.

Certificate of Franchise Tax of Mississippi Act
Filed in the Office Oct. 18, 1937
Walker Wood, Sec. of State

PROPOSED AMENDMENTS

TO

ARTICLES OF INCORPORATION

OF

THE BANK OF LAMBERT

Lambert, Quitman County, Mississippi.

WHEREAS, heretofore, on the 15th day of February, 1935, the stockholders of The Bank of Lambert, Lambert, Mississippi, adopted resolutions and amendments to the Articles of Incorporation of said Bank readjusting its capitalization and authorizing the issuance of Preferred Stock; and

WHEREAS, said resolutions and amendments are incomplete and incorrect, and it is necessary and for the best interests of this Bank that said resolutions and amendments be corrected and completed; it is therefore

RESOLVED, That, regardless of any omissions, errors, or defects in said resolutions and amendments or in the corporate proceedings connected therewith, all action taken by the stockholders, officers and agents of this Bank in connection with the reduction in the Common Capital Stock of the Bank from $25,000.00 to $5,000.00 by changing the par value per share thereof from $50.00 to $10.00, in authorizing the issuance of Preferred Stock, in causing said Amendments adopted February 15, 1935, to be certified and approved by the Comptroller, Governor, Secretary, and Attorney General of the State, 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 resolutions and amendments heretofore adopted by the stockholders on the 15th day of February, 1935, the Articles of Incorporation as amended, be further amended as follows:

By striking from the Articles of Incorporations, as amended, all of said amendments adopted February 15, 1935, and all of the said resolutions except RESOLVED FIRST, which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, That, under the provisions of Section 9, Chapter 146, Laws 1934, the Common Capital Stock of this Corporation be reduced in the sum of $20,000.00, 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 and 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 designating the six paragraphs thereof as Article 1 to Article 6, inclusive.

RESOLVED FIFTH, That the Articles of Incorporation be amended by inserting a new article therein 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 sharesholders 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 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 $25,000.00 divided into classes and shares as follows: (a) $20,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 1000 shares of the par value of $20.00 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 4) divided into 500 shares of the par value o of $10.00 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 February 15, 1935 (2) 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, and no more. Such dividends shall be payable semiannually on each February 1 and August 1, and shallaccrue, 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

(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 preferre stock to a special reserve find 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 report 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) Allx expenses for such period; (b) All interest accrued during such period; (c) All losses ~~xxxxxxxxxx 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 lossesx, but to the extent only that such lossesx, 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 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 tranfers from reserves to surplus or undivided profits (other than transfers made to reflect recoveries already treated as gross earhings), 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. for retirement of no event be reduced

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 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 deemod 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~~ 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 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 section 12 or 13 of this Article 4, or 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~~. State comptroller. State comptroller

(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.

→ IN ACCORDANCE WITH THE REQUIREMENTS OF THIS PARAGRAPH (6)

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(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 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 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 percent 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 (e) of section 6 of this Article 4) on and after February 1, 1937, shall not have amounted in the aggregate to five percent 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~~ 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 ~~Superintendent of Banks~~ 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 then 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.

RESOLVED ~~FIFTH~~ SEVENTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article 8, reading as follows:

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 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 the 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.

RESOLVED ~~SIXTH~~ EIGHTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article 9, reading as follows:

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 percent 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 ~~SEVENTH~~ NINTH, 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~~ TENTH, 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 pesons as the Board of Directors may deem advisable.

At a an Annual meeting of the shareholders of The Bank of Lambert Lambert, Mississippi, held on January 13, 193 7, five 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	1000	Total number of shares of Preferred Stock represented at the meeting	1000
Total number of shares of Preferred Stock voted in favor of the resolutions	1000	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	336
Total number of shares of Common Stock voted in favor of the resolutions	336	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 annual 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) Jno. A. Allen, President.

Subscribed and sworn to before me this 16 day of January, A. D., 193 7. N. L. Whitwell, Notary Public.

(SEAL OF NOTARY) my commission expires May 18, 1940

EFFECTUATION CERTIFICATE

EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of The Bank of Lambert ~~Bank~~, Lambert, Mississippi, adopted by the Stockholders on the 13th day of January, 193 7, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 24th day of January, 193 7.

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 3rd day of February, A. D., 193 7, 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 the proposed Amendments to the Charter of Incorporation of The Bank of Lambert ~~Bank~~ adopted by the Stockholders on the 12th day of January, 193 7, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/6/37

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 Lambert is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fifth day of February, 19 37

By the Governor.

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: Feb. 6th, 1937

The Charter of Incorporation
of
VOLUNTEER OIL COMPANY

1. The corporate title of this corporation is "Volunteer Oil Company."
2. The names and ~~post office~~ addresses of the incorporators are:

Names	Addresses.
H. C. Dodge,	Hattiesburg, Mississippi.
R. M. Echols,	Jackson, Mississippi
N. A. Barnett,	Memphis, Tennessee.
Mrs. N. A. Barnett,	Memphis, Tennessee.

3. The domicile of the corporation is Jackson, Mississippi, but the corporation may establish and maintain such other offices or places of business elsewhere, as it may deem expedient or desirable.
4. The amount of the authorized capital stock is Twenty-Five thousand dollars ($25,000.00) divided into two hundred fifty shares (250) of the par value if 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, petroleums 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, and to do and perform any and all other things that may be found desirable, incidental to the above named purposes, not contrary to or inconsistent with the laws of the State of Mississippi.

The rights, powers and privileges generally that may be enjoyed and 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 eighty (80) shares, and any or all of said shares of said capital stock may be paid for in money or property.

H. C. Dodge,
R. M. Echols,
N. A. Barnett,
Mrs. N. A. Barnett,
Incorporators.

Acknowledgments.

State of Mississippi,
County of Forrest.

This day personally appeared before me the undersigned authority in and said State and county, H. C. Dodge, one of the incorporators of the Corporation known as Volunteer Oil Company, who acknowledged that he signed and executed the foregoing Charter of Incorporation, this the 5th day of April, 1937.

Earl L. Wingo, Notary Public.
(SEAL)

State of Mississippi,
County of Hinds.

This day personally appeared before me the undersigned authority in and for said State and County, R. M. Echols, one of the incorporators of the Corporation known as Volunteer Oil Company, who acknowledged that he signed and executed the foregoing Charter of Incorporation, this the 6th day of April, 1937.

Nelson H. Webb, Notary Public.
(SEAL) My commission expires June 20, 1940.

State of Tennessee,
County of Shelby.

This day personally appeared before me the undersigned authority in and for said State and County, N. A. Barnett and Mrs. N. A. Barnett, two of the incorporators of the Corporation known as Volunteer Oil Company, who acknowledged that they signed and executed the forefoing Charter of Incorporation, this the 13 day of April, 1937.

(SEAL)
Eleanor L. Day, Notary Public.
My commission expires July 21, 1946.

Received at the office of the Secretary of State, this the 15th day of April, A. D. 1937, together with the sum of $60.00 deposited to cover the recording fee, amd referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., April 15th, 1937.

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 Volunteer 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 Sixteenth day of April, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 17, 1937.

Billy Dan Statham, President and Commander, of Epsilon Xi Chapter of Sigma Nu, presideing over the Regular Meeting, held in the Club Rooms, located in Oxford Mississippi, on January 13, 1937, called the meeting to order. Brother Prescot Sherman called the roll and the Brothers present were: Brothers Statham, Sherman, Federick, Conway, McFarland, Watkins, Sullivant and Moore.

Brother Moore made the following motion: * * * * * that Epsilon Xi Chapter of Sigma Nu be incorporated under the laws of the State of Mississippi; and that Brother Statham be authorized to draw up the proper papers for incorporating the foregoing Chapter of Sigma Nu."

The foregoing motion was seconded by Brother Conway. Discussion and votes called. Those voting for the motion were Brothers: Sherman, Federick, Conway, McFarland, Watkins, Sullivant and Moore. Brother Statham not voting.

The following men were then elected as officers of the to be organized corporation: Brother Statham, President; Brother Sherman, Treasurer; and Brother Moore, Secretary.

The foregoing is a true and cofrect copy of the minutes of the regular meeting of Epsilon Xi Chapter of Sigma Nu, Hanuary 13, 1937.

Billy Dan Statham,
Billy Dan Statham, Petitioner.

Sworn to and subscribed before me this the 23 day of February, 1937.
(SEAL)
C. E. Slough, Chancery Clerk.
Lafayette County, Miss.
By J. P. Smith, D. C.

* *

The Charter of Incorporation of

EPSILON XI CHAPTER OF SIGMA NU, INC.

1. The corporate title of said company is EPSILON XI CHAPTER OF SIGMA NU, INC.
2. The names of the incorporators are: Billy Dan Statham, Pres. Postoffice, University, Miss.; Irby Moore, Treasurer, Postoffice, University, Miss.; Prescot A. Sherman, postoffice, University, Miss.
3. The domicile is at University, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: This corporation is a non-profit, non-stock corporation.
5. Number of shares for each class and par value thereof: No stock or bonds.
6. The period of existence (not to exceed fifty years) is 25 years.
7. The purpose for which it is created: The Corporation is building a Fraternity House, all of construction price having been paid out of existing capital under the exclusive control of Epsilon Xi Chapter of Sigma Nu, and the purpose of the Corporation is to make a loan of $1200 from the National Office, the corporation being necessary to give the creditors the necessary security. This loan is to be applied to the purchase of personal property, viz: Furniture and other equipment for said house.
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.

Billy Dan Statham,
Irby Moore,
P. A. Sherman,
Incorporators.

Acknowledgment.

State of Mississippi,
County of Lafayette.
This day personally appeared before me, the undersigned authority Billy Dan Statham, President, Irby Moore, Treasurer, and Prescot A. Sherman, Secretary, incorporators of the corporation known as the Epsilon Xi Chapter of Sigma Nu, 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 February, 1937.
(SEAL)
C. E. Slough, Chancery Clerk.

Received at the office of the Secretary of State, this the 9th day of Feb. A. D. 1937, 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 24th, 1937.
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 Epsilon Xi Chapter of Sigma Nu, Inc., is hereby approved.
In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this First day of March, 1937.
Hugh White, Govermor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: March 2nd, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Incorporation
of

ENTERPRISE FARMERS' 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 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 Enterprise Farmers' Gin (A.A.L.)

ARTICLE II. The domicile of the association shall be at Enterprise, Clarke 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 association organized under Article 1 of Chapter 99 of the Mississippi Code of 1930 and all other powers authorized or allowed by any other laws 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 Fifteen Thousand Dollars ($15,000.00), of which the sum of Twelve Thousand Five Hundred Dollars ($12,500.00), shall be preferred stock divided into five hundred, (500) shares of a par value of Twenty-Five Dollars, ($25.00), each and Two Thousand, Five Hundred Dollars, ($2,500.00), shall be common stock divided into five hundred shares of a par value of Five Dollars, ($5.00), 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 124 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 ordered 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 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 testimony whereof, we each have hereunto set our hands in duplicate this 8 day of March, 1937.

J. C. Weir,
H. O. Williams,
H. V. McRae,
R. E. Moore,
Ira B. Moore,
J. A. Horne,
J. A. McCarty,
W. F. Adams,
S. O. Moore,
J. E. Weir.

State of Mississippi,
County of Clarke.

Before me, the undersigned authority competent to take acknowledgements, personally appeared the within named J. C. Weir, J. E. Weir, J. A. Horne, W. F. Adams, H. O. Williams, R. E. Moore, J. A. McCarty, S. O. Moore, H. V. McRae, Ira B. Moore, 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 8th day of March, 1937.

Given under my hand and seal this 8 day of March, 1937.

(SEAL)

J. M. Herrington,
Notary Public, Clarke Co. 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 Enterprise Farmers' Gin (A.A.L.), domiciled at Enterprise in Clark 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 March, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 496, 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 March, 1937.

Walker Wood
Walker Wood, Secretary of State

Recorded: May 11th, 1937.

AMENDMENT OF CORRECTION

TO

ARTICLES OF INCORPORATION

OF

BAY SPRINGS BANK

Bay Springs, Jasper County,
Mississippi.

Whereas, heretofore on the 29th day of November, 1934, the stockholders of Bay Springs Bank, Bay Springs, 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 28th, 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 Prferred 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 November, 1934, the Articles of Incorporation as amended, be amended as follows:

By striking from the Charter, as amended, all of the Amendment adopted November 28, 1934, except RESOLVED First, which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, that the Articles of Incorporation be amended by inserting a new article to be designated as Article 9, 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."

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RESOLVED THIRD, that the Articles of Incorporation be further amended by striking out Articles 1, 5 7 8 and inserting in the place thereof the following:

Article TWO. (1) Amount, classes, and shares of capital stock.—

The amount of capital stock of the Corporation shall be $55,000.00, divided into classes and shares as follows:

(a) $35,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 280 shares of the par value of $125.00 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 2) 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 net profits of the Corporation (determined as provided in section 5 of this Article 2) accruing after November 28 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 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 2) 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 2 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.

(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 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 December 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 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 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 need not exceed five percent 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 2.

(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 $40,000.00 (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 2, 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 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 canceled 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 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 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 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 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 2 or 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.

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(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.

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(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 ...V... 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 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 ...V..., 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 percent 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 ...V...) on and after February 1, 1937, shall not have amounted in the aggregate to five percent 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~~ 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 othewise 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.

RESOLVED ~~FIFTH~~ FOURTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 5, reading as follows:

ARTICLE 5 (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 ...V... 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 the 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.

RESOLVED ~~SIXTH~~ FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as Article 8, reading as follows:

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 percent 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 ~~SEVENTH~~ 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 ~~EIGHTH~~ 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 pesons as the Board of Directors may deem advisable.

by publishing the same in Jasper Co. News,

At a ~~w~~ annual meeting of the shareholders of Bay Spring Bank Bay Springs, Mississippi, held on January 12, 193 7, 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	280	Total number of shares of Preferred Stock represented at the meeting	280
Total number of shares of Preferred Stock voted in favor of the resolutions	280	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	172
Total number of shares of Common Stock voted in favor of the resolutions	172	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 annual 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) J. B. Thigpen, President.

Subscribed and sworn to before me this 21st day of January, A. D., 1937 C. O. Yelverton, Notary Public.

(SEAL OF NOTARY) my commission expires mch 13, 1940

EFFECTUATION CERTIFICATE

EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of Bay Springs Bank, Bay Springs, Mississippi, adopted by the Stockholders on the 12th day of January, 193 7, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 29th day of January, 193 7.

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 3rd day of February, A. D., 193 7, 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 the proposed Amendments to the Charter of Incorporation of Bay Springs Bank adopted by the Stockholders on the 12th day of January, 193 7, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/5/37

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 Bay Springs 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, 1937.

By the Governor.

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: Feb. 6, 1937

Amendment to the Charter of Incorporation of The Lewis Grocer Company

Be it remembered that at a special meeting of the Stockholders of The Lewis Grocer Company held in the office of the said corporation in the City of Lexington, Mississippi, at 10 o'clock a.m., on the 10th day of April, 1937 pursuant to due and legal call and notice to all stockholders as provided by law, and the charter and by-laws of said corporation all stockholders being present in person or by proxy, the following proceedings were had and the following resolution was offered and unanimously adopted:

Whereas, it is necessary and to the best interest of The Lewis Grocer Company that said corporation be authorized by amendment to its Charter of Incorporation, to buy and sell and own and hold stock in other corporations;

Therefore, be it resolved by the stockholders of The Lewis Grocer Company that Section 3 of the Charter of Incorporation of The Lewis Grocer Company be amended so as to read as follows:

"Section 3. The said corporation shall have the right to buy, sell, and deal for cash or on credit in real estate, goods, wares, merchandise and all kinds of personal property, to do what is known as a general mercantile business. andsaid corporation shall have, possess and enjoy all the rights, powers and privileges created or conferred or enumerated in Chapter 25 of the Annotated Code of 1892, and all amendments thereto which are necessary and proper for carrying out the purposes of this Charter, and said Corporation shall have the right to buy, sell, own and hold stock in other corporations."

Be it further resolved that the president and secretary of this corporation be and they are hereby authorized and directed to duly authenticate this resolution for all legal purposes and by legal acknowledgements for and on behalf of and as the act of the stockholders of this corporation for the purpose of having the charter of incorporation of this corporation amended as provided for in this resolution, and that the said President and Secretary of this Corporation do all things necessary to have said charter of incorporation amended in accordance with the provisions of this resolution.

(SEAL)

Morris Lewis, Jr., President.
E. W. Rainwater, Secretary.

State of Mississippi,
Holmes County.

Personally appeared before me, the undersigned Notary Public in and for said County and State, Morris Lewis, Jr., President of The Lewis Grocer Company, and E. W. Rainwater, Secretary of The Lewis Grocer Company, both of whom are to me well known to be the president and secretary respectively of The Lewis Grocer Company, a corporation domiciled at Lexington, Holmes County, Mississippi, and each of whom being by me firstx duly sworn severally state on oath that the foregoing is true and correct copy of a resolution made, passed and adopted at a special meeting of the stockholders of said corporation held on the 10th day of April, 1937, in the office of said corporation in the City of Lexington, Holmes County, Mississippi, being the regular and usual place of meeting of the stockholders thereof as provided by the by-laws thereof, and which said special meeting was held pursuant to and in accordance with due and legal call and notice xnd to all stockholders of said corporation as provided by law and as provided by the charter of incorporation and by-laws of said corporation when and where all stockholders were present in person or represented by proxy.

And the said Morris Lewis, Jr., president, and E. W. Rainwater, Secretary, further severally acknowledged that they signed and executed the above abd foregoing amendment to the Articles of Incorporation of The Lewis Grocer Company in accordance with the directions of the above resolution on this the 10th day of April, 1937.

Witness my signature and seal of office on this the 14th day of April, 1937.

Edna Herrman, Notary Public.
My commission expires Feb. 10, 1940.

(SEAL)

Recieved at the office of the Secretary of State, this the 14th day of April, A. D. 1937, together with the sum of $10.00 deposited to cover the recording fee, and referre to the Attorney General for his opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., April 14th, 1937.

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 Lewis Grocer Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Sixteenth day of April, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 17th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Certificate of Incorporation of

COAHOMA ELECTRIC POWER ASSOCIATION

FOR AMENDMENT SEE BOOK 39-40 PAGE 494

We, the undersigned persons of full age, residing in the territory in which the principal operations of the corporation to be organized pursuant hereto are to be conducted and desirous of using electric energy to be furnished by such corporation, acting for ourselves as individuals, for the purpose of forming a corporation under and pursuant to Chapter 184, House Bill No. 578, of the laws of the State of Mississippi of 1936 and laws amendatory thereof and supplemental thereto, do hereby adopt the following Certificate of Incorporation:

ARTICLE I. The name of the corporation shall be Coahoma Electric Power Association.

ARTICLE II. The purposes for which the corporation is formed are: (a) To generate, manufacture, purchase, acquire and accumulate electric energy for its members and to transmit, distribute, furnish, sell and dispose of such electric energy to its members, and to construct, erect, purchase, lease as lessee and in any manner acquire, own, hold, maintain, operate, sell, dispose of, lease, as lessor, exchange and mortgage plants, buildings, works, machinery, supplies, apparatus, equipment and electric transmission and distribution lines or systems necessary, convenient of useful for carrying out and accomplishing any of the foregoing purposes;

(b) To acquire, own, hold, use, exercise and, to the extent permitted by law, to sell, mortgage, pledge, hypothecate and in any manner dispose of franchises, rights, privileges, licenses, rights-of-way and easements necessary, useful or appropriate to accomplish any or all of the purposes of the corporation;

(c) To purchase, receive, lease as lessee, or in any other manner acquire, own, hold, maintain, use, convey, sell, lease as lessor, exchange, mortgage, pledge or otherwise dispose of any and all real and personal property or any interest therein necessary, useful or appropriate to enable the Corporation to accomplish any and all of its purposes;

(d) To assist its members to wire their premises and install therein electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character (including such as are applicable to water supply and sewage disposal) and, in connection therewith and for such purposes, to purchase, acquire, lease, sell, distribute, install and repair electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character (including such as are applicable to water supply and sewage disposal) and to receive, acquire, endorse, pledge, guarantee, hypotecate, transfer or otherwise dispose of notes and other evidences of indebtedness and all security therefor;

(e) To borrow money, to make and issue bonds, notes and other evidences of indebtedness, secured or unsecured, for moneys borrowed or in payment for property acquired, or for any of the other objects or purposes of the Corporation; to secure the payment of such bonds, notes or other evidences of indebtedness by mortgage or mortgages, or deed or deeds of trust upon, or by the pledge of or other lien upon, any or all of the property, rights, privileges or permits of the Corporation, wheresoever situated, acquired or to be acquired;

(f) To make advances and to extend credit to or for the account of the members of the Corporation and take any form of obligations or security therefor, to acquire, hold, transfer or pledge any note or other obligations and to make any contract, endorsement or guaranty deemed desirable incident to the transfer or pledge of any such obligation, note or security;

(g) To do and perform, either for itself or its members, any and all acts and things, and to have and exercise any and all powers, as may be necessary or convenient to accomplish any or all of the foregoing purposes, or as may be permitted by the Act under which the Corporation is formed.

ARTICLE III. The operations of the corporation shall be principally conducted in the counties of Coahoma, Sunflower and Bolivar, in the State of Mississippi.

ARTICLE IV. The location of the principal office of the Corporation and the postoffice address thereof shall be Clarksdale, Mississippi.

ARTICLE V. Section 1. The government of the Corporation and the management of its affairs and business shall be vested in a board of not to exceed five (5) directors.

Section 2. The names and postoffice addresses of the directors who are to manage the affairs of the Corporation for the first year of its existence or until their successors are chosen are as follows:

NAME.	POST OFFICE ADDRESS
Clint Anderson	Marks, Mississippi
G. Johnson	Clarksdale, Mississippi
C. C. Aderholdt	Clarksdale, Mississippi
Henry J. Davis,	Lyon, Mississippi
A. J. Moseley	Clarksdale, Mississippi

Section 3. The Board of Directors shall have power to make and adopt such rules and regulations not inconsistent with the Certificate of Incorporation or the By-Laws of the Corporation or the laws of the State of Mississippi as it may deem advisable, necessary or convenient in conducting and regulating the business and affairs of the corporation.

ARTICLE VI. Section 1. The period of duration of the Corporation shall be ninety-nine (99) years.

ARTICLE VII. Any person, firm or corporation, in addition to the undersigned incorporators, may become a member in the Corporation by: (a) paying such membership fee as shall be specified in the By-laws of the Corporation; (b) agreeing to purchase from the Corporation the amount of electric energy hereafter in Section 3 of this Article specified; and (c) agreeing to comply with and be bound by the Certificate of Incorporation and By-laws of the Corporation and any amendments thereof and such rules and regulations as may from time to time be adopted by the Board of Directors of the Corporation; provided, however, that no person, firm or corporation, except the undersigned incorporators of the Corporation, or any person, firm or corporation accepted for membership by the members at any meeting thereof, shall become a member in the Corporation unless and until he has been accepted for membership by the affirmative vote of a majority of the members of the Board of Directors of the Corporation.

Section 2. Membership in this corporation shall be evidenced by a certificate of membership which shall be in such form and shall contain such provisions as shall be determined by the Board of Directors not contrary to or inconsistent with the Certificate of Incorporation or the By-laws of the Corporation.

Section 3. Each memeber of the Corporation shall as soon as electric energy shall be available purchase from the Corporation monthly not less than the minimum amount of electric energy which shall from time to time be determined by resolution of the Board of Directors of the Corporation and shall pay therefor, and all additional electric energy used by such member, the price which shall from time to time be fixed therefor by resolution of the Board of Directors. Each member shall also pay all obligations which may from time to time become due and payable by such member to the Corporation as and when the same shall become due and payable. Each member shall comply with such rules and regulations as may from time to time be adopted by the Board of Directors.

Section 4. No member of the Corporation may own more than one membership and each member shall be entitled to one vote and no more at all meetings of the members of the Corporation. The vote of each member of the Corporation may be cast in person or by mail.

Section 5. The private property of the members of the Corporation shall be exempt from execution for the debts of the Corporation and no member shall be individually responsible for any debts or liabilities of the Corporation.

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Article VIII. The corporation may amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now or hereafter prescribed by law.

In testimony whereof, we have hereunto set our hands and affixed our seals, this 22nd day of February, A. D. 1937.

Clint Henderson (SEAL)
G. Johnson (SEAL)
C.C.Aderholdt (SEAL)
Henry J. Davis (SEAL)
A.J.MOSELEY (SEAL)
Subscribers to the Certificates of Incorporation of Coahoma Electric Power Association.

Signed and sealed in the presence of
J. L. Roberson.

State of Mississippi)
County of Coahoma) SS.

This day personally appeared before me, the undersigned authority, Clint Henderson, G. Johnson, C. C. Aderholdt, Henry J. Davis, and A. J. Moseley, incorporators of the Corporation known as the Coahoma Electric Power Association, who acknowledged that they signed and executed the above and foregoing Certificate of Incorporation as their act and deed on this 22nd day of February, A. D. 1937.

E. L. Graves,
My commission expires June 19, 1939.
(SEAL)

Received at the office of the Secretary of State, this the 23rd day of February, A. D. 1937, 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 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 Coahoma 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 First day of March, 1937.

Hugh White,
Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 2nd, 1937.

Proposed Amendments to Articles of Incorporation of THE COMMERCIAL BANK OF DE KALK, DeKalb, Kemper County, Mississippi.

Whereas, heretofore, on the 8th day of March, 1935, the stockholders of The Commercial Bank of DeKalb, DeKalb, Mississippi, adopted resolutions and amendments to the Articles of Incorporation of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

Whereas, said resolutions and amendments are incomplete and incorrect, and it is necessary and for the best interests of this Bank that said resolutions and amendments be corrected and completed; it is therefore

Resolved, that, regardless of any omissions, errors, or defects in said resolutions and amendments or in the corporate proceedings connected therewth, all action taken by the stockholders, officers, and agents of this Bank in authorizing the issuance of Preferred Stock, in causing said amendments adopted March 8, 1935, to be certified 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 resolutions and amendments heretofore adopted by the stockholders on the 8th day of March, 1935, the Articles of Incorporation, as amended, be amended as follows:

By striking from the Articles of Incorporation, as amended, all of said amendments adopted on March 8, 1935, and by rescinding all of said resolutions except RESOLVED FIRST, which is specifically retained, any by inserting in the place of such resolutions and amendments the following:

RESOLVED SECOND, that the Articles of Incorporation, as amended, be further amended by designating the six paragraphs thereof as Articles 1 and 6, inclusive.

RESOLVED THIRD, That the Articles of Incorporation be amended by inserting a new article to be designated as Article 7, reading as follows:

Article Seven. The Board of Directors shall consist of such number of shareholders, not less than five nor more than twentyfive, 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 FOURTH, That the Articles of Incorporation be further amended by striking out Article Four, and inserting in the place thereof the following:

Article Four. (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) $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) $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 4) divided into 250 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 March 8, 1935 (2) (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, 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.

(4) Dividends on common stock.---Dividends or other distributions whether in cash, property, stock, or otherwise, shall, so long as any shares ofpreferred 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, 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 Sehate 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 Recapitlaization Date. All recoveries over net book value 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 thr 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 remiander, 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 hy 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 ~~Superintendent of Banks~~ 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 $45,000.00 (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 $1,000.00 (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 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 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 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 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~~ 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 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 SUBTANTIALLY 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 section 12 or 13 of this Article 4 or the fair value of the assets of the Corporation as determined by the ~~Superintendent of Banks~~ 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 ~~Superintendent of Banks~~ STATE COMPTROLLER.

(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.

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(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 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 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 percent 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 IN ACCORDANCE WITH THE REQUIREMENTS OF PARAGRAPH (c) OF SECTION 6 OF THIS ARTICLE 4,

(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 percent 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~~ 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 ~~Superintendent of Banks~~ 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 ~~three~~ 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 othewise 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.

RESOLVED FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 8, reading as follows:

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 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 the 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.

RESOLVED SIXTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 9, reading as follows:

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 percent 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 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 an ANNUAL meeting of the shareholders of THE COMMERCIAL BANK OF DEKALB, DEKALB, Mississippi, held on JANUARY 14, 1937, 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	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	250	Total number of shares of Common Stock represented at the meeting	193
Total number of shares of Common Stock voted in favor of the resolutions	193	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 ANNUAL 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) T. A. STENNIS, President.

Subscribed and sworn to before me this 23 day of JANUARY, A. D., 1937 J. T. McCULLY, Notary Public.

(SEAL OF NOTARY) MY COMMISSION EXPIRES DEC. 12, 1938

EXHIBIT "1"

EFFECTUATION CERTIFICATE

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of THE COMMERCIAL Bank, DEKALB, Mississippi, adopted by the Stockholders on the 14th day of JANUARY, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 29th day of JANUARY, 1937.

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 3RD day of FEBRUARY, A. D., 1937, 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 the proposed Amendments to the Charter of Incorporation of THE COMMERCIAL Bank adopted by the Stockholders on the 14th day of JANUARY, 1937, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/5/37

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 FIFTH day of FEBRUARY, 1937

By the Governor.

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

RECORDED: FEBRUARY 6, 1937

The Charter of Incorporation of the
PONTIAC SERVICE COMPANY

1. The corporate title of said company is Pontiac Service Company.
2. The names and postoffice addresses of the incorporators are:

Name	Post Office Addresses.
Dalton B. Brady	Brookhaven, Mississippi.
Solon W. Boone,	Brookhaven, Mississippi.
W. S. Rutter,	Brookhaven, Mississippi.

3. The domicile of the Corporation in this State is Brookhaven, Mississippi.
4. The amount of authorized capital stock is $10,000.00, all of which is hereby classified as, and is, common stock. The number of shares thereof shall be 100 and each share shall have a par value of $100.00.
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: (1) To buy, own, sell, and exchange and rent automobiles, trucks, tractors, trailers, and motor vehicles of every kind and character, new and second hand. (2) To buy, own, sell, and exchange engines, motors and machines operated by gas, gasoline, petroleum, or other products, electricity or water power, of every kind, stationary and movable, mounted and unmounted, for commercial, household and pleasure uses. (3) To operate stations, depots, tanks, pumps and by same and in all other ways store, sell and furnish gas, gasoline, oil, grease, fuel, water and air for motor vehicles and motors and machines of every kind and character. (4) To buy, own, sell and deal generally in tires, tubes, parts (including tops, bodies, engines and running gear), accessories and equipment and every kind and character for motors, motor vehicles and machines of every kind and character. (5) To repair, alter, paint, upholster and generally maintain and keep up motors, automobiles and motor vehicles and power machinery of every kind, and operate shops therefor. (6) To buy, own, sell, exchange, rent, install, repair, charge and maintain batteries used in connection with motors, radios, light systems and power machinery and equipment of every kind and operate stations and shops therefor. (7) To wash, oil and grease motors and motor vehicles and machines of every kind and character, and operate stations therefor. (8) To operate and maintain areas or yards for the parking of automobiles, tractors, trucks and other motor vehicles. (9) To make temporary or permanent repairs to, furnish assistance to and replenish supplies of, motor vehicles disabled away from shop or garage, pick up wrecks, and perform all other acts commonly known as "service" or "road service." (10) To do a general business in selling, installing and repairing motors, dynamos, generators, radios, and elecyrical equipment and supplies, and plant parts and supplies for artificial lighting systems. (11) To buy, or sell and exchange farming machinery, road and street construction machinery, implements and supplies of every kind and character. (12) To deal in horses, mules, cows, poultry, and live stock of any and every description. (13) To handle, sell and otherwise deal in fertilizers and agricultural and farming products of every description. (14) To perform any, all or any part of the foregoing powers as dealer or agent wholesale and retail, domestic or foreign. (15) To lend money; to sell its goods, wares and merchandise and furnish labor and service, on credit as well as for cash; to take deeds of trust, mortgages, evidences of debt and all manner of security, real and personal, for money and debts due to the said corporation, and to sell or dispose of same whenever it deems it to the interest of the corporation to do so. (16) To establish, operate and maintain such branch or branches and build, buy, operate and maintain such building or buildings as may be necessary or desirable for the carrying on of the business and powers above set forth. (17) To buy, own, lease and otherwise acquire such real estate as may be necessary, incidental or desirable to the profitable carrying out of the enterprises enumerated, so far as permitted by the laws of the State of Mississippi, now in force or hereafter enacted.

The term "motor vehicle" as used in this charter shall include all contrivances for power, propulsion and carriage on land, water and in air.

Whenever the word "and" is used there shall be implied also the use of "or" and vice-versa, commonly expressed "and/or" so that the corporation may without limitation or restriction, at any and all times, elect what power or powers it will exercise and what article or articles it will handle.

8. The right and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 100, Mississippi Code of 1930, and all acts amendatory thereof and supplemental thereto, and by all other statutes and laws of the State of Mississippi.
9. The number of shares of stock necessary to be subscribed and paid for before the Corporation may commence, business is 20 shares, and the corporation may commence, and continue to do, business when as much as $2,000.00 cash shall have been paid in for shares of stock subscribed and sold.

Dalton B. Brady,
Solon W. Boone,
W. S. Rutter, Incorporators.

State of Mississippi,
Lincoln County.

This day personally appeared before me, the undersigned authority, in and for the above count and state, Dalton B. Brady, Solon W. Boone, and W. S. Rutter, incorporators of the Corporation known as Pontiac Service Company, who acknowledged that they signed, executed and delivered the foregoing Articles of Incorporation as their act and deed on this, the 14 day of April, 1937.

(SEAL) Stella T. Harper, Notary Public.

Received at the office of the Secretary of this State, this the 15th day of April, A. D. 1937, together with the sum of $30.00 deposited to cover the recording fee and referred to the Attorney General for his opinion. (SIGNED) 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.

(signed) 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 Pontiac Service 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 Sixteenth day of April, 1937.

Hugh White, Governor.

By the Governor, Walker Wood, Secretary of State.

Recorded: April 17th, 1937.

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AMENDMENT OT THE CHARTER OF INCORPORATION OF CONTINENTAL TURPENTINE AND ROSIN CORPORATION, INC.

BE IT REMEMBERED That there was convened in the offices of the Continental Turpentine and Rosin Corporation, Inc., in the City of Laurel, Jones County, Mississippi, beginning at 2:00 o'clock P. M., February 16, 1937, a special meeting of the stockholders of the Continental Turpentine and Rosin Corporation, Inc., which meeting of the stockholders of the said corporation was held pursuant to notice to all stockholders for the time and in the manner required by the by-laws of the said corporation and at which meeting 85 per cent of all of each class of the outstanding stock was represented in person or by proxy and the President of the corporation having so determined and having so declared, the minutes of the stockholders' meeting were read and adopted.

The notice of this special meeting mailed to all stockholders by postage prepaid on the date of January 15, 1937, was ordered to be made a part of these minutes. The said notice of the said meeting bearing date of January 15, 1937, and addressed to each stockholder and mailed to each stockholder at his postoffice address as shown by the books of the corporation is in words and figures as follows:

"Dear Stockholder:

The Continental Turpentine & Rosin Corporation, Inc., a Mississippi Corporation, acting through its President thereby announces that its annual Stockholders Meeting will be held at the offices of the Corporation in Laurel, Mississippi, at 2 P. M., February 16, 1937.

This meeting has been called prior to the close of the fiscal year in view of recent tax legislation particularly the Surtax on dividends passed by the last Congress.

The meeting will elect a Board of Directors for the ensuing year, consider such business as may properly come before it and particularly authorize a five percent twenty year Debenture Preference Stock issue in lieu of the Seven Percent Preferred Stock issue now outstanding which has been called for payment by your present Board of Directors.

There will come before the meeting appropriate Resolutions providing for an Amendment of the Charter of the Corporation to effectuate the above purposes.

If you are unable to attend the meeting please fill out the enclosed proxy and return prior to the meeting date.

Very truly yours,
CONTINENTAL TURPENTINE & ROSIN CORP., INC.
(Signed) Wm. H. Ellsworth, Secretary."

The matter of procuring the amendment to the Charter of the Corporation was considered and on motion the following resolution was unanimously adopted by each class of stock voting unanimously, to-wit:

"RESOLUTION.

WHEREAS, it seems desirable to the stockholders of the Continental Turpentine and Rosin Corporation, Inc., to procure an amendment to the Charter of the Corporation so as to permit the issuance of Five Percent (5%0 Twenty-year Debenture Preference stock in lieu of the Seven Percent (7%) Preferred stock heretofore issued under the Charter of the Corporation and which said Seven Percent (7%) Preferred stock has been called for payment as provided:

Now, Therefore, be it resolved by the stockholders of the Continental Turpentine & Rosin Corporation, Inc., that Section 4 and 5 of the Charter be amended so that the said sections in said charter as amended will read as follows, to-wit:

Section 4. Amount of Capital Stock and Particulars as to Class or Classes thereof: Five Percent (5%) Twenty-Year Debenture Preference stock to the amount of Seventy-five Thousand Dollars ($75,000.00) may be issued. Each debenture shall be of the par value of One Hundred Dollars ($100.00) or in some multiple thereof, and interest shall be due thereon on March 1, 1937, at the rate of five (5) per centum per annum, which said interest shall be payable on the First day of March and the First day of September in each year. Both the principal and interest of the debentures shall be payable in legal currency of the United States of America at the office of the Corporation in Laurel, Mississippi.

On a dissolution of the Corporation the preference stock debenture shall be retired at par with all accumulated interest thereon before any distribution shall be made to the holders of the common stock of the Corporation. The indebtedness evidenced by the debentures shall be junior in case of liquidation or insolvency of the Corporation to any liability other than its common stock liability. All or any part of the Twenty-Year Debenture Preferenve stock herein authorized may be called for retirement on any interest date upon giving thirty days' notice in writing of the intention of the Corporation to redeem or retire the said debentures on the payment of the par value thereof plus accrued interest to the date of such redemption and the sum of five (5) per cent of the principal of the Debenture Preference stock so redeemed and retired.

In addition to the Debenture Preference stock the Corporation may issue ten thousand (10,000) shares of common stock of the par value of Five Dollars ($5.00) per share, which stock shall have no voting power except for the election of Directors. Each share of debenture stock issued hereunder shall be without priority over any other share of debenture stock hereunder issued. Likewise interest payable on any share shall be without priority of interest on any other share.

Section 5. Number of Shares for each Class and Par Value thereof: Seven Hundred and Fifty Shares of Five Percent (5%) Twenty-Year Debenture Preference stock of the par value of One Hundred Dollars ($100.00) per share. Ten Thousand shares of common stock of the par value of Five Dollars ($5.00) per share which shall not have voting rights except in the election of Directors.

Be It Further Resolved, that the President and Secretary of the Corporation be, and they are hereby, instructed to take such steps as may be necessary to procure the amendment of the Charter of the Corporation so that Sections Four and Five of the Charter when amended shall read as above recited."

We, Charles Kohlmeyer and Wm. H. Ellsworth, President and Secretary, respectively, of the Continental Turpentine and Rosin Corporation, Inc., do hereby certify that the above is a true and correct copy of the minutes of the meeting of the stockholders of said Continental Turpentine & Rosin Corporation, Inc., pertaining to the proposal to amend the Charter of the said corporation. We further certify that said meeting was held at the time and place shown therein and that a majority of the stock of the Corporation outstanding was represented in person or by proxy, and that each class of stock voted unanimously for the adoption of resolution as provided in Sec. 4133, Code 1930.

Witness our signatures and the seal of the Corporation on this the 16th day of February, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Chas. Kohlmeyer, President.
Wm. H. Ellsworth, Secretary.

The State of Louisiana
Parish of Orleans.

This day personally appeared before me, the undersigned authority, Chas. Kohlmeyer and Wm. H. Ellsworth, President and Secretary, respectively, of the Continental Turpentine and Rosin Corporation, Inc., and known to me as such, who acknowledged that they signed and executed the above and foregoing amendments to the Articles of Incorporation of the said Continental Turpentine and Rosin Corporation, Inc., as their act and deed and as the act and deed of said corporation on this the 16th day of February, A. D., 1937.

Charles Kohlmeyer, Jr., Notary Public. (SEAL)

Received at the office of the Secretary of State, this the 19th day of Feb., A. D., 1937, 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 24th, 1937.

I have examined this Amendment of the Charter of Incorporation of Continental Turpentine & Rosin Corporation, 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 Continental Turpentine and Rosin Corporation, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this First day of March, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: March 2, 1937.

AMENDMENT OF CORRECTION

TO

ARTICLES OF INCORPORATION

OF

COAHOMA COUNTY BANK AND TRUST COMPANY

CLARKSDALE, COAHOMA COUNTY, MISSISSIPPI

WHEREAS, heretofore on the 8th day of January, 1935, the stockholders of Coahoma County Bank and Trust Company, Clarksdale, 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 8, 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 8th day of January, 1935, the Articles of Incorporation, as amended, be amended as follows:

By reinserting in the Charter, as amended, the first Article of the original Charter which was stricken by said Amendment, to read as follows:

Article First. That the name of the Corporation shall be Coahoma County Bank and Trust Company.

By striking from the Charter, as amended, all of said Amendment adopted January 8, 1935, except RESOLVED FIRST, which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, That the Articles of Incorporation be amended by designating the six unnumbered paragraphs thereof as Article First to Article Sixth, inclusive.

RESOLVED THIRD, That the Articles of Incorporation be amended further 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.

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RESOLVED FOURTH, 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 $150,000.00, divided into classes and shares as follows:

(a) $75,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 750 shares of the par value of $100.00 each; and

(b) $75,000.00 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 FOURTH) divided into 750 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 FOURTH) accruing after JANUARY 8, 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, 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 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 FOURTH) 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 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 FOURTH, 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 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 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 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 percent 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 $161,000.00 (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 $1500.00 (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 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.

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 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 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 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 section 12 or 13 of this Article FOURTH, or 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.

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(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.

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(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 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 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 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 FOURTH, 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 percent 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 percent 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 ~~these~~ 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 hereln 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 othewise 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.

RESOLVED FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE EIGHTH reading as follows:

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 the 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.

RESOLVED SIXTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE NINTH, reading as follows:

ARTICLE NINTH **Special meetings of shareholders.**—Except as otherwice 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 percent 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 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 pesons as the Board of Directors may deem advisable.

At an ANNUAL meeting of the shareholders of COAHOMA COUNTY BANK & TRUST CO., CLARKSDALE, Mississippi, held on JANUARY 12, 1937, 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	750	Total number of shares of Preferred Stock represented at the meeting	750
Total number of shares of Preferred Stock voted in favor of the resolutions	750	Total number of shares of Preferred Stock voted against the resolutions	NONE
Total number of shares of Common Stock outstanding	750	Total number of shares of Common Stock represented at the meeting	689
Total number of shares of Common Stock voted in favor of the resolutions	689	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 ANNUAL 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)

G. G. SMITH, VICE-President.

Subscribed and sworn to before me this 12TH day of JANUARY, A. D., 1937.

(SEAL OF NOTARY)

J. O. WALLIS, Notary Public.
COMMISSION EXPIRES 2-5-1937

EFFECTUATION CERTIFICATE

EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of Coahoma County Bank & Trust Co. Bank, CLARKSDALE, Mississippi, adopted by the Stockholders on the 12TH day of JANUARY, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 28TH day of JANUARY, 1937.

(SEAL)

J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 3RD day of FEBRUARY, A. D., 1937, 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 the proposed Amendments to the Charter of Incorporation of Coahoma County Bank & Trust Company, ~~Bank~~ adopted by the Stockholders on the 12TH day of JANUARY, 1937, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/5/37

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 Coahoma 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 FIFTH day of FEBRUARY, 1937

By the Governor.

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

RECORDED: FEB. 6-1937

Charter of Incorporation of

SUNFLOWER GIN COMPANY (A.A.L.)

1. The corporate title of said company is Sunflower Gin Company (A.A.L.)
2. The period of existence is fifty years.
3. The domicile is at Sunflower, Sunflower County, Mississippi, and is organized and will be operated under Article 1 of Chapter 99 of the Mississippi Code of 1930, and the amendments thereto.
4. The names of the incorporators are: M. W. Mosby, postoffice, Sunflower, Mississippi; T. C. Sledge, postoffice, Sunflower, Mississippi; H. L. Allison, postoffice, Sunflower, Mississippi; J. H. Hambrick, Postoffice, Sunflower, Mississippi; C. K. Holland, postoffice, Sunflower, Mississippi; John W. Taylor, postoffice, Sunflower, Mississippi; W. H. Pittman, postoffice, Sunflower, Mississippi; Noel Pittman, posttoffice, Sunflower, Mississippi; Jewett Pittman, postoffice, Sunflower, Mississippi; I. E. Patterson, postoffice, Blaine, Mississippi.
5. The corporation is organized with capital stock and the amount of capital stock authorized is Twenty Thousand Dollars, of which Nineteen Thousand Dollars shall be preferred stock and shall consist of one hundred and ninety shares of the par value of One Hundred Dollars each; and One Thousand Dollars shall be common stock and shall consist of Two Hundred shares of the par value of Five Dollars each.
6. The corporation may begin business whenever as many as ten members shall have paid for one or more share of stock each.
7. The purpose for which the corporation 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; to enable producers of agricultural products to cooperate in the production, processing, packing, distribution, financing and marketing of agricultural products, and to do and perform any and all other acts and things authorized by law necessary or expedient to carry out and further the 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, inaddition to the foregoing and to tjose hereinafter mentioned, are those conferred by Article 1, Chapter 99, of the Mississippi Code of 1930, and the amendments thereto.

8. The corporation may render the services mentioned in Section 4091 of the Mississippi Code of 1930, as amended, to producers of agricultural products who are not members thereof, as well as to members, provided that such corporation shall not deal in agricultural products of non-members to an amount greater in value than such as are handled by it for its members, and that said corporation shall not purchase supplies and equipment for non-members in an amount greater in value than such as are purchased for members.
9. Stock in this corporation shall be issued only to, and held only by, producers of agricultural products who make use of the services and facilities of the corporation.
10. At the close of each fiscal year, the net earnings of the corporation shall be ascertained, and after having created proper and adequate reserves for the purpose of paying expensesn retiring obligations, acquiring, maintaining and operating property necessary or useful in carrying out the purposes for which the corporation is created, and for caring for contingencies, then the remainder of the said net earnings shall be paid out and distributed as follows:

A cash dividend of not exceeding eight percentum per annum upon the preferred capital stock outstanding shall be declared and paid to the holders thereof, and the balance of such net earnings, if any, shall then be paid and distributed as follows:

(a) A dividend of not exceeding eight percentum per annum upon the common capital stock outstanding shall be declared and paid to the holders thereof.

(b) Patronage dividends shall be declared and distributions made to the members of the corporation and to the non-members thereof as provided by said Article.

11. All shareholders shall be members of the corporation, but there maylalso be members who are not shareholders.

M. W. Mosby, T. C. Sledge,
H. L. Allison, J. H. Hambrick,
C. K. Holland, John W. Taylor,
W. H. Pittman, Noel Pittman,
Jewitt Pittman, I. E. Patterson.
Incorporators.

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 M. W. Mosby, T. C. Sledge, H. L. Allison, J. H. Hambrick, C. K. Holland, John W. Taylor, W. H. Pittman, Noely Pittman, Jewett Pittman, and I.E. Patterson, who each acknowledged that he signed and delivered the above and foregoing instrument on this day.

And the above named parties having been by me first duly sworn, statex on oath that they are each resident citizens of Sunflower County, Mississippi, and are producers of agricultural products in said county, and that neither they nor any of them are interested in any cotton seed oil company or cotton seed meal manuafcturing company, either in person or as trustees, directly or indirectly, and that neither they nor any of them are owners of or stockholders in or trustees or attorneys-in-fact for any cotton oil company or any other concern manufacturing cotton seed oil, or any of its products or by-products; or cotton seed meal, hulls, or other cotton seed products and by-products.

Given under my hand and official seal, this the 17 day of April, A. D. 1937.
(SEAL)
B. L. Smithhart,
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 Sunflower Gin Company (A.A.L.), domiciled at Sunflower, 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 19th day of April, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, 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 19th day of April, 1937.

Walker Wood
Walker Wood, Secretary of State.

Recorded: April 19th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

MISSISSIPPI BANK SECURITIES CORPORATION.

1. The corporate title of said company is "Mississippi Bank Securities Corporation"

2. The names of the incorporators are: Garner W. Green, Sr., postoffice, Jackson, Mississippi, Garner W. Green, Jr., postoffice, Jackson, Mississippi; E. A. Knight, postoffice, Jackson, Mississippi.

3. The domicile is at Belzoni, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: 50 shares of the par value of $100.00, aggregating $5,000.00, all fundamentally equal.

5. Number of shares for each class and par value thereof: 50 shares all common.

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

7. The purpose for which it is created: By and with the consent and approval of the State Comptroller, this corporation is formed for the purpose of purchasing, holding, owning, dealing in, lending on and borrowing on the assets of banks, either open or in liquidation. Said corporation being formed pursuant to Section 34, Chapter 146, Laws of Mississippi, 1934, as amended by Chapters 165, 166, and 167 of laws of Mississippi, 1936. Said corporation shall possess all of the general corporate powers of corporations created under the general porporation laws of this State.

The rights and powers that may be exercised by this corporation in addition to the foregoing, are those conferred by Chapter 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. This charter is applied for by and with the consent and approval of the State Comptroller.

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., Garner W. Green, Jr., and E. A. Knight, incorporators of the corporation known as the Mississippi 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 5th day of March, 1937.

(SEAL OF NOTARY)

Reynolds Cheney,
Notary Public.

Recieved at the office of the Secretary of State this the 5th day of March, A. D. 1937, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his ~~approval~~ opinion.

Walker Wood,
Secretary of State.

Jackson, Miss., Mch. 5, 1937.

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: E. R. Holmes, Jr.,
Assistant Attorney General.

Department of Bank Supervision,
Jackson, Mississippi.
J. C. Fair, State Comptroller.

March 5, 1937.

I, J. C. Fair, State Comptroller, do hereby certify that I have examined the proposed charter of the Incorporation of Mississippi Bank Securities Corporation and do hereby consent that such Corporation may be formed and I do hereby approve the proposed charter of incorporation.

Given under my hand and the seal of the Department of Bank Supervision, this the 5th day of March, 1937.

(SEAL OF DEPARTMENT)

J. C. Fair,
State Comptroller.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Mississippi 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 5th day of March, 1937.

(GREAT SEAL)

Hugh White,
Governor,

By the Governor:
Walker Wood,
Secretary of State.

Recorded: March 6th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

In the Matter of the Amendment of the Charter of Incorporation of United Bond Corporation.

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 or Secretary, before a Notary Public or other officer authorized to take acknowledgments, together with a certified copy of the resolutions of the stockholders adopting and approving the proposed amendments; and WHEREAS, it is now deemed expedient by the stockholders of the United Bond Borporation to amend Articles Four, Five and Seven of the original charter of incirporation, as will hereinafter appear; Now, therefore, be it resolved by the stockholders of the United Bond Corporation, 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 3334 at page 434 thereof, be amended so as to increase the amount of the authorized capital stock and so as to enlarge the powers and purposes of said corporation, and to that end the charter of the said corporation be amended so that Articles Four, Five and Seven of said charter of incorporation of said United Bond Corporation be changed to read as follows:

"4. Amount of capital stock and particulars as to class or classes thereof: "The capital stock is to be as follows: "1850 shares of 7% preferred stock of the par value of $100.00 each, dividends payable semi-annually on May 1st and November 1st; "15,000 shares of common stock of no par value."

"5. Number of shares for each class and par value thereof: "1850 shares of 7% preferred stock of the par value of $100.00 each, dividends payable semi-annually May 1st and November 1st; "15,000 shares of common stock of no par value." * * * *

"7. The purpose for which it is created: "To engage in the purchase, sale and exchange of stocks, bonds, and mortgages of all kinds and classes, and all kinds of security and evidences of indebtedness, and to this end by buy, sell, hold, own, exchange and generally deal in any and all kinds of mortgages, bonds, stocks, securities and evidences of indebtedness; and to own, acquire, manage, improve, work, develop, lease, mortgage, sell, turn to account and otherwise deal in and exercise all rights in respect of any real or personal property that the corporation may find it necessary or desirable to take over for the protection of any stocks, bonds, securities, or other evid nces of indebtedness that the corporation may own or have underwritten, and/or for any other lawful purposes; to promote and assist financially or otherwise, corporations, syndicates, partnerships, and associations of all kinds, and to engage in an investment securities business, and to give any guarantee in connection therewith or otherwise for the payment of money or for the purpose of any obligation or undertaking, and to do any and all other things necessary and convenient in furtherance of these objects, not, however, in conflict with any of the laws of the State of Mississippi.

"To lend money upon such security as may be deemed advisable; to buy, sell, and otherwise negotiate negotiable instruments and choses; to charge and receive for such loans and negotiations such interests and profits as may be permitted by the laws of thexState of Mississippi; and to do, perform, and enage in such other acts and transactions as may be necessary in the conducting of a general money lending business. To lend its own money; to act as agent or broker in procuring money for loans; to indorse, guarantee the payment of, buy, sell and otherwise deal in notes, open accounts and other similar evidence of debt.

"To purchase or otherwise acquire, become interested in, deal in and with, invest in, hold, sell, mortgage, pledge or otherwise dispose of, or turn to account or realize upon, all forms of securities, including stocks, bonds, debentures, notes, evidences of indebtedness, certificates of indebtedness, certtificates of interest, participation certificates, voting trust certificates and certificates evidencing shares of or interest in common-law trusts, trusts and trust estates or associations, certificates of trust of beneficial interests in trusts, mortgages and other instruments, securities and rights, in any corporation, company or association, including insurance companies.

"The objects of this company shall not be construed as intended to form a banking or trust 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."

Be it further resolved that the President and Secretary-Treasurer 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 to cause said amendment of the charter of incorporation to take effect, and to prepare and present to the Secretary of State for the State of Mississippi the proposed amendment in writing, together with a copy of this resolution, 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 the United Bond Corporation by its duly authorized officers, to-wit: the President and Secretary-Treasurer, this the 27th day of February, 1937.

(SEAL) Attest: R.B.Lipscomb, Secretary-Treasurer. C. R. Harwood, President.

I, R.B.Lipscomb, duly elected, qualified and acting Secretary-Treasurer of the United Bond Corporation, a corporation, do hereby certify that the above and foregoing is a true, full, and correct copy of the resolution unanimously adopted by all stockholders of the United Bond Corporation at a special meeting duly called and held for the purpose of the amending of the charter of Incorporation of the said United Bond Corporation, on the 27th day of February, 1937, the original of said resolution being on file and recorded in the Minute Book of said corporation. I further certify that all the holders of the stock of the United Bond Corporation were present at said meeting of the stockholders, and all of the said stockholders voted in the affirmative and for the adoption of said resolution, increasing the amount of the capital stock and enlarging the powers and purposes of the said corporation.

Witness my hand and seal of said corporation, this the 2nd day of March, 1937.

(SEAL) R. B. Lipscomb, Secretary-Treasurer.

I, the undersigned R.B.Lipscomb, secretary-treasurer of the United Bond Corporation, dox hereby certify that the foregoing resolution is a true and correct copy of resolution adopted by the stockholders of the United Bond Corporation at a special meeting held on the 27th day of February, 1937.

(SEAL) R. B. Lipscomb, Secretary -treasurer.

AMENDMENT TO CHARTER OF INCORPORATION OF UNITED BOND CORPORATION

Pursuant to the above resolution passed at a special meeting of the stockholders of the United Bond Corporation, which meeting was held at 10:30 o'clock A.M., on the 27th day of February, 1937, at which meeting all of the stockholders of the United Bond Corporation were present, the Charter of Incorporation is amended by affirmative and unanimous vote of all of said stockholders in the following particulars, to-wit: Aticle Four and Five of the charter of the said United Bond Corporation are amended by affirmative and unanimous vote of all of said stockholders to read as follows, towit:

"4. Amount of capital stock and particulars as to class or classes thereof: "The capital stock is to be as follows: "1850 shares of 7% preferred stock of the par value of $100.00 each, dividends payable semi-annually on May 1st and November 1st; "15,000 shares of common stock of no par value.

"5. Number of shares for each class and par value thereof: "1850 shares of 7% preferred stock of the par value of $100.00 each, dividends payable semi-annually May 1st and November 1st; "15,000 shares of common stock of no par value."

Article Seven of said Charter of Incorporation is amended by affirmative and unanimous vote of all of said stockholders to read as follows, to-wit: "7. The purrpose for which it is created: "To engage generally in the purchase, sale and exchange of stocks, bonds, and mortgages of all kinds and classes, and all kinds of security and evidences of indebtedness, and to this end to buy, sell, hold, own, exchange and generally deal in any and all kinds of mortgages, bonds, stocks, securities and evidences of indebtedness and to own, acquire, manage, improve, work, develop, lease, mortgage, sell, turn to account and otherwise deal in and exercise all rights in respect of any real or personal property that the corporation may find it necessary or desirable to take over for the protection of any stocks, bonds, securities, or other evidences of indebtedness that the corporation may own or have underwritten, and/or for any other lawful purpose; to promote and assist financially or otherwise, corporation, syndicates, partnerships, and associations of all kinds, and to engage in an investment securities business, and to give any guarantee in connection therewith or otherwise for the payment of money or for the purpose of any obligation or undertaking, and to do any and all other things necessary and convenient in furtherance of these objects, not, however, in conflict with any laws of the State of Mississippi.

"To lend money upon such security as may be deemed advisable; to buy, sell, and otherwise negotiate negotiable instruments and choses; to charge and receive for such loans and negotiations such interests and profits as may be permitted by the laws of the State of Mississippi; and to do, perform, and engage in such other acts and transactions as may be necessary in the conducting of a general money lending business; to lend its own money; to act as agent or broker in procuring money for loans; to indorse, guarantee the payment of, buy, sell and otherwise deal in notes, open accounts and other similar evidence of debt.

"To purchase or otherwise acquire, become interested in, deal in and with, invest in, hold, sell, mortgage, pledge or otherwise dispose of, orturn to account orrealize upon, all forms of securities, including stocks, bonds, debentures, notes, evidences of indebtedness, certificates of of indebtedness, certificates of interest, participation certificates, voting trust certificates and certificates evidencing shares of or interest in common-law trusts, trusts and trust estates or associations, certificates of trust of beneficial interests in trusts, mortgages and other instruments, securities and rights, in any corporation, company, or association, including insurance companies.

"The objects of this company shall [illegible] construed as intended to form a banking or [illegible] having been by me fir[illegible] his c[illegible]ation, in ad[illegible] the are each resident citizens of Sunflower County, Mississ[illegible] of Mis[illegible] Harwood, President. products in said county, and that [illegible] seed oil company or cotton [illegible] appeared [illegible] me the undersigned authority at law in and for the directly or indirectly, [illegible] C.R.Harwood and R.B.Lipscomb, personally known to me to be the [illegible] trustees or attorney-treasurer, respectively, of the corporation known as United Bond amendment to the Charter of Incorporation of the United ~~States~~ Corporation as their act and deed and on behalf of said United Bond Corporation, on this the 27th day of February, 1937. (SEAL)

Lenna Clement, Notary Public.

Received at the office of the Secretary of State, this the 4th day of March, A.D.1937, together with the sum of $470.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., March 8th, 1937.

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 United Bond 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 Eighth day of March, 1937.

By the Governor:

Walker Wood, Secretary of State.

Recorded: March 8th, 1937.

Hugh White,
Governor.

19th day of April, 1937.

Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of

COAHOMA COUNTY COOPERATIVE (A.A.L.)

Sec. 1. We, P.F.Williams of Coahoma County, Mississippi (P.O.address Clarksdale, Mississippi); J. E. Merritt of Coahoma County, Mississippi, (P.O.address Clarksdale, Mississippi); C. L. Fondren of Coahoma County, Mississippi, (P.O.address Clarksdale, Mississippi); A. J. Simmons of Coahoma County, Mississippi, (P.O.address Rt. # 1, Lyon, Mississippi); W. C. McCaughan of Coahoma County, Mississippi, (P.O.address Rt. # 1, Clarksdale, Mississippi); R. L. Cox of Coahoma County, Mississippi, (P.O.address Bobo, Mississippi); H. B. Sewall of Coahoma County, Mississippi, (P.O.Address Coahoma, Mississippi); J. J. Myers of Coahoma County, Mississippi, (P.O.address Mattson, Mississippi); C. G. Bobo of Coahoma County, Mississippi, (P.O. address Clarksdale, Mississippi); Tom L. Gibson of Coahoma County, Mississippi, (P.O.address Friars Point, Mississippi); (and others) 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 Coahoma County Cooperative (A.A.L.)

Section 3. The period of existence shall be fifty years.

Section 4. The domicile shall be at Clarksdale, in the County of Coahoma, 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 February, 1937.

P. F. Williams,
C. L. Fondren,
W. C. McCaughan,
H.B.Sewall,
C.G.Bobo,
J.P.Fisher,
J.L.Stribling,
J. D. Smith,
J. E. Merritt,
A. J. Simmons,
R. L. Cox,
J.J.Myers,
Tom L. Gibson,
Marshall Bouldin,Jr.,
Will Jones, Jr.
Mary E. Ratliff.

State of Mississippi,
County of Coahoma.

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the above named P. F. Williams, R. L. Cox, J. E. Merritt, H. B. Sewall, J. J. Myers, C. L. Fondren, C. G. Bobo, Tom L. Gibson, A. J. Simmons, J. P. Fisher, Marshall Bouldin, Jr., W. C. McCaughan, J. L. Stribling, Will Jones, Jr., Mary E. Ratliff, J. D. Smith 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 18th day of March, 1937.

(SEAL)

George T. Comeaux, Notary Public.

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 of association and incorporation of Coahoma County Cooperative (A.A.L.), domiciled at Clarksdale, 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 19th day of March, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 515, 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 March, 1937.

Walker Wood,
Walker Wood, Secretary of State.

(GREAT SEAL)
Recorded:
March 19th, 1937

TUCKER PRINTING HOUSE JACKSON MISS

Amendments to Articles of Incorporation of

Deposit Guaranty Bank & Trust Company
Jackson (City) Hinds (County) Mississippi (State)

Resolved First, That the capital of this Corporation be increased from $640,000.00 to $805,000.00 by the issuance of an additional 1,650 shares of Common Stock of the par value of $100.00 per share of the aggregate par value of$165,000.00, under the provisions of Section 9 of Chapter 146 of the Laws of 1934, making the total capital of the Corporation $805,000.00, of which $476,000.00 is Preferred and $330,000.00 is Common Stock.

Resolved Second, That the Articles of Incorporation be amended by striking out Section (b) of Article 4 of the present Articles of Incorporation and by inserting in place thereof the following:

(b) $330,000.00 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 Four) divided into 3,300 shares of the par value of $100.00 each.

At a special meeting of the shareholders of Deposit Guaranty Bank & Trust Company, Jackson, Mississippi, held on March 6, 1937, 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.....4,750
Total number of shares of Preferred stock represented at the meeting.....4,750
Total Number of shares of preferred stock voted in favor of the resolutions.....4,750
Total number of shares of preferred stock voted aganist the resolutions.....None
Total number of shares of Common stock outstanding.....1,650
Total number of shares of common stock represented at the meeting.....1,323
Total number of shares of common stock voted in favor of the resolutions.1,323
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.

Myer A. Lewis, Vice-President.

(SEAL)

Subscribed and sworn to before me this 6th day of March, A. D. 1937.

John Hart Asher, Notary Public.
My commission expires 4/6/40

(SEAL

Effectuation Certificate. Exhibit "I"

State of Mississippi,
Department of Bank Supervision,
Jackson.

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of Deposit Guaranty Bank & Trust Company, Jackson, Mississippi, adopted by the Stockholders on the 6th day of March, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his approval.

Given under my hand and seal of the Department of Bank Supervision, this the 13th day of March, 1937.

J. C. Fair, State Comptroller.

(SEAL)

I have examined the proposed amendments to the Charter of Incorporation of Deposit Guaranty Bank & Trust Company adopted by the stockholders on the 6th day of March, 1937, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such amendments are forwarded to the Governor for his approval.
3/17/37.

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

Received at the office of the Secretary of State, this the 13th day of March, A. D. 1937, 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,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Deposit Guaranty 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 Nineteenth day of March, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 20th, 1937.

PROPOSED AMENDMENTS

TO

ARTICLES OF INCORPORATION

OF

BANK OF WALNUT GROVE

Walnut Grove, Leake County, Mississippi

Whereas, heretofore, on the 3rd day of January, 1935, the stocholders of Bank of Walnut Grove, Walnut Grove, Mississippi, adopted resolutions and amendments to the Articles of Incorporation of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

Whereas, said resolutions and amendments are incomplete and incorrect, and it is necessary and for the best interests of this Bank that said resolutions and amendments be corrected and completed; and

Whereas, it is proposed that the Articles of Incorporation of this Bank shall be amended to provide for dividends on the Preferred Stock of this Bank at the rate of four per cent per annum of the par value thereof to and including January 31, 1935, and thereafter at the rate of three and one-half per cent per annum of the par value thereof to and including January 31, 1940, and thereafter at the rate of four per cent per annum of the par value thereof; it is therefore

RESOLVED, That, regardless of any omissions, errors, or defects in said resolutions and 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, in causing said amendments adopted January 3, 1935, to be certified 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 resolutions and amendments heretofore adopted by the stockholders on the 3rd day of January, 1935, the Articles of Incorporation, as amended, be amended as follows:

> By striking from the Articles of Incorporation, as amended, the aforesaid amendments adopted on January 3, 1935, and by rescinding all the aforesaid resolutions adopted on January 3, 1935, except RESOLVED FIRST, which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, That, under the provisions of Section 9 of Chapter 146, Laws of 1934, the common capital stock of the Corporation be reduced in the sum of $5,000, leaving the total common capital, after said reduction, $5,000.

RESOLVED THIRD, That no distribution of assets shall be made to the shareholders of the Corporation by reason of the reduction in 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 and substandard and/or unacceptable 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 of the Corporation be amended by designating the six paragraphs thereof as Article First to Article Sixth, inclusive.

RESOLVED FIFTH, That the Articles of Incorporation be further 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 SIXTH, 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 shall be $15,000 divided into classes and shares as follows: (a) $10,000 par value of preferred stock (subject to retirement as hereinafter provided) divided into 400 shares of the par value of $25.00 each; and (b) $5,000 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 Fourth) 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 capotal 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 3, 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 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 of 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 fo 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 Fourth) 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 simulataneously with such retirement, shall trahsfer 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 s apecial 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 equalto the aggregate par value of the preferred stock so retired, and the shares of common stock required for the payment of any such 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 Fourth, 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 grossearnings 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 provisionx 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 Corppration for the account of its shareholders, without prejuduce 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 laws; 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 (5) need be made by reason of any charge-offs or write-downs of assets or transfers to reserves xxxxxxxx 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 aganist 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 resppctive periods during whcih 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 Fourth) 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 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 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.

Stock as a stock dividend, pursuant to the second paragraph of section 4 of this Article ....f..... in c..... 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 ~~BUSIN~~ 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 section 12 or 13 of this Article FOURTH or the fair value of the assets of the Corporation as determined by the ~~Superintendent of Banks~~ 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 ~~Superintendent of Banks~~ STATE COMPTROLLER.

(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.

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(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 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 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 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 FOURTH, 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 percent 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 IN ACCORDANCE WITH THE REQUIREMENTS OF PARAGRAPH (c) OF SECTION 6 OF THIS ARTICLE FOURTH

(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 percent 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~~ 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 ~~Superintendent of Banks~~ 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 then 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.

RESOLVED ~~FIFTH~~ SEVENTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE EIGHT reading as follows:

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 the 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.

RESOLVED ~~SIXTH~~ EIGHTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE NINTH, reading as follows:

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 percent 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 ~~SEVENTH~~ NINTH, 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~~ TENTH, 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 pesons as the Board of Directors may deem advisable.

At an ANNUAL meeting of the shareholders of BANK OF WALNUT GROVE, WALNUT GROVE, Mississippi, held on JANUARY 11, 1937, five 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	400	Total number of shares of Preferred Stock represented at the meeting	400
Total number of shares of Preferred Stock voted in favor of the resolutions	400	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	144
Total number of shares of Common Stock voted in favor of the resolutions	144	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 ANNUAL 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) J. H. SASSER, President.

Subscribed and sworn to before me this 11th day of JANUARY, A. D., 1937. MABEL R GOYNE, Notary Public.

(SEAL OF NOTARY)

EFFECTUATION CERTIFICATE

EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of BANK OF WALNUT GROVE ~~Bank~~, WALNUT GROVE, Mississippi, adopted by the Stockholders on the 11th day of JANUARY, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 15th day of JANUARY, 1937.

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 3RD day of FEB, A. D., 1937, 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 the proposed Amendments to the Charter of Incorporation of BANK OF WALNUT GROVE, ~~Bank~~ adopted by the Stockholders on the 11th day of JANUARY, 1937, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/5/37

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 WALNUT GROVE is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this FIFTH day of FEBRUARY, 1937

By the Governor.

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

RECORDED: FEBRUARY 6, 1937

The Charter of Incorporation of the

PUBLIC STORAGE AND FORWARDING COMPANY

1) The Corporate Title of said Company is the Public Storage and Forwarding Company;
2) The names and postoffice addresses of the incorporators are:
C. DeWitt Walcott.....Greenville, Miss.
Roger Generelly.....Greenville, Miss.
M. M. Finch.....Greenville, Miss.
3) The domicile of the corporation in this state is "Greenville."
4) The amount of authorized capital stock is Five Thousand and No/100 Dollars ($5,000.00), being fifty (50) shares, having a par value of One Hundred and No/100 Dollars ($100.00).
5) The period of existence not to exceed fifty (50) years is fifty (50) years;
6) The purposes for which the corporation is created are: To carry on and transact a general storage and forwarding business; to receive, store and deliver and to do a general warehousing and forwarding business necessary or impliedly or incidental thereto and to further carry on the business of general warehousing in all its several branches; to construct, hire, purchase, operate and maintain all or any conveyance for the transportation, in cold storage or otherwise by rail or by water, of any and all products, goods or manufactured articles; to issue certificates and warrants negotiable, or otherwise, to person warehousing goods with the company, and to make advances or loans upon the security of such goods, or otherwise; to construct, purchase, take or lease or otherwise acquire any wharf, land, pier, dock or works capable of being advantageously used in connection with the shipping and carrying on other business of the company; and generally to carry on and undertake by warehousemen and those engaged in the forwarding and transporting of goods, products or manufactured articles; and all other powers authorized under Chapter 100 of the Mississippi Code of 1930.
7) The company is authorized to commence business when twenty-five (25) shares are subscribed and paid for.

WITNESS OUR SIGNATURE, this the 16th day of April, 1937.

C. DeWitt Walcott,
Roger Generelly,
M. M. Finch,

STATE OF MISSISSIPPI
COUNTY OF WASHINGTON

PERSONALLY APPEARED BEFORE ME, C. DeWitt Walcott, and Roger Generally, and M .M. Finch, of Greenville, Mississippi, incorporators of Public Storage and Forwarding Company, who each acknowledged that they respectively signed and delivered the foregoing instrument on the day and year therein mentioned as their respective acts and deeds.

GIVEN UNDER MY HAND AND OFFICIAL SEAL, this the 16th day of April, 1937.

(SEAL)

L. R. Foote.

RECEIVED at the office of the Secretary of State, this the 17th day of April, A. D. 1937, 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 17th, 1937.

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 Public Storage and Forwarding Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Nineteenth day of April, 1937.

Hugh White, Governor.

By the Governor, Walker Wood,
Secretary of State,

Recorded: April 20, 1937.

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The Charter of Incorporation of

THE MECHANICS PROTECTIVE ASSOCIATION OF HANCOCK COUNTY, INC.

1. The corporate title of said company is THE MECHANICS PROTECTIVE ASSOCIATION OF HANCOCK COUNTY, INC.

2. The names of the incorporators are: Harry Witter, postoffice, Bay St. Louis, Mississippi. Horace Farr, postoffice, Bay St. Louis, Mississippi; George Horton, postoffice, Bay St. Louis, Mississippi; Harry Connell, postoffice, Waveland, Mississippi; Frank Miller, postoffice, Waveland, Mississippi; John Eckerle, postoffice, Waveland, Mississippi; Otto Buehler, postoffice, Bay St. Louis, Mississippi; John Buehler, postoffice, Bay St. Louis, Mississippi.

3. The domicile is at Bay St. Louis, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: Said Corporation shall issue not 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 twenty five years.

7. The purpose for which it is created: For the purposes of recreation, study and amusement, and to do any and all things for the improvement of the various members in their respective trades, which they may legally do; to own or operate a place of meetings, and to own such property, or to maintain such places and character of operations not inconsistent with the general improvement and welfare of skilled or unskilled tradesmen or mechanics who may become members of this 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.

Otto Buehler,
John Buehler,
Frank Miller,
Harry L. Witter,
Hroace Farr,
Harry L. Connell,
J. Eckerle,
Geo. Horton.
Incorporators.

Acknowledgment

State of Mississippi,
County of Hancock.

This day personally appeared before me, the undersigned authority, Harry Witter, Horace Farr, George Horton, Harry Connell, Frank Miller, John Eckerle, Otto Buehler and John Buehler, incorporators of the corporation known as the Mechanics Protective Association of Hancock County, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 11 day of March, 1937. Evelyn Conner, Notary Public.
(SEAL)

Received at the office of the Secretary of State, this the 12th day of March, A. D. 1937, togethervwith the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.
Walker Wood, Secretaryb of State,
By W.W.Pierce, Assistant Attorney General.

Jackson, Miss., March 17th, 1937

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 there was on the 11th day of February, 1937, held a Regular Meeting of the Mechanics Protective Association of Hancock County, at which the following members were present: Frank Miller, Harry Witter, Horace Farr, Otto Buehler, Geogge Horton, Harry Connell, John Eckerle, Hohn Buehler, C. C. Hava,.

On motion of Otto Buehler duly seconded by Harry Connell, and unanimously carried, the following resolution was duly adopted:

BE IT RESOLVED that this association and the members thereof, take steps immediately to incorporate, under the provisions of Section 4131 of the Mississippi Code of 1930; that said corporation shall issue no shares of stock, and shall be a non-profit corporation; and that the purpose thereof shall be:

For the purpose of recreation, study, and amusement, and to do any and all things for the improvement of the various members in their respective trades, which they may legally do: To own or operate a place for meetings, and to own such property, or to maintain such places and character of operations not inconsistent with the general improvement and welfare of skilled or unskilled tradesmen or mechanics who may become members of this organization.

Be it further resolved that Harry Witter, Horace Farr, Harry Connell, C. C. Hava, Geo. Horton be and they are empowered and directed to make application for said charter, and to do any and all things necessary to obtain the issuance thereof, and to represent said association, in carrying out this resolution.
Frank Miller.
Harry Witter.

I, Harry Witter, Secretary of The Mechanics Protective Association of Hancock County, do hereby certify that the foregoing is a true and correct copy of that part of the Minutes of said Association, and the resolution so adopted, on the day and year therein mentioned, as shown by the Minute Books of said association. This the 11th day of February, 1937.
Harry Witter.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of The Mechanics Protective Association of Hancock County, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this nineteenth day of March, 1937.
Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.
Recorded: March 19th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

CHARTER AMENDMENT

"Be It Resolved, that as at this date, the name of this corporation shall be changed from Jackson Casket & Manufacturing Company to "JACKSON MANUFACTURING COMPANY", and that J. M. Hartfield, President, and Mrs. Bessie M. Eakin, Secretary, be vested with full power to effectuate said change."

Pursuant whereto, said corporation hereby changes its name from Jackson Casket & Manufacturing Company to Jackson Manufacturing Company.

Executed this 10th day of March, 1937.

JACKSON MANUFACTURING COMPANY
(Formerly Jackson Casket & Manufacturing Company)
By J. M. Hartfield, President.

(SEAL)
Attest:
Bessie M. Eakin, Secretary.

State of Mississippi,
County of Hinds,
City of Jackson.

Personally appeared before me, the undersigned Notary Public, the within names J. M. Hartfield, President, and Bessie M. Eakin, Secretary, who each being by me first duly sworn, on oath state that they are President and Secretary, respectively, of Jackson Manufacturing Company, formerly Jackson Casket & Manufacturing Company, and pursuant to unanimous stockholders' resolution appearing on the minutes of date the 10th day of March, 1937, they signedm sealed and delivered the foregoing Charter Amendment on the day and year therein mentioned, as the act and deed of said corporation.

Given under my hand and seal of office, this the 11th day of March, 1937.

(SEAL) Reynolds Cheney, Notary Public.

Received at the office of the Secretary of State, this the 22nd day of March, A. D. 1937, 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 22nd, 1937.

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitition 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 Jackson Casket & Manufacturing Company, changing the name thereof to Jackson 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 Twenty-second day of March, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 23, 1937.

This Corporation dissolved and its Charter surrendered to the State of Mississippi by a decree of the Chancery Court of Hinds County, Mississippi, dated September 18, 1945. Certified Copy of said decree filed in this office, this September 19, 1945. Walter Wood, Secy. of State.

AMENDMENT OF CORRECTION

TO

ARTICLES OF INCORPORATION

OF

CITIZENS BANK

Florence, Rankin County, Mississippi

WHEREAS, heretofore on the 18th day of October, 1934, the stockholders of Citizens Bank, Florence, Mississippi, adopted Amendments to the Articles of Incorporation 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 respect to the reduction of the Common Capital Stock from $10,000.00 to $7,500.00, by changing the par value per share thereof from $100.00 to $75.00, in authorizing the issuance of Preferred Stock, in causing said Amendments adopted October 18, 1934, to be certified and approved by the Comptroller, Governor, Secretary, and Attorney General of the State, and in the recording of said approved Amendmehts 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 18th day of October, 1934, the Articles of Incorporation, as amended, be amended, as follows:

By striking from the Articles of Incorporation, as amended, all of said Amendment adopted October 18, 1934, except RESOLVED FIRST which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, that the Articles of Incorporation be amended by designating Sections 1 to 8, inclusive, thereof as Articles 1 to 8, respectively.

RESOLVED THIRD, that, under the provisions of Section 9, Chapter 146, Laws of 1934, the common capital stock of this corporation, be reduced in the sum of $2,500.00, leaving the total common capital, after said reduction, $7,500.00.

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 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 FIFTH, that the Articles of Incorporation be further amended by striking out 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.

TUCKER PRINTING HOUSE JACKSON MISS

RESOLVED ~~FOURTH~~ SIXTH, that the Articles of Incorporation be further amended by striking out Article ~~Fourth~~ 3 and inserting in the place thereof the following:

Article ~~Fourth~~ 3. (1) Amount, classes, and shares of capital stock.—

The amount of capital stock of the Corporation shall be $17,500.00, divided into classes and shares as follows:

(a) $10,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 125 shares of the par value of $80.00 each; and

(b) $7,500.00 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 100 shares of the par value of $75.00 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 October 18th 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 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 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 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 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 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 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 percent 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 $19,600.00 (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.

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 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 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 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, or 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.

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(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.

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(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 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 percent 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 percent 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 ~~then~~ 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.

RESOLVED ~~FIFTH~~ SEVENTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE ~~10~~ 9 reading as follows:

ARTICLE ~~10~~ 9 (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 the 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.

RESOLVED ~~SIXTH~~ EIGHT, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 10, reading as follows:

ARTICLE 10 **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 percent 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 ~~SEVENTH~~ NINTH, 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~~ TENTH, 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 pesons as the Board of Directors may deem advisable.

At a~~n~~ ANNUAL meeting of the shareholders of CITIZENS BANK, FLORENCE, Mississippi, held on JANUARY 4, 193 7, 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 resolutions 125	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 80
Total number of shares of Common Stock voted in favor of the resolutions 80	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~~n~~ ANNUAL 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) W. A. ROGER, President, ~~President~~.

Subscribed and sworn to before me this 18 day of JAN, A. D., 193 7. W. F. Gwin J. P., Notary Public.

(SEAL OF NOTARY)

EFFECTUATION CERTIFICATE

EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of CITIZENS Bank, FLORENCE, Mississippi, adopted by the Stockholders on the 4th day of JANUARY, 193 7, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 29th day of JANUARY, 193 7.

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 3rd day of Feb, A. D., 193 7, 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 the proposed Amendments to the Charter of Incorporation of CITIZENS BANK, Bank adopted by the Stockholders on the 4th day of JANUARY, 193 7, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/5/37

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 CITIZENS BANK is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this FIFTH day of FEBRUARY, 1937

By the Governor.

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

RECORDED: FEB. 6, 1937

RESOLUTION

WHEREAS, the preferred stock of R. W. Reed Company in the amount of $20,000.00 has been retired, and

WHEREAS, the stockholders desire to increase the amount of common stock of said corporation,

NOW THEREFORE, be it resolved by the stockholders of R. W. Reed Company that section four of the Charter of said Company as amended reading as follows:

"FOURTH: The amount of capital stock shall be $30,000.00 consisting of one hundred shares par value of $100.00 each common stock and two hundred shares par value of $100.00 each preferred stock."

Be amended to read as follows:

"FOURTH: The amount of capital stock shall be $50,000.00 consisting of five hundred shares par value of $100.00 each common stock."

STATE OF MISSISSIPPI
Lee COUNTY.

I, A. K. Reed, the secretary of R. W. Reed Company do hereby certify that the above and foregoing is a true and correct copy of a resolution duly adopted by the stockholders of said company on April 10, 1937 and recording minute book 1 page 104 of the minutes of said corporation.

Witness my signature and the seal of said corporation this the 10th day of April, 1937.

(SEAL) A. K. Reed.

Amendment to the
Charter of Incorporation of

R. W. REED COMPANY

By virtue of the unanimous action of the stockholders of R. W. Reed Company, at a special called meeting thereof, held on Saturday, April 10th, 1937, the Charter of Incorporation of R. W. Reed Company, approved on the 7th day of July, 1910, and amended on the second day of March, 1922, is amended in this respect:

That Section 4 of the Charter, which as amended reads as follows:

"FOURTH: The amount of capital stock shall be $30,000.00 consisting of one hundred shares par value of $100.00 each common stock and two hundred shares par value $100.00 each preferred stock,"

Be amended to read as follows:

"FOURTH: The amount of acpital stock shall be $50,000.00 consisting of five hundred shares par value $100.00 each common stock."

R. W. Reed,
President R. W. Reed Company

Attest:
A. K. Reed
Secretary R. W. Reed Company
(SEAL)

ACKNOWLEDGMENT

State of Mississippi,
Lee County.

This day personally appeared before the undersigned authority R. W. Reed, President, and A. K. Reed, Secretary of R. W. Reed Company who acknowledge that they signed and executed the above and foregoing amendment to the articles of incorporation of R. W. Reed Company for and on behalf of said corporation, and who made affidavit that the facts stated therein are true as stated.

Given under my hand and seal this the 10th day of April, 1937.

(SEAL) Roy N. Boggan, Notary Public.
My commission expires Mar. 28, 1940.

Received at the office of the Secretary of State, this the 17th day of April, A. D. 1937, 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 17, 1937.

I have examined this amendment of 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 W. W. Pierce,
Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of The R. W. Reed Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Nineteenth day of April, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: April 20th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Incorporation of

BURDETTE GINNING ASSOCIATION (A.A.L.)

We, the undersigned, all of whom are engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of forming and incorporating a cooperative association with capital stock under the provisions of Article 1 of Chapter 99 of the Mississippi Code pf 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 statutes 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 BURDETTE GINNING ASSOCIATION (A.A.L.)

ARTICLE II. The domicile of the association shall be at LELAND, WASHINGTON COUNTY, MISSISSIPPI.

ARTICLE III.The period of existence of the association shall be 50 years from date thereof.

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 ~~authority~~ 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 IV. 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 others powers authorized or allowed by any other law or laws of the State of Mississippi to cooperative association so formed. Section 1.

ARTICLE VII. The authorized capital stock of the association shall be $25,000.00 of which the sum of $25,000.00 shall be preferred stock divided into 1000 shares of a par value of $25.00 each. The Association may begin business when $1,000.00 of preferred stock has been paid in.

Section 2. The Association is authorized to issue certificates of membership to producers of agricultural products whether such certificates holders be also holders of preferred stock or not, which certificates shall entitle the holders thereof to participate on a patronage basis in the cooperative distribution of gains. No distribution shall be made on a patronage basis until non-cumulative dividends have been paid or provided for.

Section 3. All outstanding stock shall bear non-cumulative dividends not exceeding 8% per annum, if and when declared in the ~~direction~~ discretion of the Board of Directors; provided that until all indebtedness of the Association is retired said dividends may be paid, in the ~~direction~~ 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 4. The preferred stock of the Association shall only be issued or transferred to, or held by producers of agricultural products, who make use of the services and facilities of the Association, and each share of such stock shall entitle the holder thereof to one vote.

Intestimony whereof, we each have hereunto set our hands in duplicate this 17th day of March, 1937.

D. T. Wilkins, Leroy B. Allen,
M. R. Park, J. N. Dodd,
J. W. Copeland, Louis T. Garrett,
J. C. Carver, J. C. Hay,
J. E. Bennett, Ira Barleen,
L. L. Vaughan, W. L. Sproles,
R. M. Neal, J. C. Carver, Jr.

State of Mississippi,
County of Washington.

Before me, the undersigned authority competent to take acknowledgements, personally appeared the within named: D. T. Wilkins, J. C. Carver, M. R. Park, J. C. Hay, Leroy B. Allen, J. E. Bennett, J. N. Dodd, Ira Barleen, J. W. Copeland, L. L. Vaughn, Louis T. Garrett, W. L. Sproles, R. M. Neal, J. C. Carver, 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 17th day of March, 1937.

Given under my hand and seal this 17th day of March, 1937.

(SEAL) E. A. Bates, Notary Public.

Sate 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 Burdette Ginning Association (A.A.L.), domiciled at Leland, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Articlex 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 20th day of March, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37 at page 527, 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, 1937.

(GREAT SEAL)

Walker Wood,
Walker Wood, Secretary of State.

Recorded: March 20th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Charter Amendment of the

H. W. Gates General Agency, Inc.

At a meeting duly held of the Company whereat were present all shareholders, there was unanimously passed a resolution in these words:

"Resolved that Section 4 of the charter be amended to read as follows, namely:

'Section 4. Amount of capital stock and particulars as to class or classes thereof: Twenty Five Thousand Dollars ($25,000.00) divided into two hundred fifty (250) shares of the par value of One Hundred Dollars ($100.00) each.'

"And that Section 5 thereof shall read:

'Section 5. Number of shares for each class and par value thereof: Two Hundred Fifty (250) shares of par value of One Hundred Dollars ($100.00).'

Dated this the 20th day of March, 1937.

H. W. GATES GENERAL AGENCY, INC.
By H. W. Gates, President.
By Grace Gates, Secretary.

State of Mississippi,
County of Hinds,
City of Jackson.

Personally appeared before me the undersigned Notary Public having a seal of office, the within named H. W. Gates and Grace Gates, who having been by me first duly sworn, on oath state that they are President and Secretary respectively of the H. W. Gates General Agency, Inc., and duly authorized to acknowledge the foregoing instrument, and that at a stockholders' meeting regularly convened the aforesaid resolutions amending the charter were unanimously passed and that this instrument is the act and deed of said corporation.

H. W. Gates, President.
Grace Gates, President.

Given under my hand and seal of office this the 20th day of March, A. D. 1937.
Reynolds Cheney, Notary Public.
(SEAL)

Received at the office of the Secretary of State, this the 22nd day of March, A. D. 1937, 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., March 22nd, 1937.

I have examined this amendment of 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 W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of H. W. Gates General Agency, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-second day of March, 1937.
Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 23, 1937.

AMENDMENT OF CORRECTION

TO

ARTICLES OF INCORPORATION

OF

BANK OF LAKE

Lake, Scott County, Mississippi.

Whereas, heretofore on the 23rd day of January, 1935, the stockholders of Bank of Lake, Lake, 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 23rd, 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 23rd day of January, 1935, the Articles of Incorporation as amended, be amended as follows:

By strking from the Charter, as amended, all of said Amendments adopted January 23, 1935, except RESOLVED FIRST which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, That the Articles of Incorporation be amended by striking out Article (or Section) 1 and inserting in place thereof the following:

> "Section 1.--Pursuant to the statute laws of the State of Mississippi, E. F. Ballard, Floyd Loper, P. H. Underwood, A. G. Petty, J. L. Platt, T. B. Smythe, P. M. Simmons, L. F. Cotton, McKenzie and their associates and successors are hereby incorporated under the name and style of the Bank of Lake, and by that name they, as a corporation, shall have succession for a term of fifty years, and shall be domiciled in the town of Lake, Scott County, Mississippi, for the purpose of doing a general banking business; may sue and be sued, and prosecute and be prosecuted to final judgment and satisfaction before any court; may have a corporate seal and may alter or abolish the same at pleasure; may contract and be contracted with; may acquire, own, sell, use and convey real, personal and mixed property within the limits and purposes of its corporate powers as a banking institution; may receive and hold on deposit, including notes, bonds, obligations, mortgages, choses in action of individuals, corporations, municipalities, counties, States and United States, and may purchase, collect, adjust, supply, sell and dispose of the same with or without its endorsement or guarantee, may act as agent for the investment of money for any person, or corporation, and may charge such compensation or commission for all such services as may be agreed upon, may borrow money, and give security therefor, may receive and loan money on pledges and securities of any kind, and may do any and all kinds of business usually done by banks."

RESOLVED THIRD, That the Articles of Incorporation be amended by striking out Article (or Section) 3, and inserting in place thereof the following:

> ARTICLE 3. "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 akk 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 FOURTH, That the Articles of Incorporation be further amended by striking out Article (or Section) 2 and inserting in the place thereof:

Article 2. (1) Amount, classes, and shares of capital stock.---The amount of capital stock of the Corporation shall be $22,000.00 divided into classes and shares as follows: (a) $10,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 125 shares of the par value of $80.00 (1) each; and (b) $12,000.00 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 120 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 (ftermined as provided in section 5 of this article 2) accruing after January 23, 1935 (2) (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, 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

This amendment to the Charter of Bank of Lake, Lake, Mississippi, dated January 23, 1935, was recorded, duly certified by the Secretary of State & Attorney General on January 12, 1944. Filed in this office January 21, 1944.

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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 2) 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 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 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 und termined, 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 rights as the Corporation may have to recover the same; (e) Such transfers for such period to surplus as may be rquired 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 requiremehts 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 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 (4) hereof, no payments shall be required pursuant to the provisoons 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 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 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 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 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 2.

redeemed 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 SUBTANTIALLY 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 (STATE COMPTROLLER in accordance with the provisions of section 12 or 13 of this Article 2) or 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~~ STATE COMPTROLLER.

(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.

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(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 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 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 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 percent 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 IN ACCORDANCE WITH THE REQUIREMENTS OF PARAGRAPH (c) OF SECTION 6 OF THIS ARTICLE 2,

(b) The amounts paid into the Preferred Stock retirement fund (referred to in section 8 of this Article 2) on and after February 1, 1937, shall not have amounted in the aggregate to five percent 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~~ 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 ~~Superintendent of Banks~~ 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 ~~there~~ 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.

RESOLVED FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 6, reading as follows:

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 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 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 the 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.

RESOLVED SIXTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 7, reading as follows:

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 percent 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 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 pesons as the Board of Directors may deem advisable.

At an ANNUAL meeting of the shareholders of BANK OF LAKE, LAKE, Mississippi, held on JANUARY 26, 1937, 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 resolutions 125	Total number of shares of Preferred Stock voted against the resolutions None
Total number of shares of Common Stock outstanding 120	Total number of shares of Common Stock represented at the meeting 87
Total number of shares of Common Stock voted in favor of the resolutions 87	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 ANNUAL 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) MILTON McMULLAN Vice President.

Subscribed and sworn to before me this 5 day of FEBRUARY, A. D., 1937. W. A. BYRD, Notary Public.

(SEAL OF NOTARY)

EFFECTUATION CERTIFICATE

EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of BANK OF LAKE ~~Bank~~, LAKE, Mississippi, adopted by the Stockholders on the 26th day of JANUARY, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 10 day of FEBRUARY, 1937.

(SEAL) J. C. FAIR, State Comptroller.

State of Mississippi, Office of Secretary of State, Jackson.
Jackson, Miss., 2/11, 1937.
$10.00 Nd.
Received of Bank of Lake the sum of Ten & No/100 Dollars for proposed Amendments to Charter of Incorporation of Bank of Lake, adopted by the stockholders on the 26 day of Jany, 1937. Walker Wood, Secretary of State.
By W. M.

STATE OF MISSISSIPPI

EXECUTIVE OFFICE — JACKSON

The within and foregoing Amendment to the Charter of Incorporation of BANK OF LAKE is hereby 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 FEBRUARY, 1937.

By the Governor.

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

RECORDED: FEBRUARY 15, 1937.

ARTICLES OF ASSOCIATION AND INCORPORATION OF NEWTON COUNTY GIN ASSOCIATION (A.A.L.)

WE, THE UNDERSIGNED, all of whom are engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of 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 other laws of the State of Mississippi, in relation to corporations so formed, or amend-ments thereto; and for that purpose hereby adopt the following Articles of Association and Incorporation:

ARTICLE 1.

The name of the association shall be Newton County Gin Association (AAL).

ARTICLE 11.

The domicile of the association shall be at Newton, ~~New~~ NEWTON County, Mississippi.

ARTICLE 111.

The period of existence of the association shall be fifty years from date hereof.

ARTICLE 1V.

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 purpose of the association shall be, primarily, to engage in the business of ginning and wrapping cotton, and buying, selling, storing, shipping, and otherwise handling cotton-seed and cotton-seed products for its members; however, it may engage in any other business granted, authorized, or allowed to associations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or amendments thereto. The association may also engage in any part or all of its activities with non-members, provided the business transacted with such non-members is not greater in value than that transacted with its members.

ARTICLE V1.

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, or other laws of the State of Mississippi, or amendments thereto, granting corporate powers to cooperative associations.

ARTICLE V11.

Section 1. The authorized capital stock of the association shall be $25,000.00, of which the sum of $2,500.00 shall be common stock, divided into 250 shares of a par value of $10.00 each, and $22,500.00 shall be preferred stock, divided into 900 shares of a par value of $25.00 each.

Section 2. The common stock of the association shall only be issued or transferred to, or held by producers of agricultural products who make use of the services and facilities of the association; and no person, firm or corporation shall own or hold at any one time more than one share of such common stock, The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural association,s organizations, federations, or corporations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or whose purposes and operations are in harmony with the purposes of that act. No persons, firm or corporation shall own or hold at any one time more than 10% of the preferred stock outstanding.

Section 3. All transfers of stock shall be made on the books of the association on surrender of the certificate covering the same by the holder thereof, or by atttorney properly authorized, but only with the consent and approval of the board of directors, and when the stockholder is free from indebtedness to the association. No purported transfer of stock shall pass any right or privilege on account of such stock, or any vote or voice in the control or management of the association unless the recipient thereof is eleigible, as herein defined, to hold such stock, and such transfer is approved by the board of directors.

Section 4. Each share of stock shall entitle the holder thereof to one vote, provided, however, that holders of preferred stock shall have only such voting rights as are granted under Section 194 of the Mississippi Constitution of 1890.

Section 5. The common stock of the association shall not bear dividends. The preferred stock shall bear non-cumulative dividends not exceeding 6% per annum, if earned and when declared by the board of directors; and such dividends shall have preference over any and all other dividends or distributions declared in any year. In the discretion of the board of directors, all dividends or distributions, or any part thereof, may be paid in certificates of preferred stock and/or ad interim certificates representing fractional parts thereof, subject to conversion into full shares.

Section 6. The common stock of any member who shall die or whose membership is terminated by the board of directors shall be retired by the association at its par or book value, whichever is less; and the association may pay therefor in cash or by certificate of indebtedness payable within one year from date thereof. The preferred stock, or any part thereof, may be redeemed or retired from time to time, provided said stock is retired in the same order as issued. All such preferred stock so retired shall be paid for in cash at the par value thereof, plus any dividend declared thereon and unpaid. No stock shall bear dividends or be eligible for voting after it is called for retirement.

Section 7. In the event of dissolution or liquidation of the association, no holder of stock shall received any distribution of the assets on such stock in excess of the par value thereof, plus any dividend declared thereon and unpaid, Upon such distribution, the holders of preferred stock shall be entitled to receive the par value of their stock, plus any divdend declared thereon and unpaid, before any distribution is made on the common stock.

ARTICLE V111. Each of the parties hereto hereby subscribe for one share of common stock of the association and agrees to pay therefor at the par value of $10.00 in cash, at the first meeting to be held after the issuance of the association's charter by the Secretary of State.

IN TESTIMONY WHEREOF, we each have hereunto set our hands in duplicate this 23rd day of April, 1937.

A. S. Mason

M. B. Simmons, L. E. Weir, T. G. Everett, A. H. Edmonds, Lowry Nicholson, J. M. Kennedy, Lonnie Harrison, Roy Simmons, Stanley Majure.

STATE OF MISSISSIPPI)
COUNTY OF NEWTON.)

BEFORE ME, the undersigned authority competent to take acknowledgments, personally appeared the within named:

M. B. Simmons, Newton, Miss; L. E. Weir, Newton, Miss; T. G. Everett, Roberts, Miss; A. S. Mason, Newton, Miss; A. H. Edmonds, Newton, Miss; Lowry Nicholson, Newton, Miss; J. M. Kennedy, Newton, Miss; Lonnie Harrison, Newton, Miss; Stanley Majure, Newton, Miss; Roy Simmons, Lawrence, Miss. 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 23rd day of April, 1937.

Given under my hand and seal this 23rd day of April, 1937.

(SEAL) Rubie Morris, 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
NEWTON COUNTY GIN ASSOCIATION, (AAL)
DOMICILED AT NEWTON, in NEWTON 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 26th day of April, 1937, and one copy thereof recorded in this office in Record of Incorporations Book 36-37, at page 532, 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 26th day of April, 1937.

Walker Wood

(SEAL) Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorppration
of
LOWNDES COUNTY SOIL CONSERVATION ASSOCIATION (A.A.L.)

Sec. 1. Be it known that we:
Name J. F. Wright of Lowndes County, postoffice Steens, Mississippi
Name W. M. Bell of Lowndes County, postoffice, Rt. 2, Columbus, Mississippi
Name Mrs. J. A. Robertson of Lowndes County, postoffice Steens, Mississippi
Name Mr. J. M. Dodson of Lowndes County, postoffice, Rt. 3, Caledonia, Mississippi.
Name W. G. Evans of Lowndes County, postoffice, Rt. 1, Columbus, Mississippi.
Name L. Russell Clarke of Lowndes County, postoffice, Rt. 3, Columbus, Mississippi.
Name J. A. McCrary of Lowndes County, postoffice, Columbus, Mississippi.
Name L. G. Bridgeforth of Lowndes County, postoffice, Crawford, Mississippi.
Name E. A. Morris of Lowndes County, postoffice, Mayhew, Mississippi.
Name H. G. Betts of Lowndes County, postoffice, Caledonia, 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 Lowndes County Soil Conservation Association(A.A.L.)

Sec. 3. The period of existence shall be fifty years.

Sec. 4. The domicile shall be at Columbus, in the County of Lowndes, 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 purpose 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 8th day of April, 1937.

J. F. Wright, W. M. Bell,
Mrs.J.A.Robertson, J. M. Dodson,
W. G. Evans, L.Russell Clarke,
J. A. McCrary, L.G.Bridgeforth,
E.A.Morris, H.G.Betts.

State of Mississippi,
County of Lowndes.

Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the above named J. F. Wright, L. Russell Clarke, W. M. Bell, J. A. McCrary, Mrs. J. A. Robertson, L. G. Bridgeforth, J. M. Dodson, E. A. Morris, W. G. Evans, H. G. Betts, 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 8th day of April, 1937.

R. L. Lipsey, Notary Public.
My commission expires Feb. 12, 1941.

(SEAL)

Columbus, Mississippi, April 8, 1937.

We, the undersigned organizing members of Lowndes County Soil Conservation Association (A.A.L.), hereby agree that the organization meeting of said corporation may be held at Court House, Columbus, Mississippi, at a time fixed by Farmer Kelly, Co. 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,

J. F. Wright, W. M. Bell,
Mrs.J.A.Robertson, J. M. Dodson,
W. G. Evans, L. Russell Clarke,
J. A. McCrary, L. G. Bridggforth,
E. A. Morris, H. G. Betts.

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 Lowndes County Soil Conservation Association (A.A.L.), domiciled at Columbus, in Lowndes 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 15th day of April, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 533, 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 April, 1937.

Walker Wood
Walker Wood, Secretary of State

GREAT SEAL

Recorded: April 15, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
PIKE COUNTY SOIL CONSERVATION ASSOCIATION (A.A.L.)

Sec. 1. Be it known that we:
Name A. L. Flippen, of Pike County, Postoffice R#2, McComb, Mississippi.
Name C. F. Schilling, of Pike County, Postoffice R#2, McComb, Mississippi.
Name H. M. Cook, of Pike County, Postoffice R#2, Magnolia, Mississippi.
Name R. G. Roberts, of Pike County, Postoffice, Magnolia, Mississippi.
Name Ernest T. Brewer, of Pike County, Postoffice, R#1, Summit, Mississippi.
Name S. S. Lewis, of Pike County, Postoffice, R#1, Holmesville, Mississippi.
Name Ernets L. Gatlin, of Pike County, Postoffice, R#1, McComb, Mississippi.
Name John W. Kenna, of Pike County, Postoffice, R#4, Summit, Mississippi.
Name P. D. Simmons, of Pike County, Postoffice, Osyke, Mississippi.
Name O. R. Carroll, of Pike County, Postoffice, R#1, Osyka, 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 Pike County Soil Conservation Association(AAL)

Sec. 3. The period of existence shall be fifty years.

Sec. 4. The domicile shall be at Magnolia, in the County of Pike, 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.

Sect 6. The purpose of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers privileged and immunities, given 1 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 farmets, 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 April, 1937.

A.L.Flippen, C.F.Schilling, H. M. Cook
R. G. Roberts, Ernest L. Brewer, S. S. Lewis,
Ernest L. Gatlin, John W. Kenna, P. D. Simmons,
O. R. Carroll.

State of Mississippi,
County of Pike.

Before me, the undersigned authority competent to take acknowledgements personally came and appeared the above named A. L. Flippen, S. S. Lewis, C. F. Schilling, Ernest L. Gatlin, H. M. Cook, John W. Kenna, P. G. Roberts, P. D. Simmons, Ernest L. Brewer, O. R. Carroll, 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 April, 1937.

C. M. Pigott, 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 Pike County Soil Conservation Association (A.A.L.) domiciled at Magnolia, Mississippi hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 1, Chapter 99, Code of Mississippo of 1930, filed in my said office this the 17th day of April, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 534, and the orther 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 April, 1937.

Walker Wood, Secretary of State.

Recorded: April 17, 1937.

PROPOSED AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

BANK OF OXFORD

Oxford, Lafayettex County, Mississippi.

WHEREAS, heretofore on the 3rd day of August, 1934, the stockholders of Bank of Oxford, Oxford, Mississippi, adopted resolutions and amendments to the Articles of Incorporation of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

WHEREAS, said resolutions and amendments are incomplete and incorrect,and it is necessary and for the best interests of this Bank that said resolutions and amendments be corrected and completed; and

WHEREAS, it is desired to amend the Articles of Incorporation, as amended, to provide that the dividend rates on the Prferred Stock of the Bank shall be four per cent per annum of the par value thereof to and including January 31, 1935, three and one-half per cent per annum thereafter to and including January 31,1940, and four per cent per annum thereafter; it is therefore

RESOLVED, that, regardless of any omissions, errors, or defects in said resolutions and 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, in causing said amendments adopted August 3, 1934, to be certified 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 resolutions and amendments heretofore adopted by the stockholders on the 3rd day of August, 1934, and to provide for the aforesaid revised dividend rates, the Articles of Incorporation, as amended, be amended, as follows:

By striking from the Articles of Incorporation, as amended, all of said amendments adopted August 3, 1934, and by rescinding all of said resolutions except RESOLVED FIRST, which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, that the Articles of Incorporation, as amended, be further amended by changing the designations of sections 1 to 8, inclusive, thereof to Articles 1 to 8, respectively.

RESOLVED THIRD, That the Articles of Incorporation he amended by inserting a new article to be designated as Article 9, 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 tim entitled. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business."

RESOLVED FOURTH, That the Articles of Incorporation be further amended by striking out Article 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 $50,000.00 deivided into classes and shares as follows: (a) $20,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 400 shares of the par value of $50.00 (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 tjis Article 2) divided into 600 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 the met profits of the Corporation (determined as provided in section 5 of this Article 2) accruing after August 3rd, 1934 (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 ~~xxxx~~ apart, paid, or made in resoect 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 2) 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

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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 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 wonership of stock in the Corporation paid or payable by the Corporation for the amount 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 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 31, 1934 (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 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 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 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 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 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 2.

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~~ 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 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 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 section 12 or 13 of this Article 2, or the fair value of the assets of the Corporation as determined by the ~~Superintendent of Banks~~ 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 ~~Superintendent of Banks~~ STATE COMPTROLLER.

(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.

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(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 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 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 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 percent 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 IN ACCORDANCE WITH THE REQUIREMENTS OF PARAGRAPH (c) OF SECTION 6 OF THIS ARTICLE 2,

(b) The amounts paid into the Preferred Stock retirement fund (referred to in section 8 of this Article 2) on and after February 1, 1937, shall not have amounted in the aggregate to five percent 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~~ 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 ~~Superintendent of Banks~~ 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 ~~then~~ 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 othewise 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.

RESOLVED FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 10, reading as follows:

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 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 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 the 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.

RESOLVED SIXTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 11, reading as follows:

ARTICLE 11 **Special meetings of shareholders.**—Except as otherwice 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 percent 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 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 pesons as the Board of Directors may deem advisable.

Notice of the meeting stating the place and hour of such meeting and the business to be transacted thereat having been given by publishing the same in a newspaper published in Oxford, Miss Issippi, at least one week prior thereto, and by mail to each stockholder one week before the meeting, all of the foregoing resolutions were adopted by the following vote, representing all the shares of Preferred Stock outstanding, and being majority of all the common stock outstanding;

At an annual meeting of the shareholders of Bank of Oxford, Oxford, Mississippi, held on January 7, 193 7

~~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	400	Total number of shares of Preferred Stock represented at the meeting	400
Total number of shares of Preferred Stock voted in favor of the resolutions	400	Total number of shares of Preferred Stock voted against the resolutions	None
Total number of shares of Common Stock outstanding	600	Total number of shares of Common Stock represented at the meeting	341
Total number of shares of Common Stock voted in favor of the resolutions	341	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 annual 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) J. K. Meadow Vice, President.

Subscribed and sworn to before me this 11 day of Feb, A. D., 193 7 C. E. Slaugh Chancery Clerk, Notary Public.

(SEAL OF NOTARY)

EFFECTUATION CERTIFICATE by J. P. Smith, D.C. EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of Bank of Oxford ~~Bank~~, Oxford, Mississippi, adopted by the Stockholders on the 7th day of January, 193 7, and I do hereby approve

State of Mississippi, Office of Secretary of State, Jackson. No.
$10.00. Received at Bank of Oxford Jackson, Miss. 2/12, ~~1937~~
the sum of Ten and No/100 dollars for proposed amendments to Charter of Incorporation of Bank of Oxford, adopted by the stockholders on the 7th day of January, 1937.
Walker Wood, Secretary of State.

WALKER WOOD, Secretary of State.

I have examined the proposed Amendments to the Charter of Incorporation of Bank of Oxford, Bank adopted by the Stockholders on the 7th day of January, 193 7, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/12/37

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 Oxford is hereby 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 February, 1937

By the Governor.

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded: February 15, 1937

Articles of Association and Incorporation of

TATE COUNTY COOPERATIVE OIL MILL COMPANY (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 cooperative association with capital stock under 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 other laws of the State of Mississippi, in relation to Corporations so formed, or amendments thereto; and for that purpose hereby adopt the following Articles of Association and Incorporation:

ARTICLE I. The name of the association shall be Tate County Cooperative Oil Mill Company (AAL).

ARTICLE II. The domicile of the Association shall be at Coldwater, 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 I of Chapter 99 of the Mississippi Code of 1930, and amendments thereto.

ARTICLE V. The purpose of the Association shall be, primarily, to engage in the business of processing cotton seed, and buying, selling, storing, shipping, and otherwise handling cotton seed and the products or by-products thereof, or any business or activity necessary or incidental to conducting said business for its members; however, it may engage in any other business granted, authorized, or allowed to Associations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or amendments thereto. The Association may also engage in any part or all of its business with non-members, provided the business transacted with such non-members is not greater in value than that transacted with its members.

ARTICLE VI. 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, or other laws of the State of Mississippi, or amendments thereto, granting corporate powers to cooperative associations.

ARTICLE VII. Section 1. The authorized capital stock of the Association shall be $50,000.00, of which sum $10,000.00 shall be common stock, divided into 100 shares of the par value of $100.00 each, and $40,000.00 shall be preferred stock, divided into 400 shares of a par value of $100.00 each. Section 2. The common stock of the Association shall only be issued or transferred to, or held by producers of agricultural products who make use of the services and facilities of the association; and no person, firm, or corporation shall own or hold at any one time more than one share of common stock. The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural associations, organizations, federations, or corporations organized under Article I of Chapter 99 of the Mississippi Code of 1930, or whose purposes and operations are in harmony with the purposes of that act. No person, firm, or corporation shall own, or hold, at any one time more than 25% of the preferred stock outstanding. Section 3. All transfers of stock shall be made on the books of the association on surrender of the certificate covering the same by the holder thereof, or by attorney properly authorized, but only with the consent and approval of the Board of Directors, and when the stockholder is free from indebtedness to the association. No purported transfer of stock shall pass any right or privilege on account of such stock, or any vote or voice in the control or management of the association unless the recipient thereof is eligible, as herein defined, to hold such stock, and such transfer is approved by the Board of Directors. Section 4. Each share of stock shall entitle the holder thereof to one vote, provided, however, that holders of preferred stock shall have only such voting rights as are granted under Section 194 of the Mississippi Constitution of 1890. Section 5. The stock of the association shall bear non-cumulative dividends not exceeding 8% per annum, if and when declared by the Board of Directors. Each year, the holders of preferred stock shall be paid dividends on their stock before any dividends are paid to the holders of common stock. Section 6. The common stock of any member who shall die or whose membership is terminated by the board of directors shall be retired by the association at its par or book value, whichever is less; and the association may pay therefor in cash or by certificate of indebtedness payable within one year from date thereof; The preferred stock, or any part thereof, may be redeemed or retired from time to time, provided said stock is retired in the same order as issued. All such preferred stock so retired shall be paid for in cash at the par value thereof, plus any dividend declared thereon and unpaid. No stock shall bear dividends or be eligible for voting after it is called for retirement. Section 7. In the event of Dissolution or liquidation of the association, no holder of stock shall receive any distribution of the assets on such stock in excess of the par value thereof, plus any dividend declared thereon and unpaid. Upon such distribution, the holders of preferred stock shall be entitled to receive the par value of their stock, plus any dividend declared thereon and unpaid, before any distribution is made on the common stock.

ARTICLE VIII. Each of the parties hereto hereby subscribes for one share of the comm stock of the association and agrees to pay therefor at the par value of $100.00, in cash, at the first meeting to be held after the issuance of the association's charter by the Secretary of State.

In Testimony Whereof, we each have hereunto set our hands in duplicate this the 6th day of May, 1937.

Herbert Holmes,
E. E. Moore, Jr.,
E. E. Moore, Sr.,
Ray R. Slocum,
C. K. Avent,
M. P. Moore,
J. B. Golden,
L.L.Welborn,M.D.,
D. L. Jackson,
W. S. Dougherty.

State of Mississippi,
Tate County.

This day personally appeared before me the undersigned Notary Public in and for the aforesaid County and State Herbert Holmes, M. P. Moore, E. E. Moore, Jr., J. B. Golden, E. E. Moore, Sr., and L. L. Welborn, M. D., who each acknowledged that he signed and delivered the above and foregoing instrument on the day and year thereof as his free and voluntary act and deed.

Given under my hand and official seal, this the 6th day of May, 1937.

(SEAL)

M. H. Dandridge, Notary Public.
My commission ex 2/24/41.

State of Mississippi,
Tate County.

This day personally appeared before me, the undersigned Notary Public in and for the aforesaid County and State Ray Slocum, D. L. Jackson, C. K. Avent, W. S. Dougherty and they, who each acknowledged that they signed and delivered the above and foregoing instrument on the day and year thereof as their free and voluntary act and deed.

Given under my hand and official seal, this the 6th day of May, 1937.

(SEAL)

C. W. Veazey, Jr., Notary Public.
My com. Expires 8/9/38.

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 Tate County Cooperative Oil Mill Company, domiciled at Coldwater, 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 May, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 538, and the other copy thereof returned to

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

Jan. 24, 1944

TUCKER PRINTING HOUSE JACKSON MISS

7407 W

CHARTER OF INCORPORATION OF THE ELECTRIC FINANCE COMPANY

1. The corporate title of said corporation shall be "THE ELECTRIC FINANCE COMPANY".
2. The names and postoffice addresses of the incorporators shall be
   A. B. Williams, McComb, Mississippi
   R. W. Dunn Hattiesburg, Mississippi.
3. The domicile of the corporation shall be McComb, Mississippi.
4. The amount of authorized capital stock shall be TWENTY-FIVE THOUSAND & NO/100 DOLLARS ($25,000.00). Said capital stock shall consist of 250 shares, each share having a par value of $100.00, and all of said stock being of the same class and each share of said stock shall have the same and equal rights and privileges with each and every other share.
5. The sale price per share shall be the par value as fixed herein.
6. The period of existence shall be fifty (50) years.
7. The purposes for which the corporation is created are to engage in the business of buying, selling and dealing in commercial paper and any and all forms of retention of title contracts, or other evidences of indebtedness; bonds, corporate stocks, open accounts, and any and all other choses in action. Said corporation shall also have the right to engage in the business of selling and disposing of any and all such commercial paper; bills, notes, open accounts, retention of title sales contracts, and any and all other choses in action. Said corporation shall not only have the right to buy and sell all such commerical paper and other obligations, but shall also have the right to guarantee both the title and payment of said obligations; and said corporation shall also have the right to buy, sell and deal generally in the purchase and sale of electric and gas refrigerators and all other electrical and gas appliances, and any and all other kinds and forms of personal property; and to, likewise, buy, sell and deal in bonds, corporate stocks and other such corporate securities and stocks, and to do any and all other things that may be necessary or convenient in and about the doing and performing of the things herein expressly authorized. And said corporation, in addition to all of the rights, powers and privileges herein-before specifically enumerated, shall, in addition thereto, have all of the rights and powers conferred by the provisions of Chapter 100 of the Mississippi Code of 1930.
8. The number of shares of stock necessary to be subscribed and paid for before said corporation commences business is one hundred.

WITNESS the signature of the above named incorporators on this 19 day of APRIL, A. D., 1937.

R. W. Dunn
A. B. Williams
INCORPORATORS.

STATE OF MISSISSIPPI:
COUNTY OF FORREST: :

Personally came and appeared before me, the undersigned authority in and for said State and County, A. B. WILLIAMS, who acknowledged that the signed, executed and delivered the foregoing and attached Charter of Incorporation of the corporation to be known as "THE ELECTRIC FINANCE COMPANY," on the day and year therein written, for the purposes therein contained, and as his voluntary act and deed.

GIVEN under my hand and seal of office on this the 19th day of APRIL, A. D., 1937.

(SEAL) D. J. Meanes, NOTARY PUBLIC.

STATE OF MISSISSIPPI: :
COUNTY OF FORREST: :

Personally came and appeared before me, the undersigned authority in and for said State and County, R. W. DUNN, who acknowledged that he signed, executed and delivered the foregoing and attched Charter of Incorporation of the corporation to be known as "THE ELECTRIC FINANCE COMPANY" on the day and year therein written, for the purposes therein contained, and as his voluntary act and deed.

GIVEN under my hand and seal of office on this the 19th day of APRIL, A. D., 1937.

(SEAL) D. J. Meanes, NOTARY PUBLIC.

RECEIVED at the office of the Secretary of State on this the 20th day of APRIL, A. D., 1937, 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.

I have examined this Charter of Incorporation and am of the opinion that it does not violate the Constittution and Laws of this State, or of the United States.

WITNESS my signature on this the 20th day of APRIL, A. D., 1937.

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 Electric Finance 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, 1937.

By the Governor

Hugh White
GOVERNOR

Walker Wood
SECRETARY OF STATE.

Recorded: APRIL 23, 1937.

ET

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Minutes of Pike County Fair Association
April 9, 1937

A meeting of the Pike County Fair Association was held in the McComb Chamber of Commerce offices on April 9th. There were present at said meeting A. B. Williams, Presidnmt; Otto Allen, vice-president; Junior O'Mara, Secretary; and Jim Harrison; W. O. Price; H. E. Wardlow; X. A. Kramer; and Mrs. O. M. Simmons; and F. H. Terry.

The minutes of the last meeting were read ahd approved.

A letter from the State Fair Association was read and on motion of X.A.Kramer, duly seconded, voted on and carried, the Secretary was directed to pay the sum of $1.00 to said association for a membership of the Pike County Fair Association in same.

After a discussion among those present it was decided that the dates on which the county fair is to be held would be left to the discretion of Miss Mary Gardner and Jim Harrison.

It was decided by those present that the place for the holding of said fair would be on the city property near the McComb athletic field.

On motion by Otto Allen, duly seconded, voted on and carried the President appointed Dr. Wm. Neville as chairman of the Finance Committee and gave him the authority to choose other persons to aid him on this committee. It was also decided that this committee would have charge od raising of funds for the purpose of holding the fair and also to have charge of selling advertising in a booklet to be published concerning the affair.

A motion was made by X. A. Kramer to appoint A. B. Williams, Otto Allen, F. J. Terry, H. E. Wardlow and Jim Harrison as a committee for the purpose of amking a contract with some carnival or show concern for said consern to furnish the shows and rides for said fair.

A motion was made by X.A.Kramer for A. B. Williams, Otto Allen, and Junior O'Mara to be appointed as a committee for the purpose of securing a charter incorporating the organization and to do all things necessary for securing of said charter of incorporation. This motion was duly seconded, voted on and carried. The committee was so appointed and directed to do those things necessary for securing said charter of incorporation ~~of incorporation~~ as set out in said motion.

On motion duly made, seconded, voted on and carried the meeting adjourned, with the next meeting to be called by the President.

A. B. Williams, President.
Junior O'Mara, Secretary.

CERTIFICATE

State of Mississippi, County of Pike.

We, A. B. Williams and Junior O'Mara, President and Secretary-Treasurer respectively, of the Pike County Fair Association, do hereby certify that the above and foregoing instrument is a true and correct copy of the minutes of the said association of a meeting thereof held on April 9, 1937.

Witness our signatures this the 24th day of April, A. D. 1937.

Junior O'Mara, Secretary-Treasurer. A. B. Williams, President.

The Charter of Incorporation of
PIKE COUNTY FAIR ASSOCIATION

1. The corporate title to said company is Pike County Fair Association.

2. The names of the incorporators are: A. B. Williams, postoffice, McComb, Mississippi; Otto Allen, 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.

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, sponsor and carry on fairs in pike county, Mississippi amd do all things necessary for the holding, sponsoring and carrying on fairs as aforesaid; shall issue no shares of stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for nonpayment 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.

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. B. Williams,
Otto Allen,
Junior O'Mara, Incorporators.

Acknowledgment.

State of Mississippi, County of Pike.

This day personally appeared before me, the undersigned authprity A. B. Williams, Otto Allen and Junior O'Mara all of McComb, Mississippi, incorporators of the corporation known as the Pike County Fair Association, whoxacknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 17th day of April, A. D. 1937.

(SEAL)

T. L. Furley,
Notary Public.

Received at the office of the Secretary of State this the 22nd day of April, A. D. 1937, 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 22nd, 1937.

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 Pike County Fair Association is hereby approved.

In testimony whereof, I have hereunto set my hand ahd caused the Great Seal of the State of Mississippi to be affixed, this thirtieth day of April, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: May 1st, 1937.

Proposed Amendments to Articles of Incorporation of BANK OF MANTEE, Mantee, Webster County, Mississippi

Whereas, heretofore on the 27th day of February, 1935, the stockholders of Bank of Mantee, Mantee, Mississippi, adopted resolutions and amendments to the Articles of Incorporation of said Bank, readjusting its capitalization and authorizing the issuance of Preferred Stock; and

Whereas, said resolutions and amendments are incomplete and incorrect, and it is necessary and for the best interests of this Bank that said resolutions and amendments be corrected and xompleted, it is therefore

Resolved, that, regardless of any omissions, errors, or defects in said resolutions and amendmemts or in the corporate proceedings connected therewith, all action taken by the stockholders, officers, and agents of this Bank in authorizing the issuance of said Preferred Stock, in causing said Amendments adopted February 27, 1935, to be certified 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 operations of this 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 resolutions and amendments heretofore adopted by the stockholders on the 27th day of February, 1935, the Articles of Incorporation, as amended, be amended as follows:

By striking from the Articles of Incorporation of the Bank all the said amendments adopted by the stockholders of the Bank on February 27, 1935, and by rescinding all the said resolutions adopted by the stockholders of the Bank on February 27, 1935, except Resolved First which is specifically retained, and inserting in the place thereof the following:

Resolved Second, That the Articles of Incorporation be amended by designating the seven paragraphs thereof as Articles 1 to 7, inclusive.

Resolved Third, That the Articles of Incorporation be further amended by striking therefrom Section 4 of Article 7, and by designating Sections 5, 6, 7 and 8 of the said Article 7 as sections 4, 5,6, and 7, respectively.

Resolved Fourth, That the Articles of Incorporation be further amended by striking out Article 5 and inserting in place 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.

Resolved Fifth, That the Articles of Incorporation he 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 $15,000 divided into classes and shares as follows: (a) $5,000 par value of preferred stock (subject to retirement as hereinafter provided) divided into 50 shares of the par value of $100 each; and (b) $10,000 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 100 shares of the par value of $100 each.

(2) Assessability of stock.---The holders of preferred stock shall not beheld 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 February 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 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, asto any given share of such stock, from the date of issuance of such share. Such dividends shall be cumulative, so that if dfvidends 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 oreferred 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 Recapitalixation 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-pffs, 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 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 groass earnings in determining netx 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 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, 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 pyament 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 insufficeint 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 ~~Superintendent of Banks~~ 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 $17000.00 (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 $1000.00 (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 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 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 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 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~~ 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 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;

(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 4, or the fair value of the assets of the Corporation as determined by the ~~Superintendent of Banks~~ 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 ~~Superintendent of Banks~~ State Comptroller.

(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.

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(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 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 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 percent 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 percent 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~~ 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 ~~Superintendent of Banks~~ 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 then 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.

RESOLVED ~~FIFTH~~ SIXTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 8, reading as follows:

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 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 the 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.

RESOLVED ~~SIXTH~~ SEVENTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 9, reading as follows:

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 percent 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 ~~SEVENTH~~ EIGHTH, 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~~ NINTH, 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 pesons as the Board of Directors may deem advisable.

At an ANNUAL meeting of the shareholders of BANK OF MANTEE, MANTEE, Mississippi, held on JANUARY 30, 1937, 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	50	Total number of shares of Preferred Stock represented at the meeting	50
Total number of shares of Preferred Stock voted in favor of the resolutions	50	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	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 an ANNUAL 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) C. A. CARLES, PRESIDENT or VICE-PRESIDEN, ~~President~~.

Subscribed and sworn to before me this 8 day of FEBRUARY, A. D., 1937. MRS. L. L. GEORGE, Notary Public.

(SEAL OF NOTARY) MY COMM. EXPIRES JAN 8-1940

EFFECTUATION CERTIFICATE

EXHIBIT "1"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of BANK OF MANTEE ~~Bank~~, MANTEE, Mississippi, adopted by the Stockholders on the 30 day of JANUARY, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 10 day of FEBRUARY, 1937.

J. C. FAIR, State Comptroller.

State of Mississippi, Office of Secretary of State, Jackson,
$10.00 No. _____. Jackson, Miss., 2/11/1937.
Received of Bank of Mantee the sum of Ten & No/100 Dollars for proposed amendments to Charter of Incorporation of Bank of Mantee, adopted by the stockholders on the 30th day of January, 1937.
Walker Wood, Secretary of State.

and such Amendments are forwarded to the governor for his approval.

2/12/37

GREEK L. RICE, Attorney-General.

By W. N. PIERCE, Assistant Attorney-General.

STATE OF MISSISSIPPI

EXECUTIVE OFFICE — JACKSON

The within and foregoing Amendment to the Charter of Incorporation of BANK OF MANTEE is hereby 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 FEBRUARY, 1937.

By the Governor.

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

RECORDED: FEBRUARY 15, 1937.

7427 W. Amendment to the Charter of Incorporation of

LEFLORE COUNTY OIL COMPANY

"Be it resolved, that paragraph four (4) of the Charter of Incorporation of Leflore County Oil Company, be amended so as to read as follows; to-wit:

"4. The amount of the authorized capital stock is Ten Thousand Dollars, ($10,000.00) divided into one thousand (1,000) Shares of the par value of Ten Dollars ($10.00) each, all conmon stock." and be it further resolved, that the president and secretary of this corporation be, and they hereby are authorized and directed to do and perform any and all acts and things necessary to give effect to these resolutions."

We, the undersigned President and Secretary respectively, of the Corporation known as Leflore County Oil Company, do hereby certify that the foregoing is a true and correct copy of the resolutions adopted unanimously by the stockholders of said corporation at the special or called meeting of the stockholders, called and held for that purpose on the 28th day of April 1937.

Nelson E. Taylor, President.
C. E. Powell, Secretary.

State of Mississippi,
County of Leflore.

This day personally appeared before me the undersigned authority in and for said State and County, Nelson E. Taylor, President and C. E. Powell, Secretary of the Leflore County Oil Company, a corporation, who, being by me first duly sworn, acknowledged that they signed the foregoing Amendment to the Charter of Incorporation of the Leflore County Oil Company, pursuant to the authority in them vested by said corporation, and that the foregoing is a true and correct copy of the resolutions adopted unanimously by the stockholders of said corporation at a special called meeting held for that purpose on the 28th day of April, 1937, this the 3rd day of May, 1937.

Rose Wooten, Notary Public.
(SEAL)

Received at the office of the Secretary of State, this the 4th day of May, 1937, 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,
May 17, 1937.

I have examined this amendment of the charter of incorporation of Leflore County Oil Company, ~~Inc.~~, 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 Leflore County Oil Co., ~~Inc.~~, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-fourth day of May, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: May 24th, 1937.

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7409 W

THE CHARTER OF INCORPORATION OF MISSISSIPPI HIGHWAY CONTRACTORS ASSOCIATION, INC.

(1) The corporate title of said Association is MISSISSIPPI HIGHWAY CONTRACTORS ASSOCIATION,INC.
(2) The names and post office addresses of three members of said Association, authorized by said organization on its Minutes, to apply for this charter, and who hereby apply therefor, and for the incorporation of said Association are:-

M. G. Cobb, Meridian, Mississippi;
Alex J. White, Chattanooga, Tennessee;
Ellis A. Hoffpauir, Jackson, Mississippi.

(3) The domicile of the Corporation in this State is Jackson, Hinds County, Mississippi.
(4) Amount of authorized capital stock, with full particulars as to the class or classes thereof:- None, this charter being for a non-share corporation.
(5) Number of shares of each class and par value thereof:- None.
(6) The period of existence (not to exceed fifty years) is fifty (50) years.
(7) The purposes for which the Association is incorporated, being the purposes for which the Corporation is created, not contrary to law, are:-
(a) To be, exist, operate and function as a civic improvements society or association, incorporated under the laws of the State of Mississippi, with objects, rights and powers hereinbelow set out, and with such others as may be vested in or conferred upon the Corporation by law;
(b) To promote civic improvements, including local and public improvements, and including the promotion of the construction, establishment, equipment, re-construction, improvement, maintenance and repair of highways, streets, bridges, structures, road-ways, and any and all other ways;
(c) To investigate any civic improvements, both thsoe already in existence and any proposed to be made, and to compile, collect, and disseminate information or data relating thereto, including highway and street planning, financing, construction, reconstruction, maintenance and repair;
(d) To promote the safety of the public in the use of civic improvements, including highways, streets, bridges, road-ways, and any and all other ways;
(e) To negotiate for, enter into, make, assume, discharge, perform and carry out any and all kinds of lawful contracts, agreements and obligations in the attainment of the objects of the Corporation or in the exercise of its rights and powers or any of them, by or with any person or persons, firm or firms, association or associations, corporation or corporations, organization or organizations, municipality or municipalities, county or counties, body politic or bodies politic, state or states, or any governmental sub-division of 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;
(f) To encourage or promote the negotiation of, entering into, making,assuming, discharging, performance and carrying out of any and all kinds of lawful contracts, agreements and obligations in so far as the Corporation may lawfully do so in the attainment of its objects or in the exercise of its rights and powers or any of them by or between any person or persons, firm or firms, association or associations, corporation or corporations, organization or organizations, 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;
(g) To solicit, receive and accept members, collect dues, and make rules, regulations or by-laws, not contrary to law, whereby and whereunder the membership and affairs of the Corporation may be governed; and to alter, amend or repeal such rules, regulations or by-laws from time to time, as may be necessary or desirable and not contrary to law;
(h) To encourage and promote good will and a closer fraternal relationship between the members of the Corporation; to encourage and promote proper, lawful and ethical dealings between them and all others in so far as the Corporation may lawfully do so in the attainment of its objects or in the exercise of its rights and powers or any of them; and to work for the mutual aid and benefit of the members of the Corporation in so far as it may be lawfully done, but not for profit;
(i) 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, bu the entire corporate property shall be liable for the claims of creditors;
(j) To do and perform any and all acts or things, and establish, operate and maintain offices, and own, acquire, purchase, hold, lease, sell, mortgage, pledge and otherwise dispose of property, both real and personal, as and when necessary, desirable, advantageous, convenient or incidental to the exercise and attainment of the objects and purposes hereinabove set out, or any part thereof, but not contrary to law;
(k) 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.
(8) Number of shares of each class of stock necessary to be subscribed and paid for before the Corporation shall commence business;- None, this charter being for a non-share corporation.

M. G. Cobb
Alex J. White
Ellis A. Hoffpauir
INCORPORATORS.

STATE OF MISSISSIPPI)
HINDS COUNTY.)

This day, personally came and appeared before me, the undersigned authority in and for the County and State aforesaid, M. G. COBB, ALEX J. WHITE and ELLIS A. HOFFPAUIR, being the three members of the MISSISSIPPI HIGHWAY CONTRACTORS ASSOCIATION, INC., authorized by said organization on its Minutes, to apply for the above and foregoing charter, as shown by certified copies of resolutions from the Minutes of said organization which are attached hereto and made a part hereof, who severally acknowledged that they signed, executed and delivered the above and foregoing Articles of Incorporation as their act and deed, and as the act and deed of said Association, on this, the 19th day of April, 1937.

(SEAL)

J. G. Satterfield, NOTARY PUBLIC.
My Commission expires January 28, 1940

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Received at the office of the Secretary of State, this, the 22nd day of April, A. D., 1937, 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
April 22nd, 1937.

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 RESOLUTION.

"RESOLVED:- That the Board of Directors of the MISSISSIPPI HIGHWAY CONTRACTORS ASSOCIATION, INC., be and they are hereby authorized and directed to have the Association incorporated in accordance with the laws of the State of Mississippi, and to do and have done all things necessary to that end."

STATE OF MISSISSIPPI)
HINDS COUNTY.)

I, the undersigned ELLIS A. HOFFPAUIR, Secretary of the MISSISSIPPI HIGHWAY CONTRACTORS ASSOCIATION, INC., do hereby certify that the above and foregoing is a true and correct copy of a resolution duly adopted by the said Association at tis organization meeting duly held on the 22nd day of Feburary, 1937, as the said resolution appears of record on the Minutes of said organization, for said meeting, at page 7 thereof, and that said resolution is in full force and effect.

IN TESTIMONY WHEREOF, witness my signature, this, the 19th day of April, 1937.

Ellis A. Hoffpauir, Secretary.

CERTIFIED COPY OF RESOLUTION.

"WHEREAS, at the meeting at which the MISSISSIPPI HIGHWAY CONTRACTORS ASSOCIATION, INC., was organized, the authority and power to have the Association incorporated in accordance with the Laws of the State of Mississippi, and to do and have done all things necessary to that end, was duly vested in and delegated to the Board of Directors of the Association;

"NOW, THEREFORE, it is resolved by the Board of Directors of the Association, as follows, to-wit:-

"(1) That the MISSISSIPPI HIGHWAY CONTRACTORS ASSOCIATION, INC., promptly incorporate in accordance with the Laws of the State of Mississippi.

"(2) That Messrs, M. G. Cobb, Alex J. White and Ellis A. Hoffpauir, members of the Association , be and they are hereby authorized and directed to apply for an procure a charter for the Association from the State of Mississippi, and they are hereby further authorized and directed to do all things necessary to that end, including the preparation of the application or charter required by law.

"(3) That in the preparation, execution and submission of the application or charter for the Association as required by law, the said members of the Association are hereby further authorized and directed to state therein such purposes, objects, rights and powers as are consistent both with the purposes of the Association and the Laws of the State of Mississippi.

"(4) That Mr. Ellis A. Hoffpauir, Secretary of the Association, be and he is hereby expressly authorized and directed to certify to a copy of this resolution, after the resolution has been duly recorded on the Minutes of the organization, the certified copy thereof to be attached to and form a part of the application or charter hereinabove provided for."

STATE OF MISSISSIPPI,)
HINDS COUNTY.)

I, the undersigned ELLIS A. HOFFPAUIR, Secretary of the MISSISSIPPI HIGHWAY CONTRACTORS ASSOCIATION, INC., do hereby certify that the above and foregoing is a true and correct copy of a resolution duly adopted by the Board of Directors of said Association at a special meeting held on the 29th day of March, 1937, as the said resolution appears of record on the Minues of said organization, for said meeting, at pages 1-2 thereof, and that said resolution is in full force and effect.

IN TESTIMONY WHEREOF, witness my signature, this, the 19th day of April, 1937.

Ellis A. Hoffpauir, Secretary.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation Mississippi Highway Contractors Association, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-third day of April, 1937.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: April 24th, 1937.

AMENDMENT OF CORRECTION

TO

ARTICLES OF INCORPORATION

OF

THE PEOPLES BANK OF BILOXI

Biloxi, Harrison County, Mississippi

Whereas, heretofore on the 12th day of June, 1935, the stockholders of The Peoples Bank of Biloxi, Biloxi, 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 June 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 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 12th day of June, 1935, the Articles of Incorporation as amended, be amended as follows:

By striking from the Charter as amended, all of said Amendment adopted June 12th, 1935, except RESOLVED FIRST which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, That the Articles of Incorporation be amended by striking out Article 5 and inserting in ~~the~~ place 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 pf business."

RESOLVED THIRD, That the Articles of Incorporation be further amended by striking out Articles 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 $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 (1) 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 4) 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 4) accruing after June 12, 1935 (2) (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 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 distribution 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, write-downs and transfers to reserves requested by the State Comptroller for such period) as may be reasonably necessary to make

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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 taxesmeasured 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 groass 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 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 resoective periods during which such recoveries or transfers are effected.

(6) Application of net profits.---As long as any shares of preferred stock are outstabding, 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 sixcmonths 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 equalx 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) neet not exceed five per cent of the maximum aggregate par value of the preferred stock at any time outstanding, whether ornot 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 ~~Superintendent of Banks~~ 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 (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 $1,000.00 (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 ....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 canceled forthwith and shall not be reissued.

(9) Retirement of Preferred Stock by call.—Subject to OF CAPITAL 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 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 ~~Superintendent of Banks~~ 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 ....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 SUBTANTIALLY ALL OF THE ASSETS AND BUSINESS

(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; OF ANY BANKING CORPORATION OR TRUST COMPANY;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan of reorganization of the Corporation may be carried into effect— STATE COMPTROLLER 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.... or 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~~. STATE COMPTROLLER.

(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.

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(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 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 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 percent 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 percent 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~~ 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 ~~Superintendent of Banks~~ 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~~ 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 othewise 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.

RESOLVED ~~FIFTH~~ FOURTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 9, reading as follows:

ARTICLE 9 (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 the 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.

RESOLVED ~~SIXTH~~ FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 10, reading as follows:

ARTICLE 10 **Special meetings of shareholders.**—Except as otherwice 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 percent 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 ~~SEVENTH~~ 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 ~~EIGHTH~~ 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 pesons as the Board of Directors may deem advisable.

Notice of the meeting stating the business to be transacted thereat having been given by publishing the same in a newspaper published at Biloxi, two weeks prior thereto and by mail to each stockholder ten days before the meeting.

At an ANNUAL meeting of the shareholders of THE PEOPLES BANK OF BILOXI, BILOXI, Mississippi, held on JANUARY 11, 1937, ~~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	971	Total number of shares of Common Stock represented at the meeting	784
Total number of shares of Common Stock voted in favor of the resolutions	784	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 ANNUAL 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)

O. G. SWETMAN, VICE, President.

Subscribed and sworn to before me this 12th day of FEBRUARY, A. D., 1937

LESLIE B. GRANT, Notary Public.

(SEAL OF NOTARY)

EFFECTUATION CERTIFICATE

EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of THE PEOPLES Bank, BILOXI, Mississippi, adopted by the Stockholders on the 11 day of JANUARY, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 15 day of FEBRUARY, 1937.

(SEAL)

J. C. FAIR, State Comptroller.

State of Mississippi
Office of Secretary of State
Jackson

$ 10.00 Jackson, Miss., 2/15, 1937 No.

Received of The Peoples Bank the sum of Ten & No/100 Dollars for proposed amendments to Charter of Incorporation of The Peoples Bank, adopted by the stockholders on the 11th day of Jany, 1937.

Walker Wood,
Secretary of State.

The within and foregoing Amendment to the Charter of Incorporation of THE PEOPLES BANK is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this SEVENTEENTH day of FEBRUARY, 1937

By the Governor.

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

RECORDED: FEB. 17, 1937

7429 W.

Amendment to the Charter of Incorporation
of the

SOUTH MISSISSIPPI PETROLEUM CORPORATION

Amend Section 4 and 5 of the Charter of Incorporation of the South Mississippi Petroleum Corporation to raad as follows:

"(4) Amount of capital stock and partuculars as to class or classes thereof: Fifteen Thousand Dollars ($15,000.00), consisting of fifteen thousand (15,000) shares of common stock of the par value of One Dollar ($1.00) per share.

"(5) Number of shares for each class and par value thereof: Fifteen Thousand (15,000) shares common stock of the par value of One Dollar ($1.00) per share."

Ira H. Larr, President.

Attest: R. A. Biggs,

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority in and for said state and county, Ira H. Larr, President of the South Mississippi Petroleum Corporation, a corporation organized and doing business under the laws of the State of Mississippi, who acknowledged that he signed and executed the for-going amendment to the Articles of Incorporation of said corporation on the 16th day of April, 1937, pursuant to authority vested in him by resolution adopted at a special meeting of the stockholders of said corporation, a copy of which resolution is hereto attached.

Given under my hand and seal of office on this the 16th day of April, 1937.

E. C. Miller, Notary Public.
My commission expires 8/15/38

(SEAL)

Whereas, we, Ira H. Larr, President, and R. A. Biggs, Secretary-Treasurer of the South Mississippi Petroleum Corporation, do hereby certify that at a special meeting of the stockholders of said corporation called and held after proper notice on the 16th day of April, 1937, the following resolution was unanimously adopted:

"Whereas, the capital stock of the South Mississippi Petroleum Corporation was fixed by the original Articles of Incorporation at $10,000, consisting of 10,000 shares of common stock of the par value of $1 per share; and,

"Whereas, it is deemed advisable to increase the said capital stock;

"Now, therefore, be it resolved, That the capital stock of this corporation be increased $5,000, such increase to consist of 5,000 shares of common stock of the par value of $1 per share, so that the total capital stock of said corporation shall be $15,000, consisting of 15,000 shares of common stock of the par value of $1 per share and that the Articles of Incorporation be amended accordingly; and,

"Be it Further Resolved, That the President and Secretary-Treasurer of this Corporation he and they hereby are authorized to do all things necessary and incident to perfect the amendment of the Articles of Incorporation in accordance with this resolution."

Witness our signatures this the 16th day of April, A. D. 1937.

Attest: R. A. Biggs, Secretary.
Ira H. Larr, President.
(SEAL)

Received at the office of the Secretary of State, this the 6th day of May, A. D. 1937, 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 17th, 1937.

I have examined this amendment of the charter of incorporation, of South Mississippi Petroluem 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 Amendment to the Charter of Incorporation of South Mississippi Petroleum Corporation 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 twenty-fourth day of May, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: May 24th, 1937.

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7411

THE CHARTER OF INCORPORATION
OF
THE MISSISSIPPI STATE HOSPITAL ASSOCIATION, INC.

1. The corporate title of said Company is: THE MISSISSIPPI STATE HOSPITAL ASSOCIATION, INC.
2. The names and post office addresses of the three member of the Company authorized by the organization on its minutes to apply for the charter are:

A. M. McCarthy, M. D. Post Office, Electric Mills, Miss.
A. Street, M. D., Post Office, Vicksburg, Miss.
Leon S. Lippincott, M.D., Post Office, 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 promote the welfare of the people of Mississippi by the furtherance of efficiency and economy in all institutions in Mississippi, which, treat by medicine, surgery or otherwise, sick or injured persons; by the furtherance of efficiency and economy in the care and management of hospitals and dispensaries, whether state owned or operated, or otherwise; to improve the service rendered to patients by such institutions; to secure the cooperation of other organizations with similar business toward the end of coordination of effort; and generally, to promote, protect, and advance the interests, welfare and purposes of medicial service institutions.

For the accomplishment of the foregoing purposes the corporation shall maintain such affiliations with the American Hospital Association as may from time to time be mutually desirable and shall cooperate with said Association in promoting common aims and objects within the State of Mississippi.

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, bu 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 and 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.

A. M. McCarthy
Augustus Street
Leon S. Lippincott

STATE OF MISSISSIPPI)
KEMPER COUNTY.)

Personally came and appeared before me, the undersigned authority in and for the county and state aforesaid, the within names A. M. McCarthy, one of the three members of the unincorporated company, the Mississippi State Hospital Association, authorized by said company or organization on its minutes as appears from a certified copy of said minutes attached hereto, to apply for this charter, who acknowledged that he signed and executed and delivered the foregoing instrument of writing on this the 24 day of March, 1937.

Given under my hand and official seal this the 24 day of March, 1937.

(SEAL) E. A. Temple, NOTARY PUBLIC.

STATE OF MISSISSIPPI)
WARREN COUNTY.)

Personally came and appeared before me the undersigned authority in and for the state and county aforesaid, the within named A. Street and Leon S. Lippincott, two of the three members of the unincorporated company, the Mississippi State Hospital Association, authorized by said company or organization on its minutes as appears from a certified copy of said minutes hereto attached, to apply for this charter, each of whom acknowledged that he signed, executed and delivered the foregoing instrument of writing on this the 25 day of March, 1937.

Given under my hand and official seal this the 25 day of March, 1937.

(SEAL) Rena Mitchell, NOTARY PUBLIC.

Received at the office of the Secretary of State, this the 23rd day of April, A. D., 1937, 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 23rd, 1937.

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.

EXCERPT FROM THE MINUTES OF A SPECIAL MEETING OF THE MISSISSIPPI STATE HOSPITAL ASSOCIATION HELD IN VICKSBURG, MISSISSIPPI ON NOVEMBER 6th, 1936.

"After discussion and consideration of various matters of business, the following resolution in writing was offered, considered and unanimously adopted;

'Be, and it is hereby resolved by the members of the Mississippi State Hospital Association that Drs. A. M. McCarthy, A. Street and Leon S. Lippincott, three members of said association, be, and they are, hereby authorized and directed to make application, on behalf of said association, for the incorporation of said association as a non-profit, non-share corporation, according to law;

TUCKER PRINTING HOUSE JACKSON MISS

that the corporate purposes of such corporation to be formed shall be substantially the same as those of the present unincorporated association, together with such amendments and changes, consistent with the purposes of the association, as may be required by law, and such as the said three members may, in their discretion and judgment deem proper; that the aforenamed three members, or any two of them, (two of the said three members constituting a quorum for the purposes herein set forth), after issuance of the charter, shall organize and report the organization of such corporation as required by law, and in accordance with the directions herein contained; that at said organization meeting, there shall be elected to membership in such corporation, the members of the present unincorporated association; to the Board of Directors of such corporation, the same persons who now constitute the Board of Directors of the present association, with like duties and powers, until their successors in office shall have been duly elected; to the corporate offices, the same persons to the same offices, respectively, who now are officers of the present association, with like duties and powers, until their successors shall have been duly elected; and, as and for the by-laws of such corporation, there shall be adopted the Constitution and by-laws of the present association.

For the accomplishment of the purposes aforesaid, the members of the present unincorporated association, who will constitute the memebership of such corporation, when the same is organized, do hereby collectively and severally waive notice of the call, time and place of the organization meeting of said corporation, and consent and direct that the same may be held on any day designated by the aforesaid three members, or any two of them, and do further consent to the transaction of any and all business that may come before the said organization meeting; and, further, for the accomplishment of said purposes, the members of the present unincorporated association, do hereby make, constitute and appoint the said Dr. Leon S. Lippincott, as their agent and attorney in fact, and authorize him to vote at the organization meeting of said corporation for, and on behalf of, and as the representative and proxy of said members, whether in their capacity as members of the unincorporated association, or in their capacity as members of the corporation to be formed, said members hereby undertaking and agreeing to ratify or confirm whatsoever their said proxy and agent Leon. S. Lippincott, shall do by virtue of these presents; and said members also hereby undertake and agree to satisfy and confirm whatsoever the above named three members or any two of them shall do by virtue of these presents."

STATE OF MISSISSIPPI)
WARREN COUNTY.)

I, Leon S. Lippincott, duly elected, qualified and acting Secretary and Treasurer of the Mississippi State Hospital Association, do hereby certify that the above and foregoing instrument of writing is a true copy of an Excerpt from the minutes of a special meeting of the Mississippi State Hospital Association held in Vicksburg, Mississippi, on November 6th, 1936. Leon S. Lippincott.
Sworn to and subscribed before me this the 25th day of March, 1937.

(SEAL) Rena Mitchell, NOTARY PUBLIC.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of Mississippi State Hospital Association, Inc., is hereby approved.
In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-third day of April, 1937.

By the Governor

Hugh White
GOVERNOR

Walker Wood
SECRETARY OF STATE.

Recorded: April 24th, 1937.

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ARTICLES OF ASSOCIATION AND INCORPORATION
OF
PACE GIN COMPANY (A. A. L.)

WE, THE UNDERSIGNED, all of whon are engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of forming and incorporating a co-operative 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 other laws of the State of Mississippi, in relation to corporations so formed, or amendments thereto; and for that purpose hereby adopt the following Articles of Association and Incorporation:-

ARTICLE I. The names of the association shall be Pace Gin Company (A. A. L.)
ARTICLE II. The domicile of the association shall be at Pace, Boliver 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 purpose of the association shall be, primarily, to engage in the business of ginning and wrapping cotton, and buying, selling, storing, shipping, and otherwise handling cotton-seed and cotton-seed business products for its members; however, it may engage in any other business granted, authorized or allowed to associations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or amendments thereto. The association may also engage in any part or all of its activities with non-members, provided the business transacted with such non-members is not greater in value than that transacted with 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, or other laws of the State of Mississippi, or amendments thereto, granting corporate powers to cooperative associations.

ARTICLE VII. Section 1. The authorized capital stock of the association shall be $20,000.00, of which the sum of $1,000.00 shall be common stock, divided into 100 shares of a par value of $10.00 each, and $19,000.00 shall be preferred stock, divided into 760 shares of a par value of $25.00 each.

Section 2. The common stock of the association shall only be issued or transferred to, or held by producers of agricultural products who make use of the services and facilities of the association; and no person, firm, or corporation shall own or hold at any one time more than one share of such common stock, The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural associations, organizations, federations, or corporations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or whose purposes and operations are in harmony with the purposes of that act. No person, firm or corporation shall own or hold at any time more than 25% of the preferred stock outstanding.

Section 3. All transfers of stock shall be made on the books of the association on surrender of the certificate covering the same by the holder thereof, or by attorney properly authorized, but only with the consent and approval of the board of directors, and when the stockholder is free from indetedness to the association, No purported transfer of stock shall pass any right or privilege on account of such stock, or any vote or voice in the control or management of the association unless the recipient thereof is eligible, as herein defined, to hold such stock, and such transfer is approved by the board of directors.

Section 4. Each share of stock shall entitle the holder thereof to one vote, provided, however, that holders of preferred stock shall have only such voting rights as are granted under Section 194 of the Mississippi Constitution.of 1890.

Section 5. The common stock of the association shall not bear dividends. The preferred stock shall bear non-cumulative dividends not exceeding 7% per annum, if earned and when declared by the board of directors; and such dividends shall have preference over any and all other dividends or distributions declared in any year. In the discretion of the board of directors, all dividends or distributions, or any part thereof, may be paid in certificates of preferred stock and/or ad interim to conversion into full shares.

Section 6. The common stock of any member who shall die or whose membership is terminated by the board of directors shall be retired by the association at its par or book balue, whichever is less; and the association may pay therefor in cash or by certificate of indetedness payable within one year from date thereof. The preferred stock, or any part thereof, may be redeemed or retired from time to time, provided said stock is retired in the same order as issued. All such preferred stock so retired shall be paid for in cash at the par value thereof, plus any dividend declared thereon and unpaid. No stock shall bear dividends or be eligible for voting after it is called for retirement.

Section 7. In the event of dissolution of liquidation of the association, no holder of stock shall receive any distribution of the assets on such stock in excess of the par value thereof, plus any dividend declared thereon and unpaid. Upon such distribution, the holders of preferred stock shall be entitled to receive the par value of their stock, plus any dividend declared thereon and unpaid, before any distribution is made on the common stock.

ARTICLE VIII. Each of the parties hereto hereby subscribes for one share of common stock of the association and agrees to pay therefor at the par value of $10.00, in cash, at the first meeting to be held after the issuance of the association's charter by the Secretary of State.

IN TESTIMONY WHEREOF, we each have hereunto set out hands in duplicate this 22 day of April, 1937.

Geo. G. Tucker, R. M. King, E. A. Brown, J. H, Pace, Jr., J. Sansing, Malone & Ramsay, by A. H. Ramsay; R. C. Malone, D. C. Shepherd, J. L. Newman, James V. Newman, by J. L. Newman, Atty in fact.

STATE OF MISSISSIPPI)
COUNTY OF BOLIVAR.)

BEFORE ME, the undersigned authority competent to take acknowledgements, personally appeared the within named:

R. C. Malone, J. Sansing, R. M. King, G. G. Tucker, J. L. Newman, J. H. Pace, Jr., E. A. Brown 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 22nd day of April, 1937.

Given under my hand and seal this 22nd day of April, 1937.

(SEAL)

D. C. Shepherd, NOTARY PUBLIC.

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THE STATE OF MISSISSIPPI
BOLIVAR COUNTY.

Personally appeared before me, the undersigned Notary Public in and for the said county and state, J. L. Newman, Attorney in fact for James V. Newman, who acknowledged that he signed and delivered the foregoing application for charter for the said James V. Newman and as his act under and by virtue of a power of attorney duly executed.

Witness my signature and official seal, this the 24th day of April, 1937.

(SEAL) D. C. Shepherd, NOTARY PUBLIC.

THE STATE OF MISSISSIPPI
BOLIVAR COUNTY.

Personally appeared before me, the undersigned Chancery Clerk in and for the said county and state, A. H. Ramsey, a member of the partnership of Malone & Ramsey, composed of R. C. Malone and A. H. Ramsey, who acknowledged that he signed and delivered the foregoing instrument of writing in duplicate as the act of the said partnership on the day and year therein mentioned.

Witness my signature and seal of office, this April 26, 1937.

(SEAL) E. B. Nelson, Chancery Clerk

THE STATE OF MISSISSIPPI
BOLIVAR COUNTY.
FOURTH DISTRICT.

Personally appeared before me, the undersigned Justice of the Peace & Ex Officio a Notary public in and for the said district, county and state, D. C. Shepherd, who acknowledged that he signed and delivered the foregoing application for a charter on the day and year therein mentioned.

Witness my signature and official seal this the 26 day of April, 1937.

(SEAL) W. E. Watts, Justice of the Peace & Ex Officio
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
PACE GIN COMPANY, (A. A. L.)
Domiciled at Pace, 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 April, 1937, and one copy thereof recorded in this office in Record of Incorporations Book 36-37, at page 553-554, 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 April, 1937.

(SEAL) Walker Wood
Walker Wood, Secretary of State.

Recorded: April 27, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

ARTICLES OF ASSOCIATION AND INCORPORATION
OF
MINTER CITY GIN COMPANY (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 cooperative association with capital stock under the provisions of Article I of Chapter 99 of the Mississippi Code of 1930, known as the "Agricultrual Association Law", and any amendments thereto, with all the benefits, rights, powers, privileges, and immunities given or allowed by said statute, or other laws of the State of Mississippi, in relation to corporations so formed, or amendments thereto; and for that purpose hereby adopt the following Articles of Association and Incorporation:

ARTICLE I. The name of the association shall be Minter City Gin Company (A. A. L.).

ARTICLE II. The domicile of the association shall be at Minter City, Leflore County, Mississippi.

ARTICLE III. The period of existence of the association shall be fifty years from the date of incorporation.

ARTICLE IV. The association shall be organized and operated under Article I of Chapter 99 of the Mississippi Code of 1930, and amendments thereto.

ARTICLE V. The purpose of the association shall be, primarily, to engage in the business of ginning and wrapping cotton, and buying, selling, storing, shipping, and otherwise handling cotton-seed and cotton-seed products, for its members; however, it may engage in any other business granted, authorized, or allowed to associations organized under Article I of Chapter 99 of the Mississippi Code of 1930, or amendments thereto. The association may also engage in any part or all of its activities with non-members, provided the business transacted with such non-members is not greater in value than that transacted with its members.

ARTICLE VI. 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, or other laws of the State of Mississippi, or amendments thereto, granting corporate powers to cooperative associations.

ARTICLE VII. Section I. The authorized capital stock of the association shall be $50,000.00, of which the sum of $1000.00 shall be common stock, divided into 100 shares of a par value of $10.00 each, and $49,000.00 shall be preferred stock, divided into 1960 shares of a par value of $25.00 each.

Section 2. The common stock of the association shall only be issued or transferred to, or held by producers of agricultural products who make use of the services and facilities of the association; and no person, firm, or corporation shall own or hold at any onetime more than one share of such common stock, The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural association,s organizations, federations, or corporations organized under Article I of Chapter 99 of the Mississippi Code of 1930, or whose purposes and operations are in harmony with the purposes of that act. No person, firm or corporation shall own or hold at any one time more than 20% of the preferred stock outstanding.

Section 3. Each share of common stock shall entitle the holder thereof to one vote, but holders of preferred stock shall have only such voting rights as are granted under Section 194 of the Mississippi Constitution of 1890.

Section 4. The common stock of the association shall not bear dividends. The preferred stock shall bear non-cumulative dividends not exceeding 8% per annum, if earned and when declared by the board of directors; and such dividends shall have preference over any and all other dividends or distributions declared in any year. In the discretion of the board of directors, all dividends or distributions, or any part thereof, may be paid in certificates of preferred stock and/or ad interim certificates represetnging fractional parts thereof, subject to conversion into full shares.

Section 5. The common stock of any member who shall die or whose membership is terminated by the board of directors shall be retired by the association at its par or book value, whichever is less; and the association may pay therefor in cash or by certificate of indebtedness payable within one year from date thereof. The preferred stock, or any part thereof, may be redeemed or retired from time to time, provided said stock is retired in the same order as issued. All such preferred stpcl sp retired shall be paid for in cash at the par value thereof, plus any dividends declared thereon and unpaid. No stock shall bear dividends or be eligible for voting after it is called for retirement.

Section 6. The shareholders shall be members of the association, but there may 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.

Section 7. 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.

Section 8. The association may make charges to its members and make deductions for services rendered to them from the gross proceeds of operation for the purpose 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.

Section 9. The property rights and interest of each member shall be ~~equal~~ amended 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.

Section 10. 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 ~~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 distfibutions to non-stockholders may be paid as a credit towards the purchse of stock in the Association.

Section 11. Upon the dissolution or liquidation of the association any assets remaining after the payment of debts and the retiring of outstanding stock at par value shall be divided among the members on the basis hereinbefore provided, whether stockholders or not. The holders of preferred stock shall in such case be entitled to receive the par value of their stock, plus any dividend declared thereon before any distribution is made on the common stock, but no holder of stock shall receive from a distribution of the assets an amount in excees of the par value of his stock, plus any dividend declared thereon and unpaid.

Each of the parties hereto hereby subscribed for one share of common stock of the association and agrees to pay therefor at the par value of $10.00 in cash, at the first meeting to be held after

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the issuance of the association's charter by the Secretary of State.

IN TESTIMONY WHEREOF, we each have hereunto set our hands in duplicate this 28 day of April, 1937.

J. S. Equen
B. B. Provine
Braxton B. Provine, Jr.,
F. P. Stainback,
Robert E. Townes
J. D. Sweany
Pamplin Smith
T. Y. Fleming
H. F. Spragins
B. E. Mustin

STATE OF MISSISSIPPI
COUNTY OF LEFLORE

Personally appeared before me, the undersigned authority in and for the above jurisdiction, the within named J. S. Equen, B. B. Provine, Braxton B. Provine, Jr,, Robt. E. Townes, J. D. Seany, Pamplin Smith, T. Y. Fleming, H. F. Spragins, B. E. Mustin 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 28th day of April, 1937.

(SEAL)

F. P. Stainback, Jr P.

STATE OF MISSISSIPPI
COUNTY OF LEFLORE

Personally appeared before me, the undersigned authority in and for the above jurisdiction, the within named F. P. Stainback who acknowledged that he 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 28th day of April, 1937.

(SEAL)

Mildred Burnham, 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
MINTER CITY GIN COMPANY (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 30th day of April, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 555-556, 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 30th day of April, 1937.

(SEAL)

Walker Wood
Walker Wood, Secretary of State.

Recorded: May 1st, 1937.

#7414 W

THE CHARTER OF INCORPORATION OF SLADE TRUCK LINES, INC.

I. The corporate title of said company is SLADE TRUCK LINES, INCORPORATED.

2. The names and post-office addresses of the incorporators are: B. W. Slade, Hattiesburg-Mississippi; J. B. Holloway, Hattiesburg, Mississippi, and Claude U. Holloway, Hattiesburg, Mississippi.

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

4. The amount of authorized capital stock is Five Thousand ($5,000.00) Dollars, and shall all be of common stock.

5. The number of shares to be issued is Fifty (50) and the par value of each share is One Hundred ($100.00) Dollars.

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

7. The purposes for which this corporation is created are: To build, construct, acquire, own, maintain and operate a truck line for the transportation of property as a common carrier in interstate and intrastate commerce, with terminals, freight-houses and all necessary, useful and convenient buildings and structures; to operat the same by motor vehicle or other motive power with trucks, trailers, tractors and vans, and all machinery, appliances, tools and impliments of any and every character and description necessary, proper and convenient in the management, operation and control of a complete truck line system; to own, equip, maintain and operate a general truck line business by which to transfer, transport, convey and haul property and for the accomodation of the general public in interstate and intrastate commerce; and to haul, transport and convey baggages, boxes, parcels and any and all other such articles that may be for transfer or transportation and to do a general transfer or local cartage business for the accomodation of the public generally for hire.

To take, own, hold, deal-in, mortgage, or otherwise give liens against, and to lease, exchange, sell, transfer, or in any manner whatever to dispose of real property within or without the State of Mississippi, wherever situated, necessary for the proper and profitable operation of a complete truck line system.

To have one or more offices, conduct its business and promote its objects within and without the State of Mississippi, in other states, the District of Columbia, the territories, colonies and dependencies of the United States and to do any or all of the things herein set forth to the same extent as natural persons might or could do as principals, agents, contractors, trustees or otherwise.

It is the intention that each of the objects, purposes and powers specified in each of the paragraphs of this Seventh Article of this Charter of Incorporation shall be in no wise limited or restricted by reference to or inference from the terms of any other paragraph or of any other article, but that the objects, powers and purposes specified in this article shall be regarded as independent objects, powers and purposes, and the enumeration of specified powers and purposes shall not be construed to restrict in any manner the general terms and powers of this corporation, nor shall the expression of one thing be deemed to exclude the other, although it be of like nature.

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. The number of shares to be subscribed and paid for before this corporation may begin business is Ten (10) or One Thousand ($1,000.00) Dollars.

B. W. Slade
J. B. Holloway
Claude U. Holloway
Incorporators.

STATE OF MISSISSIPPI)
COUNTY OF FORREST.)

Personally came and appeared before me, the undersigned authority in and for the said County and State, B. W. SLADE, J. B. HOLLOWAY and CLAUDE U. HOLLOWAY, incorporators of the corporation known as the SLADE TRUCK LINES, 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 April, 1937.

(SEAL)

E. E. Hudson, Chancery Clerk.

ENDORSEMENT OF SECRETARY OF STATE

Received at the office of the Secretary of State this the 26th day of April, A. D., 1937, 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.

ENDORSEMENT OF THE ATTORNEY GENERAL

Jackson, Mississippi, April 27th, 1937.

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 Slade Truck Lines, Incorporated, is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi, to be affixed, this Thirtieth day of April, 1937.

By the Governor

Hugh White
GOVERNOR

Walker Wood, Secretary of State.

Recorded: May 1st, 1937.

This Corporation is suspended by order of the Commissioner of Banking dated Oct. 29, 1937 by reason of failure to file annual report by Sept. 10, 1937

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#7421 W

IN THE MATTER OF THE AMENDMENT OF THE CHARTER OF INCORPORATION OF THE MAYES HOSPITAL OF NEW ALBANY, MISSISSIPPI

Whereas by Section 4144 of the 1930 Code of Mississippi it is provided that every corporation created under the provisions of that Chapter or before that time may amend its Charter by preparing and presenting to the Secretary of State the proposed amendment in writing, acknolwedged by its president or secretary before a notary public or other official, together with accertified copy of a resolution of the stock-holders adopting and approving the proposed amendment, and

Whereas it is now deemed expedient by the stockholders of Mayes Hospital to amend Article 7 of the original charter of incorporation, as will hereinafter appear; now, therefore

BE IT RESOLVED by the stockholders of the Mayes Hospital, 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 in said office of said officer in Book 21 at page 122 thereof, Article Seven be amended so that the entire Article Seven shall read as follows:

"7. The purpose for which it is created; To establish, operate and conduct a hospital, sanitarium, institution for treatment of diseases; to operate and conduct a school or institutions for the training of nurses and attendants and generally to do and engage in all things and purposes calculated directly or indirectly to further and promote the object mentioned above and all objects and purposes incident or germane thereto; to buy, own, lease real estate and to improve the same for the purpose of operating a hospital; to erect buildings and fit up and maintain the same,

Provided, however, that there shall be maintained one or more charity wards in said Hospital that are for charity patients and that all the income and revenue derived from said Hospital and nurses home that is a part thereof shall be used entirely for the purposes thereof and no part of the same for profit."

Be it further resolved that the President of the corporation be and he is hereby authorized, empowered and directed to take such action and to execute such instruments and to do any and all things necessary to cause said amendment of the charter of incorporation to take effect and to prepare and present the proposed amendment in writing to the Secretary of State of the State of Mississippi, together with a copy of this resolution, and take all necessary steps to secure the approval of the amendment by the State of Mississippi, through its proper officers.

Witness the signature of the Mayes Hospital by its President and Secretary, duly authorized officers, this the 30th day of April, 1937.

H. N. Mayes
President

Mrs. Frances B. Mayes
Secretary.

I, Mrs. Frances B. Mayes, duly elected, qualified and acting Secretary of the Mayes Hospital, a corporation, do hereby certify that the above and foregoing is a true, full and correct copy of the resolution unanimously adopted by all the stockholders of the Mayes Hospital at a special meeting duly called and held for the purpose of amending the charter of incorporation on April 30th, 1937, the original of said resolution being on file and recorded in the Minute Book of said corporation.

I,further certify that all the holders of the stock of the Mayes Hospital were present at said meeting of the stockholders, that all of the said stockholders voted in the affirmative and for the adoption of said resolution.

Witness my signature, this the 30th day of April, 1937.

Mrs. Frances B. Mayes, Secretary.

AMENDMENT TO THE CHARTER OF
INCORPORATION OF THE MAYES HOSPITAL

Pursuant to the above Resolution passed at a special meeting of the stockholders of the Mayes Hospital, which meeting was held at 10 o'clock a. m. on April 30th, 1937, at which meeting all of the stockholders of the Mayes Hospital were present, the charter of incorporation was amended by an affirmative and unanimous vote of all of said stockholders so that Article Seven thereof shall read, in full, as follows:

"7. The purpose for which it is created; To establish, operate and conduct a hospital, sanitarium, institution for treatment of diseases; to operate and conduct a school or institution for the training of nurses and attendants and generally to do and engage in all things and purposes calculated directly or indirectly to further and promote the object mentioned above and all objects and purposes incident or germane thereto; to buy, own, lease real estate and to improve the same for the purpose of operating a hospital; to erect buildings and fit up and maintain the same.

"Provided, however, that there shall be maintained one or more charity wards in said Hospital that are for charity patients and that all the income and revenue derived from said Hospital and nurses home that is a part thereof shall be used entirely for the purposes thereof and no part of the same for profit."

H. N. Mayes, President.

State of Mississippi
County of Union.

Personally appeared before me, the undersigned authority of law in and for the said county and state, Dr. H. N. Mayes, personally known to me to be the president of the corporation of the Mayes Hospital, who acknowledged that he signed, delivered and executed the above and foregoing Amendment to the charter of incorporation of Mayes Hospital as his free and voluntary act and deed for and on behalf of the Mayes Hospital.

Given under my hand and official seal, this the 30th day of April, 1937.

(SEAL)

W. B. Coker, Chancery Clerk
By, Emma Shelton, D. C.

Received at the office of the Secretary of State, this the 1st day of May, A.D., 1937, 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 the charter of incorporation and am of the opinion that it is not violative of the Constituion 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 Mayes Hospital, Amendment, is hereby 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 First day of May, 1937.

By the Governor

Hugh White
G O V E R N O R

Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to the Articles of Incorporation of the Standard Life Insurance Company of the South, of Jackson, Mississippi.

State of Mississippi,
County of Hinds.

Personally appeared before me, the undersigned authority in and for the aforesaid State and County, the undersigned G. W. Covington and Ralph W. Hicks, respectively the duly authorized President and Secretary of the Standard Life Insurance Company of the South, of Jackson, Mississippi, who after being by me first duly sworn, on oath state that at the regular meeting of the stockholders of the said Company held on February 18th, 1937, at 10:30 A. M., in the Home Office of the Company, at Jackson, Mississippi, at which was present or represented by proxy a majority of the outstanding capital stock of said corporation, said majority then and there constituting a quorum, a Resolution was adopted amending Section 5 of the Articles of Incorporation of said Company, and that the following is a true and correct copy of said Resolution, towit:

"Whereas, it is desirable, in furtherance of the business of the Company, that it construct, own, maintain, and operate a radio broadcasting station, or stations, and do everything necessary or incidental to the commercial operation thereof,

Now, therefore, be it resolved That Section 5 of the Articles of Incorporation of the Standard Life Insurance Company of the South be amended by the addition of another article under said Section 5, designating same as "Article 4' to read as follows:

'4. The company shall have the right to construct, own, maintain, and operate a radio broadcasting station, or stations, and do everything necessary or incidental to the commercial operation thereof.'

Witness the signatures respectively of the President and Secretary of the Standard Life Insurance Company of the South, of Jackson, Mississippi, and the Seal of the Company this, the 18th day of February, A. D. 1937.

G. W. Covington, President,
Standard Life Insurance Co., of the South.
Ralph W. Hicks, Secretary,
Standard Life Insurance Co. of the South.

(SEAL)

Sworn to and subscribed before me this, the 18th day of February A. D. 1937.

B. Lloyd Rainey, Notary Public.
My commission expires August 6, 1940.

(SEAL)

Approved and filed, this 19 day of February, A. D. 1937.

John S. Williams, 3rd,
Insurance Commissioner of the State of Mississippi.

Recorded: February 19, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

"Gray Line Taxi Company, Inc."

I. The corporate title of said company is "Gray Line Taxi Company, Incorporated."
II. The names of the incorporators and their addresses are: W. S. White, Jackson, Mississippi; Luther Currie, Jackson, Mississippi; Charles S. Cox, Jackson, Mississippi.
III. The domicile of the corporation in this state is at Jackson, Mississippi.
IV. The amount of capital stock authorized, classes, privileges, and restrictions thereof is as follows, to-wit:

There are to be fifty (50) shares of all common stock without nominal or par value.

V. The sale price of said stock shall be as fixed and changed from time to time by the board of directors at a price not to exceed One Hundred Dollars ($100.00) per share; such authority to fix and change such sale price thereof being expressly vested in such board.
VI. The period of existence for which said corporation is created is fifty years.
VII. The purposes for which the corporation is created are:

To buy, sell, own, mortgage, hypothecate, deal in, or otherwise acquire, lease, use, and dispose of any and all kinds of real, personal, and mixed properties, not contrary to the laws of this state; to establish, own, maintain and operate a system or systems of authmobile taxi cabs for passenger transportation, and trucks for freight transportation, for hire, within the limits and for three miles outside of the limits of any city, town, or village in this state, and to purchase, own, lease, mortgage, or otherwise acquire, use and dispose of any and all necessary facilities and property of every nature and kind necessary to the full conduct and operation of such businesses; to buy, lease, own, operate and encumber service or filling stations; to contract with any other person, firm, or corporation to furnish, or to be furnished, automobiles to be used as taxicabs; to contract with any person to drive automobile taxicabs; to furnish terminal stations for any taxicabs and to contract with any other person, firm, or corporation to furnish terminal stations for taxicabs operatied through this corporation. The rights andnpowers that may be exercised by this corporation, in addition to the forggoing which are not prohibited by law, are those conferred by the provisions of Chapter 100, Mississippi Code, 1930, and all amendments thereto.

VIII. The corporation may commence business when ten (10) shares of said common stock shall be paid for in cash, services, or property the value of latter of which shall be first fixed by the Board of Directors.

W. S. White,
Luther Currie,
Charles S. Cox,
Incorporators.

State of Mississippi,
County of Hinds.

Personally appeared before me, the undersigned authority at law in and for the county and state aforesaid, W. S. White, and Luther Currie and Charles S. Cox, all of Jackson, Mississippi, and being the original incorporators of the Gray Line Taxi Company, Incorporated who each then and there acknowledged to me that they severally signed and delivered the foregoing Charter of said Corporation on the day and date therein written.

Given under my hand and official seal of office, this the 22nd day of February, 1937

(SEAL)

Lessie Ball
Notary Public.
Commission expires June 26, 1939

Received at the office of the Secretary of State, this the 22nd day of Feb. 1937, 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 I am of the opinion that it does not violate the Constitution and laws of this State, or of the United States.

Witness my signature, this the 22nd day of February, 1937.

Greek L. Rice, Attorney General.
By W.W.Pierce, Ass't Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Gray Line Taxi Company, Incorporated, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-fourth day of February, 1937.

J. B. Snider, Acting Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 25th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

#7416 W

CERTIFICATE OF INCORPORATION
OF
Central Electric Power Association

We, the undersigned persons of full age, residing in the territory in which the principal operations of the corporation to be organized pursuant hereto are to be conducted and desirious of using electric energy to be furnished by such corporation, acting for ourselves as individuals, for the purpose of forming a corporation under and pursuant to Chapter 184, House Bill No. 578, of the laws of the State of Mississippi of 1936 and laws amendatory thereof and supplementary thereto, do hereby adopt the following Certificate of Incorporation:

ARTICLE I. The name of the Corporation shall be: Central Electric Power Association.

ARTICLE II. The purposes for which the Corporation is formed are: (a) To generate, manufacture, purchase, acquire and accumulate electric energy for its members and to transmit, distribute, furnish, sell and dispose of such electric energy to its members only, and to construct, erect, purchase, lease or lessee and in any manner acquire, own, hold, maintain, operate, sell, dispose of, lease as lessor, exhange and mortgage plants, buildings, works, machinery, supplies, apparatus, equipment and electric transmission and distribution lines or systems necessary, convenient or useful for carrying out and accomplishing any or all of the foregoing purposes;

(b) To acquire, own, hold, use, exercise and, to the extent permitted by law, to sell, mortgage, pledge, hypothecate and in any manner dispose of franchises, rights, privileges, licenses, rights of way and easements necessary, useful or appropriate to accomplish any or all of the purposes of the Corporation;

(c) To purchase, receive, lease as lessee, or in any other manner acquire, own, hold, maintain, use, convey, sell, lease as lessor, exchange, mortgage, pledge or otherwise dispose of any ~~of any~~ and all real and personal property or any interest therein necessary, useful or appropriate to enable the Corporation to accomplish any or all of its purposes;

(d) To assist its members to wire their premises and install therein electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character (including, without limiting the generality of the foregoing, such as are applicable to water supply and sewage disposal) and, in connection therewith and for such purposes, to purchase, acquire, lease, sell, distribute, install and repair electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character (including, without limiting the generality of the foregoing, such as are applicable to water supply and sewage disposal) and to receive, acquire, endorse, pledge, guarantee, hypothecate, transfer or otherwise dispose of notes and other evidences of indebtedness and all security therefor;

(e) To borrow money, to make and issue bonds, notes and other evidences of indebtedness, secured or unsecured, for moneys borrowed or in payment for property acquired, or for any of the other objects or purposes of the Corporation; to secure the payment of such bonds, notes or other evidences of indebtedness by mortgage or mortgages, or deed or deeds of trust upon, or by the pledge of or other lien upon, any or all of the property, rights, privileges or permits of the Corporation, wheresoever situated, acquired or to be acquired;

(f) To do and perform, either for itself or its members, any and all acts and things, and to have and exercise any and all powers, as may be necessary or convenient to accomplish any or all of the foregoing purposes, or as may be permitted by the Act under which the Corporation is formed.

ARTICLE III. The operations of the Corporation shall be principally conducted in the Counties of Leake, Neshoba, Scott, Attala and Newton, in the State of Mississippi.

ARTICLE IV. The location of the principal office of the Corporation and the post office address thereof shall be Carthage, Mississippi.

ARTICLE V. Section 1. The government of the Corporation and the management of its affairs and business shall be vested in a board of not to exceed Twelve (12) directors.

Section 2. The names and post office addresses of the directors who are to manage the affairs of the Corporation for the first year of its existence or until their successors are chosen are as follows:

NAME	POST OFFICE ADDRESS
Dr. F. L. Brantley	Madden, Miss.
W. E. Wiggins	Carthage, Miss., Rt. 3.
H. J. Sanders	Carthage, Miss., Rt. 3.
P. A. Denton	Sebastopol, Miss.
E. B. Russell	Edinburg, Miss.
E. C. Edwards	Dossville, Miss. Rt. 2.
S. C. Freeny	Carthage, Miss. Rt. 1.
Uhl Walton	Union, Miss. Rt. 1.
J. G. Fox	Philadelphia, Miss. Rt. 5.
C. A. Lowe	Center, Miss. Rt. 1.
I. A. Ferrell	Thomastown, Miss.
J. R. Grimes	Walnut Grove, Miss. Rt. 1.

Section 3. The Board of Directors shall have power to make and adopt such rules and regulations not inconsistent with the Certificate of Incorporation or the By-laws of the Corporation or the laws of the State of Mississippi as it may deem advisable, necessary or convenient in conducting and regulating the business and affairs of the Corporation.

ARTICLE VI. The period of duration of the Corporation shall be ninety-nine (99) years.

ARTICLE VII. Section 1. Any person, firm or corporation, in addition to the undersigned incorporators, may become a member in the Corporation by: (a) paying such membership fee as shall be specified in the By-laws of the Corporation; (b) agreeing to purchase from the Corporation the amount of electric energy hereafter in Section 3 of this Article specified; and (c) agreeing to comply with and be bound by the Certificate of Incorporation and By-laws of the Corporation and any amendments thereto and such rules and regulations as may from time to time be adopted by the Board of Directors of the Corporation; provided, however, that no person, firm or corporation, except the undersigned incorporators of the Corporation, or any person, firm or corporation accepted for membership by the members at any meeting thereof, shall become a member in the Corporation unless and until he or it has been accepted for membership by the affirmative vote of a majority of the members of the Board of Directors of the Corporation.

Section 2. Membership in this Corporation shall be evidenced by a Certificate of Membership which shall be in such form and shall contain such provisions as shall be determined by the Board of Directors not contrary to or inconsistent with the Certificate of Incorporation or the By-laws of the Corporation.

Section 3. Each member of the Corporation shall as soon as electric energy shall be available (Purchase) from the Corporation monthly not less than the minimum amount of electric energy which shall from time to time be determined by resolution of the Board of Directors of the Corporation and shall pay there-

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for and for all additional electric energy used by such member, the price which shall from time to time be fixed therefor by resolution of the Board of Directors. Each member shall also pay all obligations which may from time to time become due and payable by such member to the Corporation as and when the same shall become due and payable. Each member shall comply with such rules and regulations as may from time to time be adopted by the Board of Directors.

Section 4. No member of the Corporation may own more than one membership and each member shall be entitled to one vote and no more upon each matter submitted to a vote at a meeting of the members of the Corporation. The vote of each member of the Corporation may be cast in person or by mail.

Section 5. The private property of the members of the Corporation shall be exempt from execution for the debts of the Corporation and no member shall be individually responsible for any debts or liabilities of the Corporation.

ARTICLE VIII. The Corporation may amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by law.

IN TESTIMONY WHEREOF, We have hereunto set our hands and affixed our seals, this 26th day of April, A. D., 1937.

Signed and sealed in the presence of:
S. C. Freeny

F. L. Brantley, M. D. (SEAL)
S. C. Freeny (Seal)
I. A. Ferrell (Seal)
E. C. Edwards (Seal)
C. A. Lowe (Seal)
E. B. Russell (Seal)
J. G. Fox (Seal)
W. E. Wiggins (Seal)
Uhl Walton (Seal)
J. R. Grimes (Seal)
H. J. Sanders (Seal)
P. A. Denton (Seal)
Subscribers to the Certificate of Incorporation of Central Electric Power Association.

STATE OF MISSISSIPPI)
COUNTY OF LEAKE.) SS.

This day personally appeared before me, the undersigned authority, J. G. Fox, F. L. Brantley, M.D., W. E. Wiggins, H. J. Sanders, C. A. Lowe, I. A. Ferrell, J. R. Grimes, Uhl Walton, E. B. Russell, E. C. Edwards, and S. C. Freeny, incorporators of the Corporation known as the Central Electric Power Association, who acknowledged that they signed and executed the above and foregoing Certificate of Incorporation as their act and deed on this 26th day of April, A.D. 1937.

(SEAL)

Mabel R. Goyne, Notary Public.
My Commission expires Sept. 15, 1938.

Received at the office of the Secretary of State, this the 27th day of April, A.D., 1937, 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 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 Central 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 Thirtieth day of April, 1937.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: May 3rd, 1937.

Photo-Stat
OF AMENDMENT SEE BOOK 22 PAGE 373-378 563

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7425 W

CHARTER OF INCORPORATION OF THE ATTALA COMPANY OF KOSCIUSKO, MISSISSIPPI.

ONE. The corporate title of said Corporation is "THE ATTALA COMPANY".
TWO. The names and post office addresses of the incorporators are: J. O. Ashworth, Kosciusko, Mississippi; J. Niles Boyd, Kosckusko, Mississippi; J. R. Smithson, Kosciusko, Mississippi.
THREE. The domicile of said Corporation is Kosciusko, Mississippi.
FOUR. The amount of authorized capital stock shall be Seventy-five Thousand ($75,000.00) Dollars.
FIVE. The Corporation shall have only common stock with a par value of One Hundred ($100.00) Dollars per share.
SIX. The period of existence is fixed at fifty years.
SEVEN. The Corporation is created for the purpose of and authorized to manufacture and mill finished products of all kinds from grain, including the mixing, blending and such other processes as may be found expedient, practical and necessary for such purposes, to buy and sell hay, grain and the products thereof, and feed, and is authorized to ship, trans-ship, truck, haul and transport all of such products to and from it's Plant or Plants to all Commercial trade with whom its comes in contact, and further, to buy, sell, re-sell live stock and poultry and to refrigerate and keep in storage or cold storage all such commodities or other commodities not in violation of law, and is authorized to own real estate in an amount not in violation of law, and is further authorized to buy, handle for brokerage, sell and make and manufacture fertilizer, cotton, cotton seed and vegetable oil, and products and all other agricultural products, and to engage in the trading in such commodities and in the manufacture thereof, and is authorized to engage in the buying and selling of contracts for such products and commodities and in the sale and trade of all of such commodities and products, both wholesale and retail, and may own and operate feed stores, mill stores and supplies and merchandise and warehouses and stores and deal in refined oils, gasoline and other oil products, and maintain and operate merchandise establishments for the handling, re-handling and buying and selling of said commodities in both wholesale and retail; may engage in trucking on the public highways to and from such plants and manufacturing establishments; may engage in the storage business and operate bonded warehouses; may do any and all other things and exercise such powers as may be exercised by such Corporation in addition thereto that are conferred by the provisions of Chapter 100 of the Laws of Mississippi, 1930, and all additions and amendments thereto.
EIGHT. Said Corporation may commence business when Thirty Thousand ($30,000.00) Dollars of the capital stock shall have been paid in.

Witness our hands this the 3rd day of May, A.D., 1937.

J. Niles Boyd
J. O. Ashworth
J. R. Smithson.

STATE OF MISSISSIPPI
COUNTY OF ATTALA

Personally appeared before me, the undersigned authority in and for said county and state, J. Niles Boyd, who after having before me appeared, acknoweldged that he signed and delivered the foregoing Charter as his own free and voluntary act and deed.

Given under my hand and official seal this the 3rd day of May, A. D., 1937.

(SEAL)

J. S. Boswell, Notary Public.
My Commission expires Jan. 4, 1941.

STATE OF MISSISSIPPI
COUNTY OF ATTALA.

Personally appeared before me, the undersigned authority in and for said county and state, J. O. Ashworth, and J. R. Smithson, who after before me having appeared acknowledged that they signed and delivered the foregoing Charter as their own free and voluntary act and deed.

Given under my hand and official seal this the 29 day of April, A. D., 1937.

(SEAL)

John C. Love, Notary Public.
My Commission expires March 1, 1941.

RECEIVED at the office of the Secretary of State this the 3rd day of May, A. D., 1937, together with the sum of ($160.00) Dollars deposited to cover a recording fee, and reported to the Attorney General for his opinion.

Walker Wood, Secretary of State.

May 3rd, 1937.

I HAVE EXAMINED this Charter of Incorporation and am of the opinion that it is a valid corporate Corporation, as is authorized by Chapter 100 of the Laws of Mississippi of 1930, and is in compliance with the Constitution of the State of Mississippi and 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 Attala Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this FOURTH day of May, 1937.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: May 5th, 1937.

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7422 W

Resolution.

Whereas, the Lawrence County Fair Association can work much more effectively by being incorporated by securing a Charter of Incorporation from the State of Mississippi.

Now therefore, be it resolved by the Lawrence County Fair Association, that the Officers of said Association, namely: T. C. McCullough, President, T. L. Jolly, Vice-President, A. C. Setliff, Secretary and Treasurer, and O. S. McPherson, C. E. Gibson and P. K. McLain, Executive Directors, are hereby authorized to make application to the Secretary of State, of the State of Mississippi, for a Charter of Incorporation of the Lawrence County Fair Association. Said Application shall place the domicile of said Corporation at Monticello, Mississippi, shall issue no share of stock and shall be for a period of exeistence of 50 years and further said Application shall show that the purpose of said Corporation is as follows, to-wit:

To foster the growth and development of Agriculture and Agricultural products in Lawrence County and surrounding territory; to create interest among the people of Lawrence County by providing amusement for those attending the annual Lawrence County Fair; to promote and conduct an annual Lawrence County Fair. No profit is to go to the members but all income is to be used for the next annual Lawrence County Fair of the following years.

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

THE CHARTER OF INCORPORATION
OF
LAWRENCE COUNTY FAIR ASSOCIATION.

I. The Corporate title of said Company is: Lawrence County Fair Association.

2. The names of the Incorporators are: T. C. McCullough, Monticello, Miss; T. L. Jolly, Monticello, Miss; A. C. Setliff, Monticello, Miss; O. S. McPherson, Monticello, Miss; C. E. Gibson, Monticello, Miss; P. K. McLain, Monticello, Miss.

3. The domicile is at Monticello, Mississippi.

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

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 contract and be contracted with, to acquire, build, construct, erect, lease, maintain, operate and promote general County fairs, together with all necessary lands, buildings, machinery, equipment and appliances, which may be or become reasonably necessary or convenient for the successful promotion and operation of County fairs and to carry on the business incidental thereto. To promote, encourage, display and exhibit the products of Agricultural, horticulture, home economics, live stock and poultry.

To operate a County fair grounds and to show and exhibit therein, Agricultural, horticultural, home economics, live stock and poultry products, and any and all other kinds of exhibits not prohibited by law and to show therein shows, carnivals, moving pictures, races and any other kinds of contests not prohibited by law. To charge and collect admission fees for the public and generally to do all things customary and usual in conducting County fairs. To buy, own, sell, lease and mortgage lands, hereditaments and personal property, when not prohibited by law, to invest its funds or money in property or by making loans of same, and take receive security therefor by way of Mortgages or Deeds of Trust on both real and personal property and receive endorsements and guarantees of personal and corporations, to borrow money and/or property and to execute and deliver notes, bonds, or any other evidences of indebtedness and/or obligations and to pay any indebtedness, either made or assumed by Mortgages, pledges or hypothecating its property, real, personal and mixed. To buy, own, sell and deal in all kinds of personal property on its own account or as broker and agent for others. To begin operating at once.

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, and Amendments thereto.

8. Number of shares of each class to be subscribed and paid for before the Corporation may begin business; None.

T. C. McCullough
T. L. Jolly
A. C. Setliff
O. S. McPherson
C. E. Gibson
P. K. McLain
Incorporators.

STATE OF MISSISSIPPI
LAWRENCE COUNTY.

This day personally appeared before me, the undersigned authority in and for the above County and State, T. C. McCullough, T. L. Joly, A. C. Setliff, O. S. McPherson, C. E. Gibson and P. K. McLain, Incorporators of the corporation known as LAWRENCE 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 24 day of April, A.D., 1937.

(SEAL)

W. E. Driver, Notary Public.

Received at the Office of the Secretary of State, this the 1st day of May, A.D., 1937, together with the sum of $10.00 deposited to cover the fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi,
3rd day of May, 1937.

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 Lawrence 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 Fourth day of May, 1937.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: May 5th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

#7428 W

THE CHARTER OF INCORPORATION OF CORINTH MUTUAL BURIAL ASSOCIATION, INC. OF CORINTH, MISSISSIPPI.

I. The corporate title of the Company or Association is, "Corinth Mutual Burial Association, Inc."

2. The names and addresses of the incorporators are: J. R. McPeters, Postoffice, Corinth, Mississippi; W. L. McPeters, Postoffice, Corinth, Mississippi; C. T. Jones, Postoffice, Corinth, Mississippi.

3. The domicile is at Corinth, Alcorn County, Mississippi.

4. The amount of capital stock and particulars as to class or classes thereof is FIVE THOUSAND ($5,000.00) DOLLARS, which said stock shall consist of FIFTY (50) SHARES of the par value of ONE HUNDRED ($100.00) DOLLARS per share. Each and all of the said shares of stock shall be common stock, entitling the owners and holders thereof to equal power and privileges in proportion to the number of shares of its capital stock of the par value of FIVE THOUSAND ($5,000.00) DOLLARS, shall have been subscribed and paid for in cash, property or its equivalent.

5. The said Corporation is hereby granted the power, right and authority to take over all of the assets of the "Corinth Mutual Burial Association," a mutual Burial Association authorized and licensed to do business in Mississippi, upon the assumption by it of all outstanding obligations of the said "Corinth Mutual Burial Association, including all of its contracts of insurance now outstanding, and any and all other obligations whatsoever of any and every kind now outstanding against said Association.

6. The period of existence of said corporation is FIFTY (50) YEARS.

7. The purpose for which the corporation is formed, and the business plan or principle of the operation of its business are as follows, to-wit:

To engage in the business of a burial association; to make contracts in advance of death to buy, and to pay the funeral expenses, of any person or persons; to make contracts in advance of death, to pay the beneficiaries of said contracts, a sum of money in lieu of funeral expenses; to make and issue funeral and burial contracts in consideration of a stipulated cash payment or registration fee and the payment of stipulated premiums, the beneficiaries of said contracts to be and become entitled to the funeral and burial services and supplies in accordance with the terms of said contracts; to make contracts with reputable and responsible Undertaking establishments or concerns for the burying of such person or persons with whom it may enter into aforesaid contracts.

Generally, to engage in the business of owning, operating, and controlling a funeral and burial association; to own, lease, or otherwise acquire, sell or mortgage, real and personal property, for the purpose of carrying on said business; to acquire or contract or arrange for funeral and burial services and equipment; to issue and sell all such contracts and policies incident to the business authorized to be transacted by Chapter 93 Mississippi Code of 1930, and amendments thereto and other laws of said state; and to do all things incident, convenient or desirable in effectually owning, operating and controlling said business, incident to the operating of burial association; but to do nothing contrary to law, or in conflict with any of the statutes of the State of Mississippi.

The names, residence, and official title of all the officers who are to have the exercise and general control and management of the arrairs and funds of the corporation, are as follows, To-wit:

NAME	RESIDENCE	OFFICIAL TITLE
J. R. McPeters	Corinth, Mississippi	President and Secretary-Treasurer.
W. L. McPeters,	Corinth, Mississippi	Vice-President.

J. R. McPeters
W. L. McPeters
C. T. Jones,
INCORPORATORS.

STATE OF MISSISSIPPI
COUNTY OF ALCORN.

This day personally appeared before me, W. C. Adams, a Notary Public in and for said County and State, J. R. McPeters, W. L. McPeters, and C. T. Jones, Incorporators of the corporation known as the "Corinth Mutual Burial Association, Inc.," who acknowledged that they, each of them, signed and executed the above and foregoing articles of incorporation, as their act and deed, on this the 30th day of April, 1937.

(SEAL)

W. C. Adams,
NOTARY PUBLIC, ALCORN COUNTY, STATE OF MISSISSIPPI
My Commission expires December 14, 1940.

Received and approved at the office of the Commissioner of Insurance of the State of Mississippi, this the 3 day of May, 1937.

John S. Williams, 3rd
COMMISSIONER OF INSURANCE.

Received at the office of the Secretary of State this the 4th day of May, A. D., 1937, 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 is not violative of the Constitution and laws of this state, or of the United States.

5/6/37/

Greek L. Rice, Attorney General.
By, W. W. Pierce, Assitant Attorney General.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of Corinth Mutual Burial Association, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Sixth day of May, 1937.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: May 7th, 1937.

OF SUCH STOCK AND HELD. SAID CORPORATION SHALL HAVE THE RIGHT TO COMMENCE BUSINESS AS SOON AS THE TOTAL NUMBER OF SHARES

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Charter
of Incorporation of
HALF MILE GIN COMPANY (A.A.L.)

1. The corporate title of said company is, "Half Mile Gin Company (A.A.L.)"
2. The names and addresses of the incorporators are:

Names.	Address:
F.T.Anderson,	Greenwood, Mississippi
Fred M. Witty,	Greenwood, Mississippi
D.E.Strain,	Minter City, Mississippi
W.B.Cox,	Itta Bena, Mississippi.
G. D. Ayers,	Itta Bena, Mississippi.
C. M. Wilson,	Itta Bena, Mississippi.
A. L. Gardner,	Itta Bena, Mississippi.
T.F.O'Neal,	Itta Bena, Mississippi.
J.S.Cook,	~~Itta Bena~~ Greenwood, Mississippi.
R.M.Raiford,	Schlater, Mississippi.
P.W.Whitt,	Schlater, Mississippi
W. E. Dyches,	Schlater, Mississippi.

3. The domicile of the corporation is Greenwood, Mississippi.
4. The amount of authorized capital stock is twenty-five thousand dollars, divided into two hundred and fifty shares of the par value of One Hundred Dollars each, and all of said stock is common stock.
5. The purpose for which the said corporation is created, is to engage cooperatively in the processing, packing, distributing, financing and marketing of agricultural products, and espacially to engage co-operatively in the ginning of cotton and marketing of cotton seed, but not for profit to its members or shareholders.

In addition to the foregoing, the purposes, privileges, powers and immunities generally that may be exercised by this corporation, are the purposes, privileges, powers and immunities, provided in Article 1, of Chapter 99, of the Mississippi Code of 1930, under which authority this Corporation is created and is to be operated.

6. The period of existence of said Corporation is fifty years.

In Witness Whereof, the said Incorporators have executed this Charter of Incorporation and these Articles of Association, in duplicate, this the 16th day of April, 1937, A. D.

F. T. Anderson, G. D. Ayers,
Fred M. Witty, W. B. Cox,
D. E. Strain, T. F. O'neal,
J. S. Cook, R.M.Raiford,
C. M. Wilson, P. W. Whitt,
A. L. Gardner, W. E. Dyches
Incorporators.

State of Mississippi,
County of Leflore.

This day personally appeared before me the undersigned authority in and for said State and County, F. T. Anderson, Fred M. Witty and J. S. Cook, all of the City of Greenwood, Mississippi, who, being by me first duly sworn, acknowledged that they signed the foregoing Charter of Incorporation and Articles of Association, for the purposes therein contained, this the 5 day of May, 1937.

P. S. Stubblefield,
Notary Public.
(SEAL)

State of Mississippi,
County of Leflore.

This day personally appeared before me the undersigned authority in and for said State and County, W. B. Cox, G. D. Ayers, C. M. Wilson, A. L. Gardner, and T. F. O'Neal, all of Itta Bena, Mississippi, who, being be me first duly sworn, acknowledged that they signed the foregoing Charter of Incorporation and Articles of Association, for the purposes therein contained, this the 5 day of May, 1937.

P. S. Stubblefield,
Notary Public.
(SEAL)

State of Mississippi,
Leflore County.

This day personally appeared before me the undersigned authority in and for said State and County, R. M. Raiford, P. W. Whitt and W. E. Dyches, all of Schlater, Mississippi, who, being by me first duly sworn, acknowledged that they signed the foregoing Charter of Incorporation and Articles of Association, for the purposes therein contained, this the 5 day of May, 1937.

P. S. Stubblefield,
Notary Public.
(SEAL)

State of Mississippi,
County of Leflore.

This day personally appeared before me, the undersigned authority in and for said State and County, D. E. Strain, of Minter City, Mississippi, who, being by me first duly sworn, acknowledged that he signed the foregoing Charter of Incorporation and Articles of Association, for the purposes therein contained, this the 5 day of May, 1937.

P. S. Stubblefield,
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 Half Mile Gin Company (A.A.L.) domiciled at Greenwood, 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 21st day of May, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 566, 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 May, 1937.

Walker Wood,
Walker Wood, Secretary of State.
(Great Seal)

Recorded: May 21st, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

#7431 W.

ARTICLES OF ASSOCIATION AND INCORPORATION OF FARMERS GIN COMPANY OF PACE (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 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 other laws of the State of Mississippi, in relation to corporations so formed, or amendments thereto; and for that purpose hereby adopt the following Articles of Association and Incorporation:

ARTICLE I. The name of the association shall be Farmers Gin Company of Pace (A. A. L.).

ARTICLE II. The domicile of the association shall be at Pace, Bolivar 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 purpose of the association shall be, primarily, eo engage in the business of ginning and wrapping cotton, and buying, selling, storing, shipping, and otherwise handling cotton-seed and cotton-seed products for its members; however, it may engage in any other business granted, authorized or allowed to associations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or amendments thereto. The association may also engage in any part or all of its activities with non-members, provided the business transacted with such non-members is not greater in value than that transacted with its mmembers.

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, or other laws of the State of Mississippi, or amendments thereto, granting corporate powers to cooperative association.

ARTICLE VII. Section 1. The authorized capital stock of the association shall be $20,000.00, of which the sum of $1,000.00 shall be common stock, divided into 100 shares of a par value of $10.00 each, and $19,000.00 shall be preferred stock, divided into 760 shares of a par value of $25.00 each.

Section 2. The common stock of the association shall only be issued or transferred to, or held by producers of agricultural products who make use of the services and facilities of the association; and no person, firm, or corporation shall own or hold at any one time more than one share of such common stock. The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural associations, organizations, federations, or corporations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or whose purposes and operations are in harmony with the purposes of that act. No person, firm or corporation shall own or hold at any one time more than 60% of the preferred stock outstanding.

Section 3. All transfers of stock shall be made on the books of the association on surrender of the certificate covering the same by the holder thereof, or by attorney properly authorized, but only with the consent and approval of the board of directors, and when the stockholder is free from indebtedness to the association. No purported transfer of stock shall pass any right or privilege on account of such stock, or any vote or voice in the control or management of the association unless the recipient thereof is eligible, as herein defined, to hold such stock, and such transfer is approved by the board of directors.

Section 4. Each share of stock shall entitle the holder thereof to one vote, provided, however, that holders of preferred stock shall have only such voting rights as are granted under Section 194 of the Mississippi Constitution of 1890.

Section 5. The common stock of the association shall not bear dividends. The preferred stock shall bear non-cumulative dividends not exceeding 8 % per annum, if earned and when declared by the board of directors; and such dividends shall have preference over any and all other dividends or distributions declared in any year. In the discretion of the board of directors, all dividends or distributions, or any part thereof, may be paid in certificates of preferred stock and/or ad interim certificates representing fractional parts thereof, subject to conversion into full shares.

Section 6. The common stock of any member who shall die or whose membership, is terminated by the board of directors shall be retired by the association at its par or book value, whichever is less; and the association may pay therefor in cash or by certificate of indebtedness payable within one year from date htereof. The preferred stock, or any part thereof, may be redeemed or retired from time to time, provided said stock is retired in the same order as issued. All such preferred stock so retired shall be paid for in cash at the par value thereof, plus any dividend declared thereon and unpaid. No stock shall bear dividends or be eligible for voting after it is called for retirement.

Section 7. In the event of dissolution or liquidation of the association, no holder of stock shall receive any distribution of the assets on such stock in excess of the par value thereof, plus any dividend declared thereon and unpaid. Upon such distribution, the holders of preferred stock shall be entitled to receive the par value of their stock, plus any dividend declared thereon and unpaid, before any distribution is made on the common stock.

ARTICLE VIII. Each of the parties hereto hereby subscribes for one share of common stock of the association and agrees to pay therefor at the par value of $10.00, in cash, at the first meeting to be held after the issuance of the association's charter by the Secretary of State.

IN TESTIMONY WHEREOF, we each have hereunto set our hands in duplicate this 6 day of May, 1937.

B. Wolf	J. E. Frazier
H. A. Rogers	J. T. Frazier
L. D. Wallace	Albert L. Frazier
Joe H. Rogers	N. C. Anderson
Edith S. Rogers	W. T. Tullos, Sr.,
J. L. Frazier	W. T..Tullos, Jr.,

STATE OF MISSISSIPPI
COUNTY OF BOLIVAR.

BEFORE ME, the undersigned authority competent to take acknowledgements, personally appeared the within named:

B. Wolf	J. T. Frazier
H. A. Rogers	Albert L. Frazier
L. D. Wallace	J. E. Frazier
Joe H. Rogers	N. C. Anderson
Edith S. Rogers	W. T. Tullos, Sr.,
J. L. Frazier	W. T. Tullos, 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 6 day of May, 1937.

Given under my hand and seal this 6 day of May, 1937.

(SEAL)

D. C. Shepherd, NOTARY PUBLIC.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

STATE OF MISSISSIPPI
OFFICE OF
SECRETARY OF STATE.

May 7, 1937.

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the

ARTICLES OF ASSOCIATION AND INCORPORATION
OF
FARMERS GIN COMPANY OF PACE, (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, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 567, 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, 1937.

(SEAL)

Walker Wood
Walker Wood, Secretary of State.

Recorded: May 8th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Asspciation and Incorporation
of
DELTA COMPRESS & WAREHOUSE ASSOCIATION
(A.A.L.)

We, the undersigned, all of whom are engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of forming and incorporation 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 other laws of the State of Mississippi, in relation to corporations so formed, or amendments thereto; and fhr that purpose hereby adopt the following Articles of Association and Incorporation:

ARTICLE I. The name of the association shall be DELTA COMPRESS & WAREHOUSE ASSOCIATION(A.A.L.)

ARTICLE II. The domicile of the association shall be at Drew, Sunflower County, Mississippi.

ARTICLE III. The period of existence of the association shall be fifty year 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 purpose of the association shall be, primarily, to engage in the business of warehouseing, compressing, conditioning, transporting and otherwise handling cotton and other agricultural products and farm supplies for its members; however, it may engage in any other business granted, authorized, or allowed to associations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or amendments thereto. The association may also engage in any part or all of its activities with non-members, provided the business transacted with such non-members is not greater in value than that transacted with 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, or other laws of the State of Mississippi, or amendments thereto, granting corporate powers to cooperative associations. Section 1.

ARTICLE VII. The authorized capital stock of the association shall be $100,000.00, of which the sum of $2,000 shall be common stock, divided into 200 shares of a par value of $10.00 each, and $98,000.00 shall be preferred stock, divided into 3920 shares of a par value of $25.00 each.

Section 2. The common stock of the association shall only be issued or transferred to, or held by producers of agricultural products who make use of the services and facilities of the association; and no person, firm, or corporation shall own or hold at any one time more than one share of such common stock. The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural associations, organizations, federations, or corporations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or whose purposes and operationsare in harmony with the purposes of that act. No personx, firm or corporation shall own or hold at any one time more than 25% of the preferred stock outstanding.

Section 3. All transfers of stock shall be made on the books of the association on surrender of the certificate covering the same by the holder thereof, or by attorney properly authorized, but only with the consent and approval of the board of directors, and when the stockholders are free from indebtedness to the association. No purported transfer of stock shall pass any right or privilege on account of such stock, or any vote or voice in the control or management of the association unless the recipient thereof is eligible, as herein defined, to hold such stock, and such transfer is approved by the board of directors.

Section 4. Each share of stock shall entitle the holder thereof to one vote, provided, however, that holders of preferred stock shall have only such voting rights as are granted under Section 194 of the Mississippi Constitution of 1890.

Section 5. The common stock of the association shall not bear dividends. The preferred stock shall bear non-cumulative dividends not exceeding 8% per annum, if earned and when declared by the board of directors; and such dividends shall have preference over any and all other dividends or distributions declared in any year. In the discretion of the board of directors, all dividends or distributions, or any part thereof, may be paid in certificates of preferred stock and/or ad interim certificates representing fractional parts thereof, subject to conversion into full shares.

Section 6. The common stock of any member who shall die or whose membership is terminated by the board of directors shall be retired by the association at its par or book value, which ever is less; and the association may pay therefor in cash or by certificate of indebtedness payable within one year from date thereof. The preferred stock, or any part thereof, may be redeemed or retired from time to time, provided said stock is retired in the same order as issued. All such preferred stock so retired shall be paid for in cash at the par value thereof, plus any dividend declared thereon and unpaid. No stock shall bear dividends or be eligible for voting after it is called for retirement.

Section 7. In the event of dissolution or liquidation of the association, no holder of stock shall receive any distribution of the assets on such stock in excess of the par value thereof, plus any dividend declared thereon and unpaid. Upon such distribution, the holders of preferred stock shall be entitled to receive the par value of their stock, plus any dividend declared thereon and unpaid, before any distribution is made on the common stock.

Each of the parties hereto hereby subscribe for one share of common stock of the association and agrees to pay therefor at the par value of $10.00, in cash, at the first meeting to be held after the issuance of the association's charter by the Secretary of State.

In testimony whereof, we each have hereunto set our hands in duplicate this 7th day of May, 1937.

Mrs. R. O. Smith. W.P.Brown,
A. C. Kimbriel, J.S.Williams,
G. W. Wofford, R.K.Sage,
W.O.Shurden, W.A.Hitch,
Mrs.W.J.Brooks, R. E. Metburn,
Philip Sklar.

State of Mississippi, County of Sunflower.

Before me, the undersigned authority competent to take acknowledgments, personally appeared the within named: W. P. Brown, W. A. Hitch, A. C. Kimbriel, Mrs. W. J. Brooks, J. S. Williams, R. E. Metburn, G. W. Wofford, Phillip Sklar, R. K. Sage, Mrs. R. O. Smith, W. O. Shurden 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 7th day of May, 1937.

ANN SKLAR, Notary Public.

(SEAL) Given under my hand and seal, this 7th day of May, 1937. My commission expires Sept. 15, 1940.

State of Mississippi,
Office of Secretary of State, Jackson.

May 8, 1937

I, Walker Wood, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of Delta Compress & Warehouse 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 8th day of May, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 569, and the pther copy thereof retruned to said association. Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 8th day of May, 1937. Walker Wood, Secretary of State.

Recorded: May 8th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Proposed Amendment to the Charter of Incorporation of

NOXUBEE PLANTATION COMPANY

The Noxubee Plantation Company, a corporation organized and existing under the laws of the State of Mississippi hereby proposes to amend its Charter of Incorporation by adding thereto the following paragraphs, towit:

13. The Company by affirmative vote of a majority of its stockholders, at any annual meeting, or a special meeting duly called for such purpose, shall have power to adopt, approve and impose any and all such restrictions upon the alienation, sale or transfer of its shares of stock, as may be lawful. Restrictions, when adopted in the manner provided herein, shall be printed in full upon the reverse side of all certificates of stock, and upon the face of such certificates shall appear the following words, "This stock is restricted in its sale and transfer (see reverse hereof for full details)". The printing and issuing of such retrictions in accordance with and including the provisions of this amended charter, and the By-Laws of the company, shall constitute due notice, to any prospective purchaser or transferee of such shares of stock, of such restrictions.

14. The company, through its Board of Directors, shall have the power to purchase or otherwise acquire and to own, hold, deal in and sell or dispose, or cancel, shares of its own stock or shares of stock of any other corporation.

Dated March 7, A. D. 1937.

NOXUBEE PLANTATION COMPANY
By Phillip D. Armour, Prseident.

State of Illinois,)
County of Cook,) SS.

Personally appeared before me. John F. Zimmerman, a Notary Public in and for the county and state, aforesaid Philip D. Armour, who is personally known to me, and who acknowledged that he, the said Philip D. Armour, as president of and for and on behalf, and by authority of Noxubee Plantation Company, a corporation organized and existing under the laws of the State of Mississippi, signed the above and foregoing instrument and affixed the seal of said corporation thereto. Given under my hand and seal this 7 day of March, A. D. 1937.

(SEAL)

John F. Zimmerman, Notary Public.

Received at the office of the Secretary of State this 21st day of May, A. D. 1937, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Signed Walker Wood, Secretary of State.

I have examined this amendment to Charter of Incorporation of Noxubee Plantation Company and am of the opinion that it is not violative of the constitution and laws of this state, or of the United States.

Signed Greek L. Rice, Attorney General.
By W. W. Pierce, Assistant Attorney General.
5/27/37.

State of Illinois,)
County of Cook.) SS.

I, J. M. Delaney, Assistant Secretary of Noxubee Plantation Company, hereby certify that the following is a true and correct copy of a resolution of the stockholders of said corporation adopted, at a duly called annual meeting, by a unanimous vote:

Resolved, that two additional sections should be added to the charter of the Noxubee Plantation Company to read as follows:

13. The company by affirmative vote of a majority of its stockholders, at any annual meeting, or special meeting duly called for that purpose, shall have power to adopt, approve and impose any and all such restrictions upon the alienation, sale or transfer of its shares of stock, as may be lawful. Restrictions, when adopted in the manner provided herein, shall be printed in full upon the reverse side of all certificates of stock, and upon the face of such certificates shall appear the following words, "This stock is restricted in its sale and transfer (see reverse hereof for full details)". The printing and issuing of such restrictions in accordance with and including the provisions of this amended charter, and the by-laws of the company, shall constitute due notice to any prospective purchaser or transferee of such shares of stock, of such restrictions."

14. The company, through its Board of Directors, shall have the power to purchase or otherwise acquire and to own, hold, deal in and sell or dispose, or cancel, shares of its own stock or shares of stock of any other corporation.

J. M. Delaney,
Assistant Secretary.

Subscribed and sworn to before me this 7th day of March, A. D. 1937.

(SEAL)

John F. Zimmerman,
Notary Public, Cook County, Illinois.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendments to the Charter of Incorporation of Noxubee Plantation 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-fourth day of May, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: May 24th, 1937.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the chancery court of Noxubee County, Mississippi, dated September 25, 1942. Certified Copy of said decree filed in this office, this the 2nd day of October 1942. Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

#7385 W

THE CHARTER OF INCORPORATION
OF
OLD AGE PENSION AND RECREATIONAL LEAGUE.

I. The corporate title of said company is Old Age Pension and Recreational League.

2. The names of the incorporators are: J. O. Thomas, Postoffice, Starkville, Mississipp; M. R. Fulgham, Postoffice, Starkville, Mississippi; Edger Buntin, Postoffice, Starkville, Mississippi; J. G. Bell, Postoffice, Starkville, Mississippi; W. J. Valentine, Postoffice, Starkville, Mississippi; J. A. Lamb, Postoffice, Starkville, Mississippi.

3. The domicile is at Starkville, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: None.

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

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 promote, aid, co-operate, and disseminate facts and information in securing the passage of an adequate old age pension law, in the United States of America, and in the State of Mississippi, and to receive donatioms, gifts and all other property and things, and to give aid and support to persons of old age, and to build and equip recreational houses and clubs for the pleasure, enjoyment, and entertainment of all persons of old age, and to do all things necessary and proper to carry out the benevolent and charitable purpose above set out.

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. O. Thomas
M. R. Fulgham
Edger Buntin
J. G. Bell
W. J. Valentine
J. A. Lamb,
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF OKTIBBEHA.)

This day personally appeared before me, the undersigned authority J. J. Gill, Justice of the Peace, J. O. Thomas; M. R. Fulgham; Edger Buntin; J. G. Bell; W. J. Valentine; J. A. Lamb, incorporators of the corporation known as the Old Age Pension and Recreational League 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, 1937.

(SEAL)

J. J. Gill, J.P.
Ex Officio Notary Public.

Received at the office of the Secretary of State, this the 7th day of May, A.D., 1937, 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, 1937.

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.

A RESOLUTION AUTHORIZING THREE MEMBERS OF THE OLD AGE PENSION AND RECREATIONAL LEAGUE TO MAKE APPLICATION FOR A CHARTER.

Whereas, pursuant to a call meeting of the Old Age Pension and Recreational League of Starkville, Oktibbeha County, Mississippi, for the purpose of discussing and considering the purpose of incorporating said organization and,

Whereas, at said meeting there was present a quorum and upon motion duly made and seconded, the following resolutions were unanimously adopted,

Whereas, it appears that the Old Age Pension and Recreational League, an association of Oktibbeha County, Mississippi, will be benefitted by having the same incorporated under the laws of the State of Mississippi, in order to receive contributions, donations of property and other things for the aid, convenience and welfare of the aged persons, members of said corporation and elsewhere.

Be it therefore resolved, that Edger Buntin, secretary and treasurer of the organization, W. J. Valentine and J. A. Lamb, members thereof, be and they are hereby authorized and empowered and directed to apply for a charter under the laws of the State of Mississippi, for said organization, the corporate title of which shall be "The Old Age Pension and Recreational League."

There being no further business, on motion duly made, the meeting was adjourned until the next regular meeting in June, 1937.

J. O. Thomas, Pres.

Edger Buntin, Sec.

I, Edger Buntin, Secretary and Treasurer of the Old Age Pension and Recreational League, of Starkville, Oktibbeha County, Mississippi, hereby certify that the above and foregoing resolution was duly adopted at a meeting, called for that purpose, and that the foregoing resolution is a true and correct copy as it appears in the Minute Book in my possession.

Edger Buntin

STATE OF MISSISSIPPI
EXECUTIVE OFFICE, JACKSON.

The within and foregoing Charter of Incorporation of Old Age Pension and Recreational League is hereby approved. In testimony whereof, I have hereunto set my hand and caused the Great Seal of the state of Mississippi to be affixed, this Eighth day of May, 1937.

Hugh White
GOVERNOR.

Sdy the Governor
Walker Wood, Secretary of State.

Recorded: May 8th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

#7430 W

CHARTER OF INCORPORATION OF "MEYER GIN COMPANY"

I. The corporate title of said corporation is: "MEYER GIN COMPANY".

II. The names and postoffice addresses of the incorporators are: Nick Meyer, Magnolia, Mississippi; Alma Landauer Meyer, Magnolia, Mississippi; Elise Landauer Meyer, Magnolia, Mississippi.

III. The domicile of the corporation in this state is: Magnolia, Mississippi.

IV. The amount of authorized Capital Stock is Ten Thousand Dollars ($10,000.00), the Common Stock of one class having par value of One Hundred Dollars ($100.00) per share.

V. The period of existence, not to exceed fifty years is fifty years.

VI. The purposes for which the corporation is created are: To own and operate Cotton Gin or Gins; To engage in a General Ginning Business; To buy, own, deal in, hold, store, hypothecate and sell personal and mixed property, cotton, cotton seed, and cotton seed products and agricultural products of all kind and nature and to operate farm lands.

To do any and all other things necessary, incident to and/or convenient in carrying out the purposes for which this corporation is created, not inconsistent with law.

The rights and powers that may be exercised by such corporation, in addition to those above mentioned, are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930, Annotated, and amendments and additions thereto.

VII. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business: 100;

Nick Meyer
Alma Landauer Meyer
Elise Landauer Meyer

STATE OF MISSISSIPPI,
COUNTY OF PIKE:

Personally appeared before me the undersigned authority, authorized to take acknowledgments in and for the county and state aforesaid, Nick Meyer, Alma Landauer Meyer, and Elise Landauer Meyer who acknowledged that they, as the incorporators of the "Meyer Gin Company" signed, executed and delivered the above and 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 the 6" day of May, A. D., 1937.

R. W. Cutrer, Chancellor 4" Chancery Dist.

STATE OF MISSISSIPPI,
COUNTY OF HINDS:

Received at the office of the Secretary of State, this the 7th day of May A. D., 1937, 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.

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 does not violate 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.

STATE OF MISSISSIPPI
EXECUTIVE OFFICE,
JACKSON.

The within and foregoing Charter of Incorporation of Meyer 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 Seventh day of May, 1937.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: May 8th, 1937

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of

VANCE GIN ASSOCIATION (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 other laws of the State of Mississippi, in relation to corporations so formed, or amendments thereto; and for that purpose hereby adopt the following Articles of Association and Incorporation:

ARTICLE 1. The name of the association shall be Vance Gin Association (AAL).

ARTICLE II. The domicile of the association shall be at Vance, Quitman 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 purpose of the association shall be, primarily, to engage in the business of ginning and wrapping cotton, and buying, selling, storing, shipping, and otherwise handling cotton-seed and cotton seed products for its members; however, it may engage in any other business granted, authorized, or allowed to associations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or amendments thereto. The association may also engage in any part or all of its activities with non-members, provided the business transacted with such non-members is not greater in value than that transacted with 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, or other laws of the State of Mississippi, or amendments thereto, granting corporate powers to cooperative associations.

ARTICLE VII. Section 1. The authorized capital stock of the association shall be $20,000.00, of which the sum of $1,000.00 shall be common stock, divided into 100 shares of a par value of $10.00 each, and $19,000.00 shall be preferred stock, divided into 760 shares of a par value of $25.00 each.

Section 2. The common stock of the association shall only be issued or transferred to, or held by producers of agricultural products who make use of the services and facilities of the association; and no person, firm, or corporation shall own or hold at any one time more than one share of such common stock. The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural associations, organizations, federations, or corporations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or whose purposes and operations are in harmoney with the purposes of that act. No person, firm or corporation shall own or hold at any one time more than 35% of the preferred stock outstanding.

Section 3. All transfers of stock shall be made on the books of the association on surrender of the certificate covering the same by the holder thereof, or by attorney properly authorized, but only with the consent and approval of the board of directors, and when the stockholder is free from indebtedness to the association. No purported transfer of stock shall pass any right or privilege on account of such stock, or any vote or voice in the control or management of the association unless the recipient unless thereof is eligible, as herein defined, to hold such stock, and such transfer is approved by the board of directors.

Section 4. Each share of stock shall entitle the holder thereof to one vote, provided, however, that holders of preferred stock shall have only such voting rights as are granted under Section 194 of the Mississippi Constitution of 1890.

Section 5. The common stock of the association shall not bear dividends. The preferred stock shall bear non-cumulative dividends not exceeding 6% per annum, if earned and when declared by the board of directors; and such dividends shall have preferrence over any and all other dividends or distribution declared in any year. In the discretion of the board of directors, all dividends or distributions, or any part thereof, may be paid in certificates of preferred stock and/or ad interim certificates representing fractional parts thereof, subject to conversion into full shares.

Section 6. The common stock of any member shall die or whose membership is terminated by the board of directors shall be retired by the association at its par or book value, whichever is less; and the association may pay therefor in cash or by certificate of indehtedness payable within one year from date thereof. The preferred stock, or any part thereof, may be redeemed or retired from time to time, provided said stock is retired in the same order as issued. All such preferred stock so retired shall be paid for in cash at the par value thereof, plus any dividend declared thereon and unpaid. No stock shall bear dividends or be eligible for voting after it is called for retirement.

Section 7. In the event of dissolution or liquidation of the association, no holder of stock shall receive any distribution of the assets on such stock in excess of the par value thereof, plus any dividend declared thereon and unpaid. Upon such distribution, the holders of preferred stock shall be entitled to receive the par value of their stock, plus any dividend declared thereon and unpaid, before any distribution is made on the common stock.

Each of the parties hereto hereby subscribe for one share of common stock of the association and agrees to pay therefor at the par value of $10.00, in cash, at the first meeting to be held after the issuance of the association's charter by the Secretary of State.

In testimony whereof, we each have hereunto set our hands in duplicate this 8th day of May, 1937.

H. W. Karraker,
T. E. Lipe,
Carl Lipe,
J. W. McCord,
H. J. Everett,
Phillip Lipe,
E. Q. Vance,
Roy E. Lipe,
L. R. Willis,
L. W. Cribbs.

State of Mississippi,
County of Tallahatchie.

Before me, the undersigned authority competent to take acknowledgments, personally appeared the within named: Carl Lipe, H. W. Karraker, Roy E. Lipe, Phillis Lipe, J. W. McCord, T. E. Lipe, L. R. Willis, E. Q. Vance, J. J. Everett, L. W. Cribbs, 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 May, 1937.

Given under my hand and seal this 11th day of May, 1937.

C. M. Pate, Notary Public.
My commission expires Oct.12,1940.

(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 articles of association and incorporation of Vance Gin Association(AAL), domiciled at Vance, 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 May, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 573, 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 May, 1937.

Walker Wood,
Walker Wood, Secretary of State.

(SEAL) Recorded: May 13th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

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1. The corporate title of said company is Gulf Coast Day, Hour, and Week Wage Earners.

2. The names of the incorporators are: Ben Herbert, postoffice, Biloxi, Miss.; Robert Usey, postoffice, Biloxi, Miss.; J. L. Parker, postoffice, Biloxi, Miss.; Paul Herbert, postoffice, Biloxi, Miss.

3. The domicile is at Biloxi, Miss.

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, make expulsion the only remedy for non-payment of dues, and vest in each member the right to vote in the election of all officers, 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 the corporate debts but the entire corporate property shall be liable to the claims of creditors of the corporation.

5. Number if 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 maintain and operate a union or association for improvement of the interest of all of its members relative to better living conditions, fair wages, fair working hours and conditions, to bargain collectively for its members and to promote their general welfare. Membership in this organization is and shall be limited to persons employed by canning factories and other large employers of labor who pay such employees a rate of pay based on hour, day, or week wages, such as stationary boiler fireman, day and night watchman, inside workers in canning or other factories and any and all other employees and employers of labor of the character with the rate of pay herein provided and especially excludes persons engaged in peeling shrimp or shucking oysters who are paid by the weight or piece work and also excludes all boatmen and those handling boat cargoes before they are delivered to and accepted by the buyers 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: The corporation shall issue no shares of stock. Shall divide no dividends or profits among its members, make expulsion the only remedy for non-payment of dues, and vest in each member the right to vote in the election of all officers, make the loss of membership by death or otherwise the determination of all interest of such member 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 to the claims of creditors.

Ben Herbert,
Robert Usey,
J. L. Parker,
Paul Herbert, Incorporators.

ACKNOWLEDGMENT

State of Mississippi,
County of Harrison.

This day personally appeared before me, the undersigned authority Ben Herbert, Robert Usey, and J. L. Parker, Paul Herbert, incorporators of the corporation known as the Gulf Coast Day, Hour, and Week Wage Earners, 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, 1937.

(SEAL) H. H. Jones, Notary Public.

State of Mississippi,
County of Harrison,
City of Biloxi.

This is to certify that at a meeting held by the promoters and applicants for a charter of the Gulf Coast Day, Hour and week Wage Earners Association at Biloxi, Mississippi, at its regular meeting place in said city, on the 29th day of March, 1937, which said meeting was attended by forty of the members of the said Association, a much greater number than is required under its laws for a quorum that at the said meeting among the many things had and done, members Ben Herbert, Robert Usey, J. L. Parker and Paul Herbert were duly appointed as a committee to apply and sign an application for a charter to the State of Mississippi for the incorporation of this Association, and it was unanimously ordered at the said meeting that the said members of this Association consult with Attorney W. Estopinal of Gulfport, Miss., and employ him as the attorney of this Association to make application for the said charter by and through the members hereinbefore named. And it was further ordered that the expenses for the obtaining of the said charter be paid by its Secretary out of the funds of this Association by warrant drawn on our Treasure and that the application above referred to be made at once.

Witness the signatures of the president and secretary of this Association on this the 20th day of March, 1937.

Signed and subscribed before me on the 14th day of May, 1937.

Ben Herbert, President
Robert Usey, Secretary.

We, Ben Herbert and Robert Usey, Secretary and President respectively of the above named Association, hereby certify that the above and foregoing transcript of that portion of the minutes of the meeting of the said association held on the day and date therein referred to is a true, correct and accurate copy and reproduction of the original minutes of the said meeting which said original minutes is duly recorded in the regular minute book of this association now in charge of the Secretary of this Association, Ben Herbert, at Biloxi, Miss.

Witness our signatures on this the 14th day of May, 1937.

Ben Herbert, President.
Robert Usey, Secretary.

Signed and subscribed before me on the 14th day of May, 1937.

(SEAL) S. K. Day, Notary Public.

Received at the office of the Secretary of State, this the 29th day of March, A. D. 1937, 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 17th, 1937.

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 Gulf Coast Day, Hour and Week Wage Earners is hereby 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-fourth day of May, 1937.

Hugh White, Governor.
By the Governor, Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation of
INGRAMS MILL GIN ASSOCIATION (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 farming 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 other laws of the State of Mississippi, in relation to corporations so formed, or amendments thereto; and for that purpose hereby adopt the following Articles of Association and Incorporation:

ARTICLE 1. The name of the association shall be Ingrams Mill Gin Association (AAL).

ARTICLE II. The domicile of the association shall be Ingrams Mill, DeSoto County, Mississippi.

ARTICLE III. The period ofexistence 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 purpose of the association shall be, primarily, to engage in the business of ginning and wrapping cotton, and buying, selling, storing, shipping, and otherwise handling cotton-seed and cotton-seed products for its members; however, it may engage in any other business granted, authorized, or allowed to associations organized under Article 1 of Chapter 99 of the Missis- Code of 1930, or amendments thereto. The association may also engage in any part or all of its activities with non-members, provided the business transacted with such non-members is not greater in value than that transacted with 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, or other laws of the State of Mississippi, or amendments thereto, granting corporate powers to cooperative associations.

ARTICLE VII. Section 1. The authorized capital stock of the association shall be $20,000.00, of which the sum of $1,000.00 shall be common stock, divided into 100 shares of a par value of $10.00 each, and $19,000.00 shall be preferred stockm divided into 760 shares of a par value of $25.00 each.

Section 2. The common stock of the association shall only be issued or transferred to, or held by producers of agricultural products who make use of the services and facilities of the association and no person, firm, or corporation shall own or hold at any one time more than one share of such common stock. The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural associations, organizations, federations, or corporations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or whose purposes and operations are in harmony with the purposes of that act. No person, firm or corporation shall own or hold at any one time more than 25% of the preferred stock outstanding.

Section 3. All transfers of stock shall be made on the books of the association on surrender of the certificate covering the same by the holder thereof, or by attorney properly authorized, but only with the consent and approval of the board of directors, and when the stockholder is free from indebtedness to the association. No purported transfer of stock shall pass any right or privilege on account of such stock, or any vote or voice in the control or management of the association unless the recipient thereof is eligible, as herein defined, to hold such stock, and such transfer is approved by the board of directors.

Section 4. Each share of stock shall entitle the holder thereof to one vote, provided, however, that holders of preferred stock shall have only such voting rights as are granted under Section 194 of the Mississippi Constitution of 1890.

Section 5. The common stock of the association shall not bear dividends. The preferred stock shall bear non-cumulative dividends not exceeding 6% per annum, if earned and when declared by the board of directors; and such dividends shall have preference over any and all other dividends or distributions declared in any year. In the discretion of the board of directors, all dividends or distributions, or any part thereof, may be paid in certificates of preferred stock and/or ad interim certificates representing fractional parts thereof, subject to conversion into full shares.

Section 6. The common stock of any member who shall die or whose membership is terminated by the board of directors shall be retired by the association at its par or book value, whichever, is less; and the association may pay therefor in cash or by certificate of indebtedness payable within one year from date thereof. The preferred stock, or any part thereof, may be redeemed or retired from time to time, provided said stock is retired in the same order as issued. All such preferred stock so retired shall be paid for in cash at the par value thereof, plus any dividend declared thereon and unpaid. No stock shall bear dividends or be eligible for voting after it is called for retirement.

Section 7. In the event of dissolution or liquidation of the association, no holder of stock shall receive any distribution of the assets on such stock in excess of the par value thereof, plus any dividends declared thereon and unpaid. Upon such distribution, the holders of preferred stock shall be entitled to receive the par value of their stock, plus any dividend declared thereon and unpaid, before any distribution is made on the common stock.

ARTICLE VIII. Each of the parties hereto hereby subscribe for one share of common stock of the association and agrees to pa y therefor at the par value of $10.00, in cash, at the first meeting to be held after the issuance of the association's charter by the Secretary of State.

In testimony whereof, we each have hereunto set our hands in duplicate this 5th day of May, 1937.

T. P. Moncrief. R.A.Duncan, W. H. Cunningham D.D.Mills.
J. O. Hanna. C. C. Herrington W. M. Myers, Joe L. Box,
J. A. Herrington, J. M. Sheffield, J. A. Lee,
Brady Bros., by W. A. Brady. J. B. Herrington R. H. Flow.

State of Mississippi, County of DeSoto.

Before me, the undersigned authority competent to take acknowledgments, personally appeared the within named: T. P. Moncrief, R. A. Duncan, W. H. Cunningham, D. D. Mills, J. O. Hanna, C. C. Herrington, W. M. Myers, Joe L. Box, J. A. Herrington, J. M. Sheffield, J. A. Lee, W. A. Brady, J. B. Herrington and R. H. Flow 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 5th day of May, 1937.

Given under my hand and seal this 5th day of May, 1937. S. H. Sheffield, Notary Public.
(SEAL) My commission expires June 14, 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 association and incorporation of Ingrams Mill Gin Association (A.A.L.) domiciled at Ingrams Mill, 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 18th day of May, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37 at page 575, 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 May, 1937.

(GREAT SEAL) Walker Wood
Walker Wood, Secretary of State.

Recorded: May 18th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Incorporation of
TUTWILER GINNING ASSOCIATION (A.A.L.)

We, the undersigned, all of whom are engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of 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 Tutwiler Ginning Association (A.A.L.)

ARTICLE II. The domicile of the association shall be at Tutwiler, Tallahachie County, Mississippi.

ARTICLE III. The period of existence of the association shall be 50 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 for 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 $25,000.00, of which the sum of $24,000.00 shall be preferred stock divided into 960 shares of a par value of $25.00 each and $1,000.00 shall be common stock divided into 100 shares of a par value of $10 each. Section 2. All outstanding stock shall bear non-cumulative dividends, not exceeding 8 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 8 per cent dividend thereon and no distribution shall be made on a patronage basis until the holders of common stock have received a 8 per cent dividend thereon. Provided, that until all 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 dividends 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 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 testimony whereof, we each have hereunto set our hands in duplicate this 12 day of May, 1937.

J. L. Avent, W. K. Ashford, R. H. Thornton,
F. F. Hancock, P. F. Ray, C. A. Knight,
W. P. Knight, A. S. Ballman, A. K. Daniel,
Frank Simpson, C. Brougher, Hugh C. Ellis.

State of Mississippi,
County of Coahoma.

Before me, the undersigned authority competent to take acknowledgements, personally appeared the within named J. L. Avent, W. P. Knight, W. K. Ashford, A. S. Ballman, R. H. Thornton, A. K. Daniel, F. F. Hancock, Frank Simpson, P. F. Ray, C. Brougher, C. A. Knight, Hugh C. Ellis, 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 12 day of May, 1937.

Given under my hand and seal this 28 day of May, 1937.

(SEAL) Mary Greer, 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 Tutwiler Ginning Association (A.A.L.), domiciled at Tutwiler, Mississippi, ~~xxxx~~ 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 29th day of May, 1937, and one copy thereof recorded in this office in Record of Incorporation Book No. 36-37, at page 576, 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, 1937.

(GREAT SEAL) Walker Wood,
Walker Wood, Secretary of State.

Recorded: May 29th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
COCKRUM GIN ASSOCIATION (AAL)

We, the undersigned, all of whom are engaged in the production of agricultural products, do hereby valuntarily associate ourselves together for the purpose of forming and incorporating a co-operative 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 other laws of the State of Mississippi, in relation to corporations so formed, or amendments thereto; and for that purpose hereby adopt the following Articles of Association and Incorporation:

ARTICLE I. The name of the association shall be Cockrum Gin Association (AAL).

ARTICLE II. The domicile of the association shall be at Cockrum, DeSoto County, Mississippi.

ARTICLE III. The period of existence of the association shall be fifty years from date thereof.

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 purpose of the association shall be, primarily, to engage in the business of ginning and wrapping cotton, and buying, selling, storing, shipping, and otherwise handling cotton-seed and cotton-seed products for its members; however, it may engage in any other business granted, authorized, or allowed to associations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or amendments thereto. The association may also engage in any part or all of its activities with non-members, provided the business transacted with such non-members is not greater than that trahsacted with its members.

ARTICLE VI. The association shall have all the powers granted, authorized, or allowed to associations under Article 1 of Chapter 99 of the Mississippi Code of 1930, or other laws of the State of Mississippi, or amendments thereto, granting corporate powers to cooperative associations.

ARTICLE VII. Section 1. The authorized capital stock of the association shall be $20,000.00, of which the sum of $1,000.00 shall be common stock, divided into 100 shares of a par value of $10.00 each, and $19,000.00 shall be preferred stock, divided into 760 shares of a par value of $25.00 each.

Section 2. The common stock of the association shall only be issued or transferred to, or held by producers of agricultural products who make use of the services and facilities of the association; and no person, firm, or corporation shall own or hold at any one time more than one share of such common stock. The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural associations, organizations, federations, or corporations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or whose purposes and operations are in harmony with the purposes of that act. No person, firm or corporation shall own or hold at any one time more than 25% of the preferred stock outstanding.

Section 3. All transfers of stock shall be made on the books of the association on surrender of the certificates covering the same by the holder thereof, or by attorney authorized, but only with the consent and approval of the board of directors, and when the stockholder is free from indebtedness to the association. No purported transfer of stock shall pass any right or privilege on account of such stock, or any vote or voice in the control or management of the association unless the recipient thereof is eligible, as herein defined, to hold such stock, and such transfer is approved by the board of director.

Section 4. Each share of stock shall entitle the holder thereof to one vote, provided, however, that holders of preferred stock shall have only such voting rights as are granted under Section 194 of the Mississippi Constitution of 1890.

Section 5. The common stock of the association shall not bear dividends. The preferred stock shall bear non-cumulative dividends not exceeding 6% per annum, if earned and when declared by the board of directors; and such dividends shall have preference over any and all other dividends or distributions declared in any year. In the discretion of the board of directors, all dividends or distributions, or any part thereof, may be paid in certificates of preferred stock and/or ad intereim certificates representing fractional parts thereof, subject to conversion into full shares.

Section 6. The common stock of any member who shall die or whose membership is terminated by the board of directors shall be retired by the association at its par or book value, whichever is less; and the association may pay therefor in cash or by certificate of indebtedness payable within one year from date thereof. The preferred stock, or any part thereof, may be redeemed or retired from time to time, provided said stock is retired in the same order as issued. All such preferred stock so retired shall be paid for in cash at the par value thereof, plus any dividend declared thereon and unpaid. No stock shall bear dividends or be eligible for voting after its is called for retirement.

Section 7. In the event of dissolution or liquidation of the association, no holder of stock shall receive any distribution of the assets on such stock in excess of the par value thereof, plus any dividend declared thereon and unpaid. Upon such distribution, the holders of preferred stock shall be entitled to receive the par value of their stock, plus any dividend declared thereon and unpaid, before any distribution is made on the common stock.

ARTICLE VIII. Each of the parties hereby subscribes for one share of common stock of the association and agrees to pay therefor at the par value of $10.00, in cash, at the first meeting to be held after the issuance of the association's charter by the Secretary of State.

In testimony whereof, we each have hereunto set our hands in duplicate this 5th day of May, 1937.

H. J. Grady. Tracy Moore, Melville Harris,
Charlie Harris. W.R.Wooten, H. W. Greer,
W. W. Anglin, J. F. Graham, J. J. Dancy,
R. K. Edwards, W. C. Greer, J. J. Clayton,
D. D. Mills.

State of Mississippi, County of DeSoto.

Before me, the undersigned authority competent to take acknowledgments, personally appeared the within named: H. J. Grady, Tracy Moore, Melville Harris, Charlie Harris, W. R. Wooten, H. W. Greer, W. W. Anglin, J. F. Graham, J. J. Dancy, R. K. Edwards, W. C. Greer, J. J. Clayton, D. D. Mills, 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 5th day of May, 1937.

Given under my hand and seal this 5th day of May, 1937. S. H. Sheffield, Notary Public.
(SEAL) My commission expires June 14, 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 association and incorporation of Cockrum Gin Association (A.A.L.) domiciled at Cockrum, 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 18th day of May, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-36, at page 577, 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 May, 1937.

Walker Wood
Walker Wood, Secretary of State.

(GREAT SEAL)

Recorded: May 18th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation of
HARLOW GIN ASSOCIATION (A.A.L.)

We, the undersigned, all of whom are engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of 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 other laws of the State of Mississippi, in relation to corporations so formed, or amendments thereo; and for that purpose hereby adopt the following Articles of Association and Incorporation:

ARTICLE I. The name of the association shall be Harlow Gin Association (A.A.L.)

ARTICLE II. The domicile of the association shall be at Cleveland, Bolivar County, Mississippi.

ARTICLE III. The period of existence of the association shall be fifty years from date thereof.

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, primarily, to engage in the business of ginning and wrapping cotton, and buying, selling, storing, shipping and otherwise handling cotton-seed and cotton-seed products for its members; however it may engage in any other business granted, authorized, or allowed to associations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or amendments thereto. The association may also engage in any part or all of its activities with non-members, provided the business transacted with such non-members is not greater in value than that transacted with 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, or other laws of the State of Mississippi, or amendments thereto, granting corporate powers to cooperative associations.

ARTICLE VII. Section 1. The authorized capital stock of the association shall be $25,000.00, of which the sum of $1,000.00 shall be common stock, divided into 100 shares of the par value of $10.00 each, and $24,000.00 shall be preferred stock, divided into 960 shares of a par value of $25.00 each. Section 2. The common stock of the association shall only be issued or transferred to, or held by producers of agricultural products who make use of the services and facilities of the association; and no person, firm or corporation shall own or hold at any one time more than one share of such common stock. The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural associations, organizations, federations, or corporations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or whose purposes and operations are in harmony with the purpose of that act. Section 3. All transfers of stock shall be made on the books of the association on surrender of the certificates covering the same by the holder thereof, or by attorney properly authorized, but only with the consent and approval of the board of directors, and when the stockholder is free from indebtedness to the association. No purported transfer of stock shall pass any right or privilege on account of such stock, or any vote or voice in the control or management of the association unless the recipient thereof is eligible, as herein defined, to hold such stock, and such transfer is approved by the board of directors. Section 4. Each share of stock shall entitle the holder thereof to one vote, provided, however, that holders of preferred stock shall have only such voting rights are are granted under Section 194 of the Constitution of Mississippi of 1890. Section 5. The common stock of the association shall not bear dividends. The preferred stock shall bear non-cumulative dividends not exceeding 6 per centum per annum, if earned and when declared by the board of directors; and such dividends shall have preference over any and all other dividends and distributions declared in any year. In the discretion of the board of Directors, all dividends or distributions, or any part thereof, may be paid in certificates of preferred stock and/or ad interim certificates representing fractional parts thereof, subject to conversion into full shares. Section 6. The common stock of any member who shall die or whose membership is terminated by the board of directors shall be retired by the association at its par value or book value, which ever is less; and the association may pay therefor in cash or by certificate of indebtedness payable within one year from the date thereof. The preferred stock, or any part thereof, may be redeemed or retired from time to time, provided said stock is retired in the same order as issued. All such preferred stock so retired shall be paid for in cash at the par value thereof, plus any accrued dividend declared thereon and unpaid. No stock shall bear dividends or be eligible for voting after it is called for retirement. Section 7. In the event of dissolution or liquidation of the association, no holder of stock shall receive any distribution of the assets on such stock in excess of the par value thereof, plus any dividend declared thereon and unpaid. Upon such distribution, the holders of preferred stock shall be entitled to receive the par value of their stock, plus any dividend declared and unpaid, before any distribution is made on the common stock.

ARTICLE VIII. Each of the parties hereto hereby subscribes for one share of common stock of the association and agrees to pay therefor at the par value of $10.00 in cash, at the first meeting to be held after the issuance of the association's charter by the Secretary of State.

In testimony whereof, we have each hereunto set our hands in duplicate, this the 20 day of May, 1937.

John J. Armstrong, G. R. McKnight, R.E.McKnight, R.E.Griffin,
C. I. Bagwell, J. N. Williamson, J. T. Im, B. E. McDearman,
J. R. Tedder, J. C. Hardin, Joe A. McKnight.

State of Mississippi,
Boliver County.

Before me, the undersigned authority competent to take acknowledgements, personallt appeared the above named: John J. Armstrong, J. R. Tedder, G. R. McKnight, J. C. Hardin, R. E. McKnight, Joe A. McKnight, R. E. Griffin, C. I. Bagwell, J. N. Williamson, J. T. Im, B. E. McDearman who then and there acknowledged that they signed and delivered the foregoing instriment of writing in duplicate as their free act and deed on the 20 day of May, 1937.

Given under my hand and seal this 20 day of May, 1937.

(SEAL)

C. J. Braggs,
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 Harlow Gin Association)A.A.L.), domiciled at Cleveland, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Artucle 1, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 21st day of May, 1937, and one copy thereof receorded in this office in Record of Incorporations Book No. 36-37 at page 578, and the other copy thereof returned to said association.

Given under my hand and the Great Ssal of the State of Mississippi hereunto affixed this 21st day of May, 1937.

Walker Wood
Walker Wood, Secretary of State.

Recorded: May 21, 1937.

Proof of Publication, Showing publication made on May 31st 1937
Filed in this office June 2nd 1937 Walker Wood Secretary of State

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7444 W.

The Charter of Incorporation of

TUPELO HOMESTEADS ASSOCIATION

We, the undersigned, being natural persons of full age, do hereby associate ourselves together for the purpose of forming a corporation under the General Corporation Act of the State of Mississippi, being Chapter 100 of the Mississippi Code of 1930 as amended and supplemented, and we hereby adopt the following Charter of Incorporation:

FIRST: The corporate title of said company is Tupelo Homesteads Association.

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

NAMES	POST OFFICE ADDRESSES
Forest P. Newman	Tupelo, Miss.
Ben P. Bolton	Tupelo, Miss.
J. H. Kellum,	Tupelo, Miss.

THIRD: The domicile of the corporation is at Tupelo Homesteads, near Tupelo, County of Lee, State of Mississippi.

FOURTH: The total number of shares of stock which the corporation is authorized to issue is two hundred and fifty (250) shares of common stock of the par value of Three ($3.00) Dollars per share. The stockholders shall hereinafter be designated as members.

FIFTH: The period of existence of the corporation is fifty (50) years.

SIXTH: The purposes for which the corporation is created are: To participate in the establishment, maintenance and development of a community at Tupelo Homesteads, near Tupelo, County of Lee, State of Mississippi, for the mutual benefit of the members of such community; to engage in activities designed to rehabilitate such members and make them self-supporting; and to do and perform all acts and things necessary, convenient, useful or incidental to the accomplishment of these purposes.

SEVENTH: The rights and powers that may be exercised by said corporation are those conferred by the provisions of Chapter 100 of the Mississippi Code of 1930 as amended and supplemented, and in addition thereto and in furtherance, but not in limitation thereof, this corporation shall have the right and power to do any or all of the following enumerated things:

(a) To acquire or assist in acquiring in any manner, dispose of or assist in disposing of in any manner, construct, build, establish, own, equip, operate, maintain, improve, administer, and supervise any buildings, plants, mills, factories, industries, commercial establishments, farms, pasturages, homesteads and cooperative enterprises or activities of any kind, and power, light, gas and water plants for the purpose of manufacturing, for, and furnishing to, its members, power, light, gas, and water, and to perform any other necessary or desirable operations or functions in connection therewith. (b) Without restriction or limitation as to amount, to buy, or to acquire by gift or in any other manner, or assist in acquiring, and to sell, lease, mortgage, pledge, assign, transfer, or otherwise dispose of, or assist in disposing of, any land or lands or real property of any description whatsoever, and any right or title of any nature therein, including structures or other improvments thereon or therein. (c) Without restriction or limitation as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of, personal property of every class and description whatsoever, for any purpose or use necessary, convenient, useful or incidental to the accomplishment of the purposes of the corporation. (d) To accomplish, effect, or assist in any manner the transportation or movement of persons or property or both, in any manner whatsoever that may be necessary or desirable in the furtherance of any or all of the purposes, powers and objects set forth herein. (e) To copperate with any Governmental agency or agencies, whether national, state, county, or municipal, or with any public or private agency whatsoever, in the purchase, construction, equipment, operation, maintenance, or supervision of any undertaking of this corporation designed to effectuate the purposes herein set forth. (f) To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, lease, assign, and transfer, or otherwise dispose of, to invest, trade, deal in and trade with goods, wares, merchandise, and personal property of every class and description. (g) To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic, or government, or any agency, or agencies thereof, and more especially, to enter into, make and perform any covenant required by and of grantor of any land or improvements thereon which may be designed or intended to restrict or limit the use of the premises conveyed to the objects and purposes for which this corporation is organized. (h) To borrow or raise moneys necessary or convenient to the accomplishment of the purposes of this corporation, and, from time to time, without limitation upon amount, to draw, make, accept, endorse, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable and non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and the interest thereon, by mortgages upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired; to sell, pledge, or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes. (i) To acquire in any manner, hold, sell, assign, transfer, mortgage, pledge, or otherwise deal in or with the capital stock, bonds or other securities or evidences of indebtedness, as well as any dividends, interest, premiums or profits thereon, of any domestic or foreign, private or public corporation, and while the holder of such stock or other securities or evidences of indebtedness to exercise all the rights and privileges of ownership, including the right to vote thereon, and the right to transfer the same unconditionally or otherwise, to the same extent as natural persons might or could do. (j) To dedicate or grant, for public or community use, streets, sewers, playgrounds, parks, schools, commons, community buildings and community facilities of any and all kinds and any property for any of the foregoing or similar purposes. (k) To have one or more offices to carry on all or any of its operations or enterprises or to promote its objects. (l) To do any and all of the things herein set forth and, in addition, any and all other acts and things necessary, convenient, useful or incidental to the attainment of its purposes, as fully and to the same extent as natural persons lawfully might or could do, as principals, agents, contractors, trustees, or otherwise, and either alone or in company with others, in so far as such acts are permitted to be done by a corporation organized under the laws of the State of Mississippi. (m) The foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation as provided for under the laws of the State of Mississippi.

EIGHTH: The number of shares of common stock necessary to be subscribed and paid for before the corporation shall commence business shall be three shares of common stock.

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

TENTH: Any natural person who (a) occupies or shall occupy any tract comprising part of the Tupelo Homesteads Community as a licensee or lessee of the United States or of this corporation, or (b) has or shall have a contract right to purchase such a tract from this corporation, or (c) resides upon land purchased or leased by any corporation or association organized with the approval of the Administrator of the Resettlement Administration, United States Department of Agriculture, for the purpose of serving the members of the said community, or (d) is the wife or husband of an adult member of the family of any one of the foregoing persons, shall be eligible to an interest and to participation in the affairs of the corporation upon proof of compliance with such terms and conditions as may be provided in the by-laws; provided that one, but no more than one, occupant of each homestead tract shall be admitted to membership hereunder. Eligibility under the provisions of this article shall be determined by the Board of Directors of this corporation. In construing this article Tupelo Homesteads Community shall be deemed to mean the community project of the Resettlement Administration, United States Department of Agriculture, located near Tupelo, County of Lee, State of Mississippi, as such community is now designed and laid out or as it may be designed or laid out at any time during the

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existence of this corporation.

ELEVENTH: Except as set forth herein, the rights, duties, and obligations of all persons becoming stockholders in the corporation shall be provided for in the By-Laws of the corporation.

TWELFTH: Stock certificates of the corporation shall be in such form as shall be provided for in the By-Laws of the Corporation, and they shall not be assignable or transferable except as specifically provided for in the By-Laws of the corporation.

THIRTEENTH: Each member admitted to an interest in the corporation shall be entitled to own but one share of stock and to have but one vote upon any and all occasions, except that at all elections of directors every members shall have the right to vote his share of stock for as many persons as there are directors to be elected, or to vote cumulatively, so as to give one candidate as many votes as the number of directors to be elected, or to distribute them among as many candidates as he shall see fit. Under no circumstances shall a vote by proxy be allowed or considered.

FOURTEENTH: The business of the corporation shall be managed by a Board of five directors. A majority of the directors shall be members. The first Board of Directors shall consist of the above named incorporators and

NAMES	POST OFFICE ADDRESSES
J. P. Nanney,	Tupelo, Miss.
W. F. Trapp	Tupelo, Miss.

The terms of the three directors, who are the incorporators hereof, shall be for the period ending at the annual meeting of the members to be held on the first Monday in January, 1938. The term of the two additional directors named herein shall be for the period ending at the annual meeting to be held on the first Monday in January, 1939. The term of the directors subsequent to that of the first Board of Directors shall be two years, so that three directors will be elected in one year and two directors the next year. All directors shall serve until their successors are elected and qualify, and all directors shall be elected by the members at their annual meetings. A quorum of the directors for the transaction of business at any meeting duly called shall be a majority of the directors.

FIFTEENTH: In furtherance, and not in limitation, of the powers conferred by the laws of the State of Mississippi, the Board of Directors is expressly authorized:

(a) By resolution or resolutions, passed by a majority of the whole board, to designate one or more committees, each committee to consist of two or more of the directors of the corporation, which, to the extent provided in said resolution or resolutions, or in the by-laws of the corporation, shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the corporation, or any part thereof, and may have power to authorize the seal of the corporation to be affixed to all papers which may require it. Such committee or committees shall have such name or names as may be stated in the By-Laws of the corporation, or as may be determined from time to time by resolution adopted by the Board of Directors. (b) By resolution or resolutions, passed by a majority of the whole Board, to authorize and cause to be executed, mortgages and liens upon the property of the corporation; to sell, lease or exchange all the property and estate of the corporation, including its good will and its corporate franchise, upon such terms and conditions and for such consideration as the Board of Directors shall deem expedient and for the best interest of the corporation. (c) By resolution or resolutions, passed by a majority of the whole board, to appoint a manager or attorney to transact the business of the corporation and to confer upon him all such powers and duties as it may deem necessary or expedient in the premises, including the power to appoint one or more assistant managers or attorneys with like powers and duties.

SIXTEENTH: This corporation may, in its by-laws, confer powers upon the Board of Directors in addition to the foregoing.

SEVENTEENTH: Both members and directors shall have power, if the By-Laws so provide, to hold their meetings, and to have one or more offices within or without the State of Mississippi, and to keep the books of this corporation (subject to the provisions of the statute) outside the State of Mississippi, at such places as may be designated from time to time by the Board of Directors.

EIGHTEENTH: The first meeting of the incorporators, who shall be deemed the only persons in interest, for the purpose of organization of this corporation, may be called by oral notice given to the incorporators.

NINETEENTH: The right to amend, alter, change or repeal any provision contained in the Charter, in the manner now or hereafter prescribed by statute, is hereby reserved, and all rights conferred upon members herein are granted subject to this reservation, provided, however, that no amendment of Articles SIXTH, TENTH, ELEVENTH, or of this Article, shall be effective if inconsistent with the terms, covenants, or conditions of any agreement entered into by the corporation.

In testimony whereof, we have hereunto set our hands and seal this 17th day of May, 1937.

Forest P. Newman, (SEAL)
Ben P. Bolton (SEAL)
J. H. Kellum (SEAL)

State of Mississippi)
County of Lee) SS.

This day personally appeared before me, the undersigned authority Forest P. Newman, Ben P. Bolton and J. H. Kellum, incorporators of the corporation known as the Tupelo Homesteads Association, who acknowledged that they signed and executed the above and foregoing Charter of Incorporation as their act and deed on this 17th day of May, 1937.

Bryon Long,
Chancery Clerk, Lee County, Miss.
(SEAL)

Received at the office of the Secretary of State this the 18th day of May, A. D. 1937, together with the sum of twenty and no/100 Dollars ($20.00) deposited to cover the recording fee and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi, May 18th, 1937.

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 Tupelo Homestead 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-fourth day of May, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: May 24th, 1937.

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Certificate of Incorporation
of
Hancock Electric Power Association

We, the undersigned persons of full age, residing in the territory in which the principal operations of the corporation to be organized pursuant hereto are to be conducted and desirous of using electric energy to be furnished by such corporation, acting for ourselves as individuals, for the purpose of forming a corporation under and pursuant to Chapter 184, House Bill No. 578, of the laws of the State of Mississippi of 1936 and laws amendatory thereof and supplemental thereto, do hereby adopt the following Certificate of Incorporation.

ARTICLE I. The name of the corporation shall be Hancock Electric Power Association.

ARTICLE II. The purposes for which the Corporation is formed are: (a) To generate, manufacture, purchase, acquire and accumulate electric energy for its members and to transmit, distribute, furnish, sell and dispose of such electric energy to its members, and to construct, erect, purchase, lease as lessee, and in any manner acquire, own, hold, maintain, operate, sell, dispose of, lease as lessor, exchange and mortgage plants, buildings, works, machinery, supplies, apparatus, equipment, and electric transmission and distribution lines or systems necessary, convenient or useful for carrying out and accomplishing any or all of the foregoing purposes; (b) To acquire, own, hold, use, exercise and, to the extent permitted by law, to sell, mortgage, pledge, hypothecate and in any manner dispose of franchises, rights, priviledges, licenses, rights-of-way and easements necessary, useful or appropriate to accomplish any or all of the purposes of the Corporation. (c) To purchase, receive, lease as lessee, or in any other manner acquire, own, hold, maintain, use convey, sell, lease as lessor, exchange, mortgage, pledge or otherwise dispose of any and all real and personal property or any interest therein necessary, useful or appropriate to enable the Corporation to accomplish any or all of its purposes; (d) To assist its members to wire their premises and install therein electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character (including such as are applicable to water supply and sewage disposal) and, in connection therewith and for such purposes, to purchase, acquire, lease, sell, distribute, install and repair electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character (including such as are applicable to water supply and sewage disposal) and to receive, acquire, endorse, pledge, guarantee, hypothecate, transfer, or otherwise dispose of notes and other evidences of indebtedness and all security therefor; (e) To borrow money, to make and issue bonds, notes and other evidences of indebtedness, secured or unsecured, for moneys borrowed or in payment for property acquired, or for any of the other objects or purposes of the Corporation; to secure the payment of such bonds, notes or other evidences of indebtedness by mortgage or mortgages, or deed or deeds of trusts upon, or by pledge of or other lien upon, any or all of the property rights, priviledges or permits of the Corporation, wheresoever situated, acquired or to be acquired. (f) To make advances and to extend credit to or for the account of the members of the Corporation and take any form of obligation or security therefor, to acquire, hold, transfer or pledge any note or other obligation, and to make any contract, endorsement or guarantee deemed desirable incident to the transfer or pledge of any such obligation, note or security; (g) To do and perform, either for itself or its members, any and all acts and things, and to have and exercise any and all powers, as may be necessary or convenient to accomplish any or all of the foregoing purposes, or as may be permitted by the Act under which the Corporation is formed.

ARTICLE III. The operations of the Corporation shall be principally conducted in the Counties of Hancock, Pearl River and Harrison, in the State of Mississippi.

ARTICLE IV. The location of the principal office of the Corporation and the postoffice address thereof shall be Bay St. Louis, Mississippi.

ARTICLE V. Section 1. The government of the Corporation and the management of its affairs and business shall be vested in a board of not to exceed five (5) directors.

Section 2. The names and postoffice addresses of the directors who are to manage the affairs of the Corporation for the first year of its exeistence or until their successors are chosen are as follows:

NAME	POST OFFICE ADDRESS
John S. Rester	Rural Route No. 1, Picayune, Mississippi
J. B. Easterling, Jr.	Star Route, Bay St. Louis, Mississippi.C
C. W. Fountain,	Logtown, Mississippi.
I. M. Frierson,	Rural Route No. 1, Picayune, Mississippi.
Harold B. Weston	Bay St. Louis, Mississippi.

Section 3. The Board of Directors shall have power to make and adopt such rules and regulations not inconsistent with the Certificate of Incorporation or the By-Laws of the Corporation or the laws of the State of Mississippi as it may deem advisable, necessary or convenient in conducting and regulating the business and affairs of the Corporation.

ARTICLE VI. The period of duration of the Corporation shall be ninety-nine (99) years.

ARTICLE VII. Section 1. Any person, firm or corporation, in addition to the undersigned incorporators, may become a member in the corporation by: (a) Paying such membership fee as shall be specified in the By-Laws of the Corporation; (b) Agreeing to purchase from the Corporation the amount of electric energy hereafter in Section 3 of this Article specified; and (c) Agreeing to comply with and be bound by the Certificate of Incorporation and By-Laws of the Corporation and any amendments thereof and such rules and regulations as may from time to time be adopted by the Board of Directors of the Corporation; provided, however, that no person, firm or corporation, except the undersigned incorporators of the corporation, or any person, firm or corporation accepted for membership by the members at any meeting, thereof, shall become a member in the corporation unless and until he has been accepted for membership by the affirmative vote of a majority of the members of the Board of Directors of the Corporation.

Section 2. Membership in this corporation shall be evidenced by a certificate of membership which shall be in such form and shall contain such provisions as shall be determined by the Board of Directors not contrary to or inconsistent with the Certificate of Incorporation or the By-Laws of the Corporation.

Section 3. Each member of the corporation shall as soon as electric energy shall be available purchase from the corporation monthly not less than the minimum amount of electric energy which shall from time to time be determined by resolution of the Board of Directors of the Corporation and shall pay therefor, and for all additional electric energy used by such member, the price which shall from time to time be fixed therefor by resolution of the Board of Directors. Each member shall also pay all obligations which may from time to time become due and payable by such member to the corporation as and when the same shall become due and payable. Each member shall comply with such rules and regulations as may from time to time be adopted by the Board of Directors.

Section 4. No member of the corporation may own more than one membership and each member shall be entitled to one vote and no more upon each matter submitted to a vote, at all meetings of the members of the Corporation. The vote of each member of the corporation may be cast in person or by mail.

Section 5. The private property of the members of the corporation shall be exempt from execution for the debts of the corporation and no member shall be individually responsible for any debts or liabilities of the corporation.

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ARTICLE VIII. The corporation may amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now or hereafter prescribed by law.

In testimony whereof, we have hereunto set our hands and affixed our seals, this 10th day of May, A. D. 1937.

John S. Rester (SEAL)
C. W. Fountain (SEAL)
J. B. Easterling, Jr. (SEAL)
I. M. Frierson (SEAL)
HAROLD B. WESTON (SEAL)
Subscribers to the Certificate of Incorporation of Hancock Electric Power Association.

Signed and seal in the presence of:
Edward L. Jones
Edward L. Jones
Edith Ladner.

State of Mississippi,
County of Hancock.

This day personally appeared before me, the undersigned authority in and for the aforesaid County and State, the within named John S. Rester, J. B. Easterling, Jr., C. W. Fountain, I. M. Frierson and Harold B. Weston, Incorporators of the Corporation known as the Hancock Electric Power Association, who acknowledged that they signed and executed the above and foregoing Certificate of Incorporation as their act and deed on this the 10th day of May, A. D. 1937.

Given under my hand and seal of office, this the 24th day of May, A. D. 1937.
Edward L. Jones, Notary Public.
(SEAL)

Received at the office of the Secretary of State, this the 25th day of May, A. D. 1937, 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 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 Hancock 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 twemty-sixth day of May, 1937.
Hugh White, Governor,

By the Governor,
Walker Wood,
Secretary of State.

Recorded: May 27th, 1937.

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This corporation dissolved by decree of the Chancery Court of Pike Co. Miss. rendered April 9th 1938 in cause thereon pending styled In the matter of the surrender of charter of incorporation of Parker Auto Parts Company and numbered #609, on the General Docket of said Court. Certified copy of said decree filed here 5/2/1939

Charter of Incorporation of

PARKER AUTO PARTS COMPANY

1. The corporate title of said company is Parker Auto Parts Company, Inc.
2. The names and postoffice addresses of the incorporators are: T. J. Parker, McComb, Mississippi; John F. McEwen, McComb, Mississippi; Mrs. Gussie Parker, McComb, Mississippi.
3. The domicile is at McComb, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: There shall be $10,000 in amount of capital stock, all of which shall be common stock with a par value as hereinafter described.
5. There shall be 100 shares of common stock with a par value of $100.00 per share.
6. The period of existence shall be fifty years.
7. The purposes for which the corporation is created and the powers which it may exercise are as follows: To buy, sell and deal in a general line of motor vehicle parts, tires, tubes, batteries, and other accessories, wholesale and retail; to engage in a general filling station, gasoline, oil, grease, lubricants, service station, repair, and garage business; to operate a general automobile repair and machine shop; to buy, sell, and deal in used automobiles; and in the prosecution of the business of said corporation it is authorized to hypothecate and assign its franchise, notes, and choses in action. That the said corporation may do and perform such other acts incident to its business not prohibited by law, and that it shall have the power to sell, lease, mortgage, or take mortgages on real estate or personal property in 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 of the Code of Mississippi of 1930.
8. There shall be sixty shares of the common stock subscribed and paid for, in cash, or its equivalent in property, before the corporation may begin business.

T. J. Parker,
J. F. McEwen,
Mrs. Gussie Parker,
Incorporators.

State of Mississippi,
County of Pike.

This day personally appeared before me, the undersigned authority in and for the said county and state, the within named T. J. Parker, J. F. McEwen and Mrs. Gussie Parker, incorporators of the incorporation known as Parker Auto Parts 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 February, A. D. 1937.

(SEAL)

H. L. Simmons, Notary Public.

Received at the office of the Secretary of State, this the 4th day of Feb. A. D. 1937, 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 8th, 1937.

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

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Parker Auto Parts Company, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Eighth day of February, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 9, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Approved
J. S. Williams, 3rd
Commissioner of Insurance
2/4/37/

The Charter of Incorporation of
THE HULETT BURIAL ASSOCIATION, INC.,
Of Hattiesburg, Mississippi.

(a) The corporate name of the company shall be and is "THE HULETT BURIAL ASSOCIATION, INC.", of Hattiesburg, Mississippi;

(b) The purpose for which the Company and Corporation is formed, and the business plan or principal of the operation of its business, are as follows, to-wit:

(1) To engage in the business of a burial association; to make contracts in advance of death to bury the beneficiaries of said contracts; to make contracts in advance of death to pay the funeral expenses of the beneficiaries of said contracts; to make contracts in advance of death to pay the beneficiaries of said contracts a sum of money in lieu of funeral expenses;

(2) To make and issue funeral and burial contracts in consideration of a stipulated cash payment and/or the payment of stipulated premiums, the beneficiaries in said contracts to be and become entitled to the funeral and burial services and supplies as set forth in said contracts and in accordance with the terms thereof:

(3) Generally, to engage in the business of owning, operating and controlling a funeral and burial association; to own, lease, or otherwise acquire or contract or arrange for premises and property upon and within and with which to operate said business, and to own, lease, or otherwise acquire or contract or arrange for funeral and burial services, supplies and equipment; and to do any and all things necessary, convenient or desirable in effectually owning, operating and controlling said business. But to do nothing contrary to law, or in conflict with any of the statutes or laws of the State of Mississippi:

(c) The names, addresses, residences and official titles of all the officers who are to have and exercise the general control and management of the affairs and the funds of the corporation are as follows, to-wit:

NAME:	RESIDENCE AND ADDRESS:	OFFICIAL TITLE:
Jas. E. Hulett	Hattiesburg, Miss	President and Treasurer.
A. C. Hulett	Hattiesburg, Miss	Vice-President.
Mary L. Hulett	Hattiesburg, Miss	Secretary.

(d) The domicile of the corporation is and shall be Hattiesburg, in Forrest County, Mississippi:

(e) The amount of the capital stock of the corporation is and shall be Five Thousand ($5,000.00) Dollars, which said stock shall consist of fifty (50) shares of the par value of One Hundred ($100.00) Dollars per share. Each and all of said shares of stock shall be common stock, entitling the owners and holders thereof to equal powers and privileges in proportion to the number of shares of such stock owned and held. Said total authorized capital stock of Five Thousand ($5,000.00) Dollars shall be subscribed and paid for in money or property before the corporation begins business.

Witness the sinatures of the undersigned incorporators on this, the 30th day of January, A. D. 1937.

Jas. E. Hulett
Jas. E. Hulett
Albert C. Hullett
A. C. Hulett
Mary L. Hulett
(Miss) Mary L. Hulett

The
State of Mississippi,
Forrest County.

Personally came and appeared before me, the undersigned authority in and for said State and County, the above and within named Jas. E. Hulett and Mary L. Hulett, each personally known to me, who separately and together acknowledged that they signed, executed and delivered the above and foregoing instrument on the date therein mentioned as their own act and deed and for the purposes therein expressed.

Witness my signature and official seal at Hattiesburg, in Forrest County, Mississippi, this, the 29th day of January, A. D. 1937.
(SEAL)
L. M. Cox, Circuit Clerk and
Ex Officio Notary Public.

The State of Mississippi,
Oktibbeha County.

This day personally came and appeared before me, the undersigned authority in and for said State and County, the above and within named A. C. Hulett, personally known to me, who acknowledged that he signed, executed and delivered the above and foregoing instrument on the date therein written as his own act and deed and for the purposes therein expressed.

Witness my signature and official seal this, the 30 day of January, A. D. 1937.
(SEAL)
W. A. Hogan, Chancery Clerk.

Received at the office of the Secretary of State, this the 5th day of Feb. A. D. 1937, 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 8th, 1937.

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 Hulett Burial Association of Hattiesburg, Mississippi is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Eighth day of February, 1937.
Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: February 9th, 1937.

AMENDMENT OF CORRECTION

TO

ARTICLES OF INCORPORATION

OF

THE PEOPLES BANK OF LOUIN.

Louin, Jasper County, Mississippi.

WHEREAS, heretofore on the 17th day of November, 1934, the stockholders of The Peoples Bank of Louin, Louin, 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; and

WHEREAS, it is desired to amend the Charter, as amended, to provide that the dividend rates on the Preferred Stock of the Bank shall conform with the latest revised dividend rates approved by Reconstruction Finance Corporation; 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 November 17, 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 Court 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 November, 1934, and to provide for the latest revised rates, the Articles of Incorporation as amended, be amended, as follows:

By striking from the Charter, as amended, all of said Amendment adopted November 17, 1934, except RESOLVED FIRST, which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, That the Articles of Incorporation be amended by inserting a new article to be designated as Article 7th, reading as follows:

Article 7th. "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 4th and inserting in the place thereof the following:

Article 4th. (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) $6,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 240 shares of the par value of $25.00 (1) each; and (b) $6,000.00 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 4th) divided into 240 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 the net profits of the Corporation (determined as provided in section 5 of this article 4th) accruing after November 17, 1934 (2) (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, 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 decalred 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 4th) 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

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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 4th, 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 months' period ending December 31, 1934 (#) 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 bem 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 pyament into the preferred stock retirement fund (referred to in section 8 of this article 4th) 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 4th) 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 payments 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 4th.

(9) Retirement of Preferred Stock by call.—Subject to the provisions of section 7 of this Article 4th, 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 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~~ 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 4th 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 OF THE ASSETS AND

(f) All or substantially all of the assets and business of the Corporation may be sold or otherwise disposed of; BUSINESS OF ANY BANKING CORPORATION OR TRUST COMPANY;

(g) The Corporation may go into voluntary liquidation; and

(h) Any plan of reorganization of the Corporation may be carried into effect— STATE COMPTROLLER

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 4th or 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~~ STATE COMPTROLLER;

(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.

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(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 4TH 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 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 4TH, 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 percent 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 4TH IN ACCORDANCE WITH THE REQUIREMENTS OF PARAGRAPH (c) OF SECTION 6 OF THIS ARTICLE 4TH, on and after February 1, 1937, shall not have amounted in the aggregate to five percent 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~~ 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 ~~Superintendent of Banks~~ 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 then 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.

RESOLVED ~~FIFTH~~ FOURTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 8TH, reading as follows:

ARTICLE 8TH. (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 4TH 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 the 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.

RESOLVED ~~SIXTH~~ FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 9TH, reading as follows:

ARTICLE 9TH. **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 percent 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 ~~SEVENTH~~ 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 ~~EIGHTH~~ 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 pesons as the Board of Directors may deem advisable.

At an ANNUAL meeting of the shareholders of THE PEOPLES BANK OF LOUIN, LOUIN, Mississippi, held on JANUARY 21, 1937, 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	240	Total number of shares of Preferred Stock represented at the meeting	240
Total number of shares of Preferred Stock voted in favor of the resolutions	240	Total number of shares of Preferred Stock voted against the resolutions	None
Total number of shares of Common Stock outstanding	240	Total number of shares of Common Stock represented at the meeting	178
Total number of shares of Common Stock voted in favor of the resolutions	178	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 annual 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) C. B. Holden, President.

Subscribed and sworn to before me this 21st day of January, A. D., 1937. Wilma Royals, Notary Public.

(SEAL OF NOTARY) My Com. 4-14-1940

EFFECTUATION CERTIFICATE

EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of THE PEOPLES BANK OF LOUIN ~~Bank~~, LOUIN, Mississippi, adopted by the Stockholders on the 21 day of JANUARY, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 4th day of FEBRUARY, 1937.

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 4th day of FEB, A. D., 1937, 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 the proposed Amendments to the Charter of Incorporation of THE PEOPLES BANK OF LOUIN, Bank adopted by the Stockholders on the 21st day of JANUARY, 1937, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/8/37

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 PEOPLES BANK OF LOUIN is hereby 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 FEBRUARY, 1937

By the Governor.

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

RECORDED: FEBRUARY 9, 1937

#7459 W.

The Charter of Incorporation of

THE MERIDIAN HOSIERY MILLS.

1. The corporate title of said company is The Meridian Hosiery Mills.

2. The names of the incorporators are: Andrew G. Gainey, post office, Meridian, Mississippi. Paul H. BuBeck, post office, Meridian, Mississippi. Thos L. Bailey, postoffice, Meridian, Mississippi.

3. The domicile is at Meridian, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: Two Hundred and Fifty Thousand Dollars represented by 2000 shares of preferred stock and 2000 shares of common stock. The preferred stock shall be entitled to receive dividends at the rate of 6% per annum, payable semi-annually, and on such dates as the Board of Directors determine. Before any dividends shall be paid upon or set apart for the common stock, dividends shall be paid on all outstanding preferred stock. Dividends on the outstanding preferred stock shall be cumulative.

The preferred stock may be reduced in whole or in part at face value of $100.00 per share in addition to all accrued and unpaid dividends upon thirty days published or written notice to the holder of record thereof, said notice to be given in such manner as may be prescribed by the Board of Directors. At least 50% of the income of said corporation after the payment of taxes, upkeep, purchase of machinery and operating cost, shall be devoted by the Board of Directors to the retirement of the preferred stock. In no case, however, shall any preferred stock be redeemed under circumstances which would render said corporation insolvent or reduce its paid in capital.

5. Number of shares for each class and par value thereof: (a) Preferred stock 2000 shares of the par value of $100.00 per share; (b) 2000 shares of common stock of the par value of $25.00 per share.

6. The period of existence is fifty years.

7. The purpose for which it is created: To manufacture, buy, sell, job and deal generally in hosiery of all kinds and its kindred lines; to do any and all things, not inconsistent with law, deemed necessary for the conduct and the promotion of the business of said corporation; to purchase, acquire, own, sell and dispose of such property of every kind as is necessary to the successful conduct of the business of the corporation. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi 1930, and the amendments thereto.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 1000 shares of the preferred stock and 1000 shares of the common stock.

Andrew G. Gainey,
Paul H. Bubeck,
Thos. L. Bailey.

ACKNOWLEDGMENT

State of Mississippi,
County of Lauderdale.

This day personally appeared before me, the undersigned authority Andrew G. Gainey, Paul H. BuBeck and Thos. L. Bailey, incorporators of the corporation known as the Meridian Hosiery Mills, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on the 25th day of May, 1937.

(SEAL)

Williece McKee,
Notary Public.

Received at the office of the Secretary of State this the 28 day of May, A. D. 1937, together with the 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.

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 Meridian Hosiery Mills is hereby 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 May, 1937.

Hugh White,
Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: May 29th, 1937.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the Chancery Court of Lauderdale County, Mississippi, dated December 22, 1945 certified copy of said decree filed in this office, this December 27, 1945. Walker Wood, Secy. of State.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation
of
FARM PRODUCTS SALES ASSOCIATION INC.
Domiciled in Jackson, Mississippi

Section 1.
Name of the association: FARM PRODUCTS SALES ASSOCIATION INC.

Section 2.
The purpose of which it is formed: Is to promote the interests of agriculture and exercise and enjoy all rights, powers, privileges and immunities, givem and allowed by Chapter 99, Article 2, of the Code of Mississippi, 1930.

Section 3.
To buy and sell farm products of all kinds and to act as agent for the purchase and/or sale of farm products of all kinds on the open market in a manner not prohibited by law; to own, buy, sell and exchange farm lands and properties; to prepare, preserve and manufacture for sale all farm or agricultural products; when not prohibited by law; to own, buy, sell and exchange farm tools, equipment, and appliances of all kinds; to own and operate private or public gins in a manner not contrary to law; to own and operate private and/or public warehouses for storage of farm products when not contrary to law; and to do any and all things incidental to the aforementioned powers not contrary to law; to borrow and loan money, to give and accept security to own, sell discount, exchange, hypothecate, or otherwise deal in all kinds of securities of farmers and/or producers or others, in connection with the operation of Bonded Warehousing of and storing, selling and handling of agricultural or other products, to issue certificates of grades and warehouse receipts and to loan money on same and to borrow money or sell or exchange or discount the same, and to do and perform any and all things necessary to the proper and orderly assembling, storing, grading, financing and selling of any and all agricultural or other products either, RAW, MANUFACTURED, canned, processed or live stock, when not prohibited by law;

Section 4.
The place where its principal business transacted: Is Jackson, Mississippi.

Section 5.
The term of existance, not to exceed fifty years: Is (50) years.

Section 6.
The number of directors thereof is five, but the number may be encreased from time to time as provided in the by-laws, term of office one year.

Section 7.
Organized with capital stock-; Amount of capital stock is (100,000) One Hundred Thousand Shares of stock all co mmon, par value ($1.00) per share which when sold shall be full paid non ~~assessable~~ transferable, each share stock has one vote.

Section 8.
When the association may begin business: when one hundred share stock subscribed and paid in.

Section 9. In testimony whereof we hereunto set our hands this_____day of_____1937, as incorporators.

1. Ben S. Lowry, P.Office, Jackson, Miss.
2. W.M.Holloway, " Jackson, Miss.
3. J. E. Boggan, " Mendehall, Miss.
4. E. Barwick " Braxton, Miss.
5. J.E.DeLoach,Jr. " Jackson, Miss.
6. C.E.Blackwell, " D'Lo, Miss.
7. J.R.Bain,Sr. " Jackson,Miss.
8. Neal Prisock, " Louisville, Miss.
9. V. H. Cunningham " Louisville R # 5
10. Guss Phillips " Braxton, Miss.
11. J.R.Bain, Jr. " Belzoni, Miss.
12. J. F. Grubbs, " Magee, Miss.
13. J.V.Loper, " Potts Camp, Miss.
14. J. B. Kirk, " Potts Camp, Miss.
15. R.S.Berry, " Braxton, Miss.
16. F.D.Haley, " Braxton, Miss.
17. W.C.Cox, " Braxton, Miss.
18. Joe H. Cooper, " Braxton, Miss.
19. W.T.Hemphill, " Braxton, Miss.
20. J.E.Ammons, " Braxton, Miss.

State of Mississippi, County of Hinds.
Before me, the undersigned authority competent to take acknowledgements, personally came and appeared the above named, J. R. Bain, Sr., who then and there acknowledges that the above named signed their respective names to this instrument on the 16th day of March, 1937.
Given under my hand and seal this 16th day of Mch. 1937.

Tom Q. Ellis, Notary Public.
Clerk Supreme Court of Miss.
My term of office expires Jan. 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 articles of association and incorporation of Farm Products Sales ~~Corporation~~ Association Inc., domiciled at Jackson, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 2, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 16th day of March, 1937, and one copy thereof recorded in this office in Record of Incorporation Book No. 36-37, at page 589, 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 March, 1937.
(GREAT SEAL)

Walker Wood
Walker Wood, Secretary of State

Recorded: March 16th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to Charter of Incorporation of

ALPHA UPSILON CHAPTER OF KAPPA ALPHA ORDER

On March 3, 1937, by unanimous vote of the members of Alpha Upsilon Chapter of Kappa Alpha Order, a Mississippi Corporation, an amendment to its Charter of Incorporation was adopted and approved whereby its name was changed to

"THE SHIELD AND CROSS CLUB"

and Articles 1 and 7 of said Charter were amended as follows:

Article 1 was amended by striking out the words: "Alpha Upsilon Chapter of Kappa Alpha Order" and inserting in lieu thereof the words, "The Shield and Cross Club."

Article 7 was amended by striking therefrom the second and third paragraphs thereof.

IN WITNESS WHEREOF, I, Gordon Grantham, I and President of said Corporation, have hereunto set my hand and affixed the seal of said Corporation, this March 3, 1937.

(Seal)

Gordon Grantham,
I and President.

State of Mississippi,
County of Lafayette.

Personally appeared before me, the undersigned Notary Public in and for said County and State, the above and named Gordon Grantham, known to me to be I and President of Alpha Upsilon Chapter of Kappa Alpha Order, a Mississippi Corporation, who acknowledged to me that he signed, certified, sealed and delivered the foregoing Amendment to the Charter of said Corporation on the day and year therein mentioned.

Given under my hand and seal of office in said county and state, this March 9th, 1937.

(SEAL)

Ruby McCoy, Notary Public.
My commission expires Sept.24, 1940.

Resolution of Members Adopting and Approving Amendment to Charter of Incorporation of Alpha Upsilon Chapter of Kappa Alpha Order.

"Be it Resolved by the members of Alpha Upsilon Chapter of Kappa Alpha Order, a Corporation, that the name of the said Corporation be and the same is hereby changed from 'Alpha Upsilon Chapter of Kappa Alpha Order,' to 'The Shield and Cross Club;'

"That Article 7 of the Charter of Incorporation be amended by striking therefrom the second and third paragraphs thereof.

BE IT FURTHER RESOLVED that said Amendment is hereby adopted and approved."

****

I, the undersigned Gordon Grantham, President and I of Alpha Upsilon Chapter of Kappa Alpha Order, hereby certify that the above and foregoing is a true copy of a Resolution unanimously adopted by the members of said Corporation at the regular weekly meeting of said members held in accord with law and the By-laws of said Corporation on March 3, 1937, by which Resolution all the members of said Corporation adopted and approved the amendment to the Charter of said Corporation as set forth in said Resolution.

Gordon Grantham,
President and I.

Received at the office of the Secretary of State, this the 17th day of March, A. D. 1937, 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 17th, 1937.

I have examined this amendment of the charter of incorporation of Alpha Upsilon Chapter of Kappa Alpha Order, 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 Alpha Upsilon Chapter of Kappa Alpha Order, changing the name thereof to The Shield and Cross Club, is hereby approved.

In test-imony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Nineteenth day of March, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: March 19th, 1937.

AMENDMENT OF CORRECTION

TO
ARTICLES OF INCORPORATION

OF

THE MERCHANTS BANK

Bolton, Hinds County, Mississippi

WHEREAS, heretofore on the 17th day of January, 1935, the stockholders of The Merchants Bank, Bolton, Mississippi, adopted amendments to the Charter of said Bank, read justing its capitalization and authorizing the issuance of Preferred Stock; and

WHEREAS, said Amendments are incomplete and incorrect and is 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 Ereferred Stock and in causing said Amendments adopted January 17, 1935, to be certified to and approved by the Cpmptroller, Goverborm 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 hereny 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 January, 1935, the Articles of Incorporation **hs** amended, be amended as follows:

By striking from the Charter, as amended, all of said Amendment adopted Jamuary 17, 1935, except RESOLVED FIRST which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, that the Articles of Incorporation be amended by striking out Article 5 and inserting in the place 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."

TUCKER PRINTING HOUSE JACKSON MISS

RESOLVED ~~Fourth~~ THIRD, that the Articles of Incorporation be further amended by striking out Article ~~Fourth~~ 4 and inserting in the place thereof the following:

Article ~~Fourth~~ 4. (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 120 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 JANUARY 17, 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, 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 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 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 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 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 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) 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 percent 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 $52,000.00 (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 $1,000.00 (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 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 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 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 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 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 section 12 or 13 of this Article 4, or 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.

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(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.

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(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 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 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 percent 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 percent 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 then 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.

RESOLVED ~~FIFTH~~ FOURTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 9, reading as follows:

ARTICLE 9. (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 the 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.

RESOLVED ~~SIXTH~~ FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 10, reading as follows:

ARTICLE 10. **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 percent 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 ~~SEVENTH~~ 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 ~~EIGHTH~~ 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 pesons as the Board of Directors may deem advisable.

At an ANNUAL meeting of the shareholders of THE MERCHANTS BANK, BOLTON, Mississippi, held on JANUARY 21, 1937, 5 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	120	Total number of shares of Preferred Stock represented at the meeting	120
Total number of shares of Preferred Stock voted in favor of the resolutions	120	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	NONE

I hereby certify that this is a true and correct report of the vote and of the resolutions adopted at an ANNUAL 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) R. C. LEAVELL, President.

Subscribed and sworn to before me this 21 day of JANUARY, A. D., 1937. JESSE BIRDSONG, Notary Public.

(SEAL OF NOTARY)

EFFECTUATION CERTIFICATE

EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of THE MERCHANTS Bank, BOLTON, Mississippi, adopted by the Stockholders on the 21st day of JANUARY, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 4th day of JANUARY, 1937.

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 4th day of FEB, A. D., 1937, 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 the proposed Amendments to the Charter of Incorporation of THE MERCHANTS Bank adopted by the Stockholders on the 21st day of JANUARY, 1937, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/8/37

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 MERCHANTS 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 EIGHTH day of FEBRUARY, 1937.

By the Governor.

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

RECORDED: FEB. 9-1937

The Charter of Incorporation of the

GRUNDFEST AND KLAUS, INC.

1. The corporate title of said Company is, "Grundfest and Klaus, Inc."
2. The names and post office addresses of the Incorporators are: Ike Grundfest, Cary, Mississippi; Jack Grundfest, Cary, Mississippi; William Klaus, Cary, Mississippi.
3. The domicile is at Cary, Mississippi.
4. The capital stock shall consist of sixty (60) shares of capital stock without nominal or par value, but such stock shall be sold by the corporation for One Hundred ($100.00) Dollars per share at the time of the original issue thereof.
5. The period of existence is fifty (50) years.
6. The purpose for which it is created: To gin, compress and bale cotton; to store cotton, cotton-seed and their products; to buy and sell cotton and cotton-seed and the products and by-products thereof, and to transport the same to and from its place of 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, and amendments thereto.

Ike Grunfest,
Wm. I. Klaus,
Jack Grundfest, Incorporators.

State of Mississippi,
Warren County.

This day personally appeared before me, the undersigned authority, Ike Grundfest, Jack Grundfest, and William Klaus, incorporators of the corporation known as the Cary Ginning Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this, the 21st day of May, 1937.

(SEAL)

J. G. Hickman, Notary Public.

Received at the office of the Secretary of State this the 22nd day of May, A. D. 1937, 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 29th, 1937.

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 Grundfest and Klaus, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-ninth day of May, 1937.

Hugh White.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: May 29th, 1937.

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Amendment to the Charter of Incorporation of

THE DeJEAN PACKING COMPANY

Amendment to increase the Capital Stock of said corporation from $5,000.00 to $15,000.00, all of which stock is to be Common Capital Stock of the par value of $100.00 per share.

Elmer Williams, President.

State of Mississippi,
County of Harrison.

This day personally appeared before me, the undersigned authority a Notary Public in and for said County and State, Elmer Williams, President of the corporation known as the DeJean Packing Company, who acknowledged that he signed and executed the above and foregoing amendment to the Charter of Incorporation of said Company as his official act and deed, on this 31st day of May, 1937, being fully authorized in the premises.

(SEAL)

F. C. Goodman, Notary Public.

"Resolved by the stockholders of The DeJean Packing Company, of Biloxi, Mississippi, that the present capital stock of said corporation be increased from $5,000.00 to $15,000.00, all of which stock is to be Common Capital Stock of the par value of $100.00 per share; that application be made in the State of Mississippi so as to authorize this increase in capital in compliance with the laws of said state;

Which resolution, after being discussed was unanimously adopted by all of the stockholders, this the 31st day of May, 1937."

State of Mississippi,
County of Harrison.

Personally came and appeared before me, the undersigned authority in and for said county and state, Elmer Williams, whonafter being by me duly sworn on oath deposes and states;

That he is the president of The DeJean Packing Company, andthat the above abd forggoing resolution is a true and correct copy of a resolution unanimously adopted by the stockholders at a meeting of the stockholders of said corporation held on the 31st day of May, 1937.

Elmer Williams.

Sworn to and subscribed to before me, this the 31st day of May, 1937.

(SEAL)

F. C. Goodman, Notary Public.

Received at the office of the Secretary of State, this the 2nd day of June, A. D. 1937, together with the sum of $20.00 deposited to cover the recording fee, andreferred to the attorney general for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 2nd, 1937.

I have examined this amendment of the Charter of incorporation, The DeJean Packing 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 DeJean Packing Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this second day of June, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 3rd, 1937.

This Corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the Chancery Court of Harrison County Mississippi Dated April 1, 1944- Certified Copy of said decree filed in this Office, this April 4, 1944- Walter Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to the Charter of Incorporation of
U. KOEN AND COMPANY, INC., OF JACKSON,
a corporation, of Jackson, Mississippi.

The Charter of Incorporation of U. Koen and Company, Inc., of Jackson, a corporation, of Jackson, Mississippi, approved by the Governor of the State of Mississippi November 16, 1932, and recorded in the Records of incorporation in the office of the Secretary of State of the State of Mississippi in Book Number 31, page 221, and filed for record November 19, 1832, and recorded in Corporation Charter Record Number Four (4) at page 284 of the First District of Hinds County, Mississippi, on file in the office of the Chancery Clerk thereof, is amended so that paragraph Four (4) and Five (5) thereof are combined and amended, so as to read, provide and be, as combined and amended, as follows, to-wit:

"The capital stock of said corporation shall be Fifty Thousand ($50,000.00) Dollars, of which twenty-five thousand ($25,000.00) dollars shall be common stock, and of which twenty-five thousand ($25,000.00) dollars shall be preferred treasury stock.

The twenty-five thousand ($25,000.00) dollars of common stock shall consist of one thousand (1000) shares, of the par value of Twenty-five ($25.00) dollars per share, and of the total value of twenty-five thousand ($25,000.00) dollars.

The twenty-five thousand ($25,000.00) dollars of preferred treasury stock shall consist of one thousand (1000) shares of stock, of the par value of twenty-five ($25.00) dollars per share, and of the total par value of twenty-five thousand ($25,000.00) dollars.

The preferred treasury stock shall be known as seven per cent. (7%) preferred treasury stock, and shall be entitled to preferred dividends of seven per cent. (7%) per annum, which shall be cumulative, and shall be paid before any dividends shall be paid on the common stock, but no other dividends shall be paid on the preferred stock. Upon dissolution of the corporation, the preferred stock shall be paid in full before any payments shall be made on the common stock. The preferred stock may be retired or redeemed by the corporation, at such time and upon such terms as the Board of Directors may direct, at not less than par and accrued dividends, and such stock may be again issued and sold whenever the Board of Directors may direct. Said shares of preferred treasury stock when issued and paid for shall be deemed full paid stock, and as such not liable to any further call or assessment thereon, and any holder of any such shares of full paid stock shall not be liable for any further payment thereon.

Four hundred (400) shares of the common stock, of the par value of Twenty Five ($25.00) Dollars per share, and of the total par value of ten thousand ($10,000.00) dollars, has heretofore been subscribed and paid for.

The corporation may issue one or more of the remaining six hundred (600) shares of common stock, of the par value of Twenty Five ($25.00) Dollars per share, and of the total par value of Fifteen Thousand ($15,000.00) dollars, or one or more shares of the said one thousand (1000) shares of preferred stock, of the par value of twenty-five ($25.00) per share, and of the total par value of twenty-five thousand ($25,000.00) Dollars, at any time, or from time to time, as the Board of Directors may direct."

The foregoing Amendment to the Charter of Incorporation of U. Koen and Company, Inc., of Jackson, a corporation, of Jackson, Mississippi, was proposed and made pursuant to and in conformity with the resolution of the stockholders of said corporation adopting and approving said proposed amendment, said resolution being in the following words and figures, to-wit:

"Whereas, the stockholders of U. Koen and Company, Inc., of Jackson, a corporation, of Jackson, Mississippi, desire to increase the capital stock of said corporation from Ten Thousand ($10,000.00) dollars to fifty thousand ($50,000.00) dollars; and,

Whereas, in order to effect said increase in the capital stock of said corporation it is necessary that the Charter of the Corporation be amended:

Now, Therefore, Be It Resolved:

That the Charter of Incorporation of U. Koen and Company, Inc., of Jackson, a corporation, of Jackson, Mississippi, approved by the Governor of the State of Mississippi, November 16, 1932, and recorded in the Records of Incorporation in the office of the Secretary of State of the State of Mississippi in Book Number 31, at page 221, and filed for record November 19, 1932, and recorded in Corporation Charter Record Number Four (4), at Page 284 of the First District of Hinds County, Mississippi, on file in the office of the Chancery Clerk thereof, be amended so that Paragraphs Four (4) and Five (5) of said original charter will be combined and amended and be as follows, to-wit:

"The capital stock of said corporation shall be Fifty Thousand ($50,000.00) dollars, of which twenty-five thousand ($25,000.00) dollars shall be common stock, and of which twenty-five thousand ($25,000.00) dollars shall be preferred treasury stock.

The twenty-five thousand ($25,000.00) dollars of common stock shall consist of one thousand (1000) shares, of the par value of twenty-five ($25.00) dollars per share, and of the total par value of twenty-five thousand ($25,000.00) dollars.

The twenty-five thousand ($25,000.00) dollars of preferred treasury stock shall consist of one thousand (1000) shares of stock, of the par value of twenty five ($25.00) dollars per share, and of the total par value of twenty-five thousand ($25,000.00) dollars.

The preferred treasury stock shall be known as seven per cent. (7%) preferred treasury stock, and shall be entitled to preferred dividends of seven per cent. (7%) per annum, which shall be cumulative, and shall be paid before any dividends shall be paid on the common stock, but no other dividends shall be paid on the preferred stock. Upon dissolution of the corporation, the preferred stock shall be paid in full before any payments shall be made on the common stock. The preferred stock may be retired or redeemed by the corporation, at such time and upon such terms as the Board of Directors may direct, at not less than par and accrued dividends, and such stock may be again issued and sold whenever the Board of Directors may direct. Said shares of preferred treasury stock when issued and paid for shall be deemed full paid stock, and as such not liable to any further call or assessment thereon, and any holder of any such shares of full paid stock shall not be liable for any further payment thereon.

Four Hundred (400) shares of the common stock, of the par value of Twemty-Five ($25.00) dollars per share, and of the total par value of Ten Thousand ($10,000.00) dollars, has heretofore been subscribed and paid for.

The corporation may issue one or more of the remaining six hundred (600) shares of common stock, of the par value of Twenty Five ($25.00) dollars per share, and of the total par value of fifteen thousand ($15,000.00) dollars, or one or more shares of the said one thousand (1000) shares of preferred stock, of the par value of twenty-five ($25.00) dollars per share, and of the total par value of twenty-five thousand ($25,000.00) dollars, at any time, or from time to time, as the Board of Directors may direct.

Be it further resolved, that the Amendment of the Charter of the Corporation, in the manner and to the extent hereinabove set forth, be here and now unanimously adopted and approved by the stockholders of said corporation, now in meeting assembled.

Be it further resolved, that the President and Secretary of said corporation be and they are hereby authorized, empowered and directed to do any and all things necessary to effect, procure and perfect the Amendment of the Charter of said Corporation in the manner and to the extent hereinabove set forth.

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Be it further resolved, that as soon as the Charter of the Corporation has been amended in the manner and to the extent hereinabove set forth, that the Secretary of the Corporation be, and he is hereby authorized, empowered and directed to issue and deliver to the stockholders heretofore holding and owning shares of the common stock of said Corporation of the par value of One Hundred $100.00) Dollars each, and who have heretofore surrendered and delivered said shares of the corporation, shares of common stock in the corporation of the par value of Twenty-Five ($25.00) Dollars per share, that is to say, that for each share of common stock of the original par value of One Hundred $100.00) Dollars, that the holder and owner thereof be issued in lieu thereof four (4) shares of common stock in the corporation of the par value of twenty-five ($25.00) dollars per share."

We, the undersigned R. A. Spivey, President, and Charles W. Arny, Secretary, respectively, of U. Koen and Company, Inc., of Jackson, a corporation, of Jackson, Mississippi, do hereby certify that the above and foregoing is a true, exact and complete copy and exemplification of the resolution of the stockholders of said corporation adopting and approving the proposed Amendment to the Charter of said Corporation as hereinabove set forth.

We do further certify that each and all of the stockholders of said corporation, as well as each and all of the directors thereof, were participating in said meeting, in person and by legal proxy, and that each and all of said stockholders and directors voted in favor of said resolution, and that the same was thereupon unanimously adopted and approved.

Witness our signatures and the seal of said corporation on this, the _____day of June, A. D. 1937.

R. A. Spivey
R. A. Spivey, President.
Charles W. Arny, Secretary.
Charles W. Arny,
Charles W. Arny, Secretary.

U. Koen and Company, Inc., of Jackson,
a corporation, of Jackson, Mississippi.

(SEAL)

The State of Mississippi,
Hinds County.

Personally came and appeared before me, the undersigned authority in and for said State and County, R. A. Spivey, President of U. Koen and Company, Inc., of Jackson, a corporation, of Jackson, Mississippi, personally known to me, who acknowledged that as such officer of said corporation and for and on behalf of said corporation he signed, sealed, executed and delivered the above and foregoing instrument on the date therein written.

Witness my signature and official seal this, the 3rd day of June, A. D. 1937.

E. C. Miller, Notary Public.
My commission expires 8/15/38.

The State of Louisiana,
Parish of Orleans,
City of New Orleans.

Personally came and appeared before me, the undersigned authority in and for said State, Parish, and City, Charles W. Arny, Secretary of U. Koen and Company, Inc., of Jackson, a corporation, of Jackson, Mississippi, who acknowledged that he signed, sealed, executed and delivered the above and foregoing instrument on the date therein written as his act and deed as such officer of said corporation, and for and on behalf of said Corporation.

Witness my signature and official seal this, the 1st day of June, A. D. 1937.

(SEAL)

Harry Souchon,
Notary Public.

Received at the office of the Secretary of State, this the 7th day of June, A. D. 1937, 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.,
June 7th, 1937.

I have examined this amendment to the charter of incorporation U. Koen and 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 U. Koen and Company, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this seventh day of June, 1937.

Hugh White,
Governor,

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 9, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation of SKENE GIN ASSOCIATION (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 statutes, or other laws of the State of Mississippi, in relation to corporations so formed or amendments thereto; and for that purpose hereby adopt the following Articles of Association and Incorporation:

ARTICLE 1. The name of the association shall be Skene Gin Association (AAL).

ARTICLE II. The domicile of the association shall be at Skene, Bolivar County, Mississippi.

ARTICLE III. The period of existence of the association shall be fifty years from the date hereof.

ARTICLE IV. The association shall be organized and operated under Article 1 of Chapter 99 of the Mississippi Code of 1930, and amendments thereto.

ARTICLE V. The purpose of the association shall be, primarily, to engage in the business of ginning and wrapping cotton, and buying, selling, storing, shipping, and otherwise handling cotton-seed and cotton-seed products for its members; however, it may engage in any other business granted, authorized, or allowed to associations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or amendments thereto. The Association may also engage in any part or all of its activities with non-members, provided the business transacted with such non-members is not greater in value than that transacted with 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, or other laws of the State of Mississippi, or amendments thereto, granting corporate powers to cooperative associations.

ARTICLE VII. Section 1. The authorized capital stock of the association shall be $30,000.00, of which the sum of $1,000.00 shall be common stock, divided into 100 shares of a par value of $10.00 each, and $29,000.00 shall be preferred stock, divided into 1160 shares of a par value of $25.00 each. Section 2. The common stock of the association shall only be issued or transferred to, or held by, producers of agricultural products who make use of the services and facilities of the association; and no person, firm, or corporation shall own or hold at any time more than one share of such common stock. The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural associations, organizations, federations, or corporations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or whose purposes and operations are in harmony with the purposes of that act. No person, firm or corporation shall own or hold at any time more than 35% of the preferred stock outstanding. Section 3. All transfers of stock shall be made on the books of the association on surrender of the certificate covering the same by the holder thereof, or by attorney properly authorized, but only with the consent and approval of the board of directors, and when the stockholder is free from indebtedness to the association. No purported transfer of stock shall pass any right or privilege on account of such stock, or any vote or voice in the control or management of the association unless the recipient thereof is eligible, as herein defined, to hold much stock, and such transfer is approved by the board of directors. Section 4. Each share of stock shall entitle the holder thereof to one vote, provided, however, that holders of preferred stock shall have only such voting rights as are granted under section 194 of the Mississippi Constitution of 1890. Section 5. The common stock of the association shall not bear dividends. The preferred stock shall bear non-cumulative dividends not exceeding 6% per annum, if earned and when declared by the board of directors; and such dividends shall have preference over any and all other dividends or distributions declared in any year. In the discretion of the board of directors, all dividends or distributions, or any part thereof, may be paid in certificates of preferred stock and/or ad interim certificates representing fractional parts thereof, subject to conversion into full shares. Section 6. The common stock of any member who shall die or whose membership is terminated by the board of directors shall be retired by the association at its par or book value, which ever is less; and the association may pay therefor in cash or by certificates of indebtedness payable within one year from date thereof. The preferred stock, or any part thereof, may be redeemed from time to time, provided said stock is retired in the same order as issued. All such preferred stock so retired shall be paid for in cash at the par value thereof, plus any dividends declared thereon and unpaid. No stock shall bear dividends or be eligible for voting after it is called for retirement. Section 7. In the event of dissolution or liquidation of the association no holder of stock shall receive any distribution of the assets on such stock in excess of the par value thereof, plus any dividend declared thereon and unpaid. Upon such distribution, the holders of preferred stock shall be entitled to receive the par value of their stock, plus any dividend declared thereon and unpaid, before any distribution is made on the common stock.

ARTICLE VIII. Each of the parties hereto hereby subscribes for one share of the common stock of the association and agrees to pay therefor at the par value of $10.00, in cash, at the first meeting to be held after the issuance of the association's charter by the Secretary of State.

In testimony whereof, we each have hereunto set our hands in duplicate this the 7th day of June, 1937.

Aaron, W. Laudig, Paul N. Gerard, Geo. F. Webster, J. W. Yeager, I. L. Moore, L. E. Wylie, M. F. McWilliams, Aug. F. Harris, C. I. Bagwell, F. H. Wheeler, R. H. Creekmoore, Mrs. Z. O. Robertson, Jacks Gilmer, John Short.

State of Mississippi,
County Bolivar.

Before me, the undersigned authority in and for the said county and state, competent to take acknowledgements, personally appeared the within named: Aaron W. Laudig, Paul N. Gerard, Geo. F. Webster, J. W. Yeager, I. L. Moore, L. E. Wylie, M. F. McWilliams, Aug. F. Harris, C. I. Bagwell, F. H. Wheeler, R. H. Creekmore, Mrs. Z. O. Robertson, Jacks Gilmer, John Short who each 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 and year therein mentioned.

Given under my hand and official seal, this the 8 day of June, 1937.

Mrs. M. C. Robb, Notary Public.
My commission expires Dec. 3, 1939.

(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 Skene Gin Association (AAL), domiciled at Skene, 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 10th day of June, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 596-C, 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 June, 1937.

(Great Seal)

Walker Wood
Walker Wood, Secretary of State

Recorded June 10th, 1937.

AMENDMENT OF CORRECTION

TO

ARTICLES OF INCORPORATION

OF

THE BANK OF TUPELO

Tupelo, Lee County, Mississippi

WHEREAS, heretofore on the 16th day of January, 1935, the stockholders of The Bank of Tupelo, Tupelo, 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; and

WHEREAS, it is desired to amend the Charter, as amended, to provide that the dividend rates on the Preferred Stock of the bank shall conform with the latest revised dividend rates approved by Reconstruction Finance Corporation; 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 16, 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 the numbers of the Articles (sections) inserted in the Charter by the Amendment adopted July 14, 1904, be changed from Articles (sections) (1), (2), (3), (4), (5), and (6) to Articles (sections) (8), (9), (10), (11), (12), and (13), respectively, And

IT IS FURTHER RESOLVED that for the purpose of correcting and completing the said Amendments heretofore adopted by the stockholders on the 16th day of January, 1935, and to provide for the latest revised dividend rates, the Articles of Incorporation as amended, be amended, as follows:

By striking from the Charter, as amended, all of said Amendment adopted January 16, 1935, except RESOLVED FIRST, which is specifically retained, and by inserting in the place thereof the following:

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 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 $200,000.00 divided into classes and shares as follows: (a) $100,000.00 par value of preferred stock (subject to retirement as hereinafter provided) divided into 1,000 shares of the par value of $100.00 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 2) divided into 1,000 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 2) accruing after January 16, 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 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 2) 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 orany 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 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 resreves; (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 surp us 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 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 consid red gross earnings for the respective oeriods 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 Decembe 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 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 outstabding, 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 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 accordance with the requirements of this paragraph (c) neet 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 watsoever: 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 2.

Preferred Stock which can be ... 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 canceled 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 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 ~~Superintendent of Banks~~ 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 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 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 section 12 or 13 of this Article 2, or the fair value of the assets of the Corporation as determined by the ~~Superintendent of Banks~~ 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 ~~Superintendent of Banks~~ State Comptroller.

(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.

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(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 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 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 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 percent 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 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 percent 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~~ 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 ~~Superintendent of Banks~~ 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 then 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.

~~RESOLVED FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as _____, reading as follows:~~

Article 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 7 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 the 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.

~~RESOLVED SIXTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as _____, reading as follows:~~

Article 15 **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 percent 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 ~~SEVENTH~~ 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 ~~EIGHTH~~ 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 pesons as the Board of Directors may deem advisable.

At an annual meeting of the shareholders of The Bank of Tupelo, Tupelo, Mississippi, held on January 13, 1937, 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	1000	Total number of shares of Preferred Stock represented at the meeting	1000
Total number of shares of Preferred Stock voted in favor of the resolutions	1000	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	724
Total number of shares of Common Stock voted in favor of the resolutions	724	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 annual 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) T. P. NANNEY, President.

Subscribed and sworn to before me this 16 day of January, A. D., 1937 J. R. Horton, Notary Public.

(SEAL OF NOTARY) My commission expires May 15, 1939.

EXHIBIT "I"

EFFECTUATION CERTIFICATE

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of The Bank of Tupelo ~~Bank~~, Tupelo, Mississippi, adopted by the Stockholders on the 13th day of January, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 1st day of February, 1937.

(SEAL) J. C. FAIR, State Comptroller.

Received at the office of the Secretary of State, this the 3rd day of Feb., A. D., 1937, 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 the proposed Amendments to the Charter of Incorporation of The Bank of Tupelo, ~~Bank~~ adopted by the Stockholders on the 13th day of January, 1937, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the governor for his approval.

2/8/37

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 Tupelo is hereby approved.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this 8th day of February, 1937.

By the Governor.

WALKER WOOD, Secretary of State.

HUGH WHITE, Governor.

Recorded Feb. 9-1937

NO REPORT OF ORGANIZATION FILED WITHIN TWO YEARS UNDER PROVISIONS OF SECTION 180 OF THE MISSISSIPPI CONSTITUTION.

Charter of Incorporation of

GLENN G. PHIPPS LUNCHES, INC.

1. The corporate title of said company shall be "Glenn G. Phipps Lunches, Incorporated."
2. The names and postoffice 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 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 buy and sell food, beverages, and to engage in all transactions usual, convenient or necessary to the business of restaurant operation, and to lease a site or sites for such operations, and to sub-lease such portions of such sites not needed for such operations, for any other business which they may be suited for. 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 subscribed 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 incorporators to the other.

Glenn 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, acknowledged that he executed the foregoing charter of incorporation on the 22nd day of May, 1937.

Given under my hand and official seal this 22nd day of May, 1937.

(SEAL)

Madge Hearn, Notary Public.
My commission expires March 8, 1939.

Received at the office of the Secretary of State, this the 25th day of May, A. D. 1937, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney Heneral for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 26th, 1937.

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, Assistanr Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Glenn G. Phipps Lunches, Incorporated, 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 first day of June, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 2nd, 1937.

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 the 24th day of May 1940. Walker Wood, Sec'y of State.

TUCKER PRINTING HOUSE JACKSON MISS

AMENDMENT TO CHARTER OF INCORPORATION OF FIELD'S, INC.

"BE IT RESOLVED, That the fourth paragraph of the original charter of incorporation of Field's, Inc., of Jackson, Mississippi, be and is hereby amended to read as follows:

IV.

"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 nominal or par value;

"That the corporation may issue One Hundred shares of all common stock of the par value of $100.00 per share.

"That the Secretary of the corporation he, and he is hereby authorized to certify a copy of this resolution to the Secretary of State, and to do any and all acts necessary to effect an amendment to said said charter in the respects indicated."

Witness our signatures and the seal of said corporation affixed on February 10, 1937.

(SEAL)

L. P. Rosenfield, President.
A. M. Rosenfield, Secretary.

The State of Mississippi,
County of Hinds.

Before me, the undersigned authority in and for the jurisdiction aforesaid, personally came and appeared L. P. Rosenfield, President, and A. M. Rosenfield, Secretary, respectively, of Field's, Inc., who then and there acknowledged that they signed, sealed and delivered the foregoing amendment to the charter of said corporation, for and on behalf of and as the corporate act and deed of Field's, Inc., on the day and date therein written.

Given under my hand and official seal of office, this February 18th, A. D., 1937.

(SEAL)

Eva Farrow, Notary Public.

"BE IT RESOLVED, That the fourth paragraph of the original charter of incorporation of Field's, Inc., of Jackson, Mississippi, be and is hereby amended to read as follows:

IV.

"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:

"That the corporation may issue One Hundred shares of all common stock of the par value of $100.00 per share.

"That the Secretary of the corporation he, and he is hereby authorized to certify a copy of this resolution to the Secretary of State, and to do any and all acts necessary to effect an amendment to said charter in the respects indicated."

CERTIFICATE

I, A. M. Rosenfield, Secretary of Field's, Inc., and custodian of the records and minutes of said corporation, do hereby certify that the foregoing is a true and exact copy of a resolution adopted at a special meeting of the stockholders of said corporation, attended by all of the stockholders thereof on February 17, A. D. 1937.

Witness my hand and official seal of office, this February 17th, A. D. 1937.

(SEAL)

A. M. Rosenfield, Secretary
Field's, Inc.

Received at the office of the Secretary of State this the 18th day of February, A. D. 1937, 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 does not violate the Constitutions and laws of this state, or of the United States.

Jackson, Mississippi, this 18th day of February, A. D. 1937.

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 Field's Incorporated is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Eighteenth day of February, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: February 19, 1937.

This Corporation dissolved and its Charter surrendered to the State of Mississippi by decree of Chancery Court of Hinds County, Mississippi, dated March 7, 1960. Certified Copy of said decree filed in this office this the 8th day of March 1960.

Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of

PILGRIMAGE GARDEN CLUB

1. The corporate title of said company is PILGRIMAGE GARDEN CLUB.

2. The names of the incorporators are: Mrs. Hubert Barnum, Mrs. J. Balfour Miller, Mrs. M. R. Beltzhoover, Mrs. J. W. Kendall, Mrs. J. H. Ward, Miss Myra V. Smith, Mrs. Joseph B. Kellogg, Miss Theodora Marshall, Mrs. George M. Marshall, Mrs. Frank E. Fauntleroy, Miss Margaret C. Merrill, Mrs. Lenox S. Stanton, Mrs. W. J. Kaiser, Mrs. R. T. Clark, Mrs. B. R. Modesitt, Mrs. S. B. Laub, Mrs. A. Y. Carpenter.

The Post-Office address of all of above incorporators is Natchez, Miss.

3. The domicile is at Natchez, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: No shares capital stock.

The corporation shall have power to enact by-laws in matters fiscal and otherwise, and all by-laws covering fiscal matters shall not be amended except by a 95% vote of the whole membership of the corporation.

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 (50) years.

7. The purpose for which it is created: To restore and to preserve the vast treasure of historical, architectural and cultural beauty found in and around Natchez, Mississippi, to collect and perpetuate the legends, traditions and history of the Natchez Territory and to revive the memory of the trials and achievements of the men and women who made this history and traditions; to encourage and stimulate, after careful study, possible public improvements, the making of which would appear to be beneficial to the citizenship of Natchez; to kindle in the youth of Natchez and the Natchez Territory civic pride by fostering and promoting projects for the beautification of homes, yards, gardens, bayous, roads and public parks and by inculcating, through precept and example, the desire to protect and maintain all such improvements; to call attention to the advantages of the City of Natchez and the surrounding territory, both as a place in which it is pleasant to visit and also as a place desirable for permanent residence, and the pursuit of business enterprises; to welcome and entertain visitors to the City of Natchez through organized Pilgrimage, through the showing of points of historical interest and beauty and through other advantageous methods; to purchase, own, improve, sell and operate real estate and personal property; to borrow money and secure same. For non-payment of taxes by members expulsion shall be the only remedy. Loss of membership in the corporation by death, expulsion, resignation or otherwise, shall terminate all interest of any member in the corporate assets.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 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 are no shares of stock.

Mrs. Hubert Barnum, Mrs. J. Balfour Miller, Mrs. M. R. Beltzhoover, Mrs. J. W. Kendall, Miss Myra V. Smith, Mrs. Joseph B. Kellogg, Theodora Marshall, Mrs. J. H. Ward, Mrs. Geo. M. Marshall, Mrs. Frank S. Fauntleroy, Miss Margaret C. Merrill, Mrs. Lenox S. Stanton, Mrs. W. J. Kaiser, Mrs. R. T. Clark, Sr., Mrs. B. R. Modesitt, Mrs. S. B. Laub, Mrs. A. Y. Carpenter,

Incorporators.

Acknowledgement.

State of California,
County of Los Angeles.

This day personally appeared before me, the undersigned authority, Mrs. A. Y. Carpenter, incorporators of the corporation known as_____, 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 January, 1937.

Edna M. Tilton,
(SEAL) Notary public in and for the County of Los Angeles, State of California. My commission expires July 20, 1940.

State of Mississippi,
County of Adams.

This day personally appeared before me, the undersigned authority, Mrs. Hubert Barnum, Mrs. J. Balfour Miller, Mrs. M. R. Beltzhoover, Mrs. J. W. Kendall, Miss Myra V. Smith, Mrs. Joseph B. Kellogg, Theodora Marshall, Mrs. Jas. H. Ward, Mrs. Geo. M. Marshall, Mrs. Frank E. Fauntleroy, Miss Margaret C. Merrill, Mrs. Lenox S. Stanton, Mrs. W. J. Kaiser, Mrs. R. T. Clark, Sr., Mrs. B. R. Modesitt, Mrs. S. B. Laub, incorporators of the corporation known as the Pilgrimage Garden Club, 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 January, 1937.

Alma M. Alexander, Notary Public.
(SEAL)

Received at the office of the Secretary of State, this the 25th day of Jany, A. D. 1937, 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 18th, 1937.

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 membership of the Pilgrimage Garden Club held in the city of Natchez, Adams County, Mississippi on the 9th day of October, 1936, a quorum being present, the following resolution was offered, was seconded and was unanimously adopted, to-wit:

RESOLUTION. Whereas, the Pilgrimage Garden Club is an unincorporated organization; and Whereas, it is desirable to incorporate the same under the laws of the State of Mississippi, Now, therefore, be it resolved, that the following officers and members of said Pilgrimage Garden Club be and they are hereby authorized, directed and empowered at any time within six months from this date to make application to the proper officials of the State of Mississippi for a charter of incorporation incorporating the Pilgrimage Garden Club under that corporate name and as a no-share corporation: Mrs. Hubert Barnum, Mrs. J. Balfour Miller, Mrs. M. R. Baltzhoover, Mrs. J. W. Kendall, Mrs. James H. Ward, Miss Myra V. Smith, Mrs. Joseph B. Kellogg, Miss Theodora Marshall, Mrs. Geprgge M. Marshall, Mrs. Frank E. Fauntleroy, Miss Margaret C. Merrill, Mrs. Lenox S. Stanton, Mrs. W. J. Kaiser, Mrs. R. T. Clark, Mrs. B. R. Modesitt, Mrs. S. B. Laub, Mrs. A. Y. Carpenter.

Be it further resolved that the present officers of said unincorporated organization be continued in office as the officers of said corporation until new officers are elected and chosen by the corporation; and Be it Further Resolved, that the above mentioned members are hereby authorized and directed to do any and all things necessary to perfect the organization of such corporation under said charter upon issuance thereof, and to have prepared and submit to the membership a draft of by-laws to govern the corporation.

Mrs. Hubert Barnum, President.

I, the undersigned Mrs. Jas. H. Ward, Secretary of Pilgrimage Garden Club, do hereby certify that the above and foregoing is a true copy of a resolution adopted by the membership of the Pilgrimage Garden Club, an unincorporated association, at a regular meeting of said organization held in Natchez, Mississippi, on this the 9th day of October, A. D. 1936.

Mrs. Jas. H. Ward, Secretary.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Charter of Incorporation of Pilgrimage 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 the eighteenth day of February, 1937.

Hugh White, Governor.

Walker Wood, Secretary of State.

AMENDMENT OF CORRECTION TO ARTICLES OF INCORPORATION OF

HOUSTON STATE BANK
Houston, Chickasaw County, Mississippi

WHEREAS, heretofore on the 11th day of January, 1935, the stockholders of Houston State Bank, Houston, 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 11, 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 11th day of January, 1935, the Articles of Incorporation as amended, be amended as follows:

By striking from the Charter, as amended, all of said Amendments adopted January 11, 1935, except RESOLVED FIRST which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, That the Articles of Incorporation be amended by striking out Article 5 and inserting in place thereof the following:

Article 5. "Then 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 $50,000.00 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 (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 4) divided into 250 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 January 11, 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 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, 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) 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 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 pyament 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 gggregate 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 i and August 1, thereafetr 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 ~~and~~ August 1 be insufficeint 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 inx 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 suc 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.

STATE COMPTROLLER

(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 $ 62,000.00 (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 $ 1,000.00 (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 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 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 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 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~~ 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 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 STATE COMPTROLLER in accordance with the provisions of section 12 or 13 of this Article 4 or 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~~. STATE COMPTROLLER.

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(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.

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(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 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 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 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 percent 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 IN ACCORDANCE WITH THE REQUIREMENTS OF PARAGRAPH (c) OF SECTION 6 OF THIS ARTICLE 4,

(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 percent 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~~ 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 ~~Superintendent of Banks~~ 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 then 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 othewise 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.

RESOLVED ~~FIFTH~~ FOURTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 9, reading as follows:

ARTICLE 9 (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 the 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.

RESOLVED ~~SIXTH~~ FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 10, reading as follows:

ARTICLE 10 **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 percent 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 ~~SEVENTH~~ 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 ~~EIGHTH~~ 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 pesons as the Board of Directors may deem advisable.

At an ANNUAL meeting of the shareholders of HOUSTON STATE BANK, HOUSTON, Mississippi, held on JANUARY 4, 1937, 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 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	250	Total number of shares of Common Stock represented at the meeting	177
Total number of shares of Common Stock voted in favor of the resolutions	177	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 annual 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) J. H. Tabb, President.

Subscribed and sworn to before me this 7th day of Jan, A. D., 1937 Louise Evans, Notary Public.

(SEAL OF NOTARY) My Commission expires Jan. 1-1940

EFFECTUATION CERTIFICATE EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of Houston State Bank, Houston, Mississippi, adopted by the Stockholders on the 4th day of JANUARY, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 27th day of FEBRUARY, 1937.

(SEAL) J. C. FAIR, State Comptroller.

State of Mississippi, Office of Secretary of State, Jackson.

$10.00 Jackson, Miss. Mar. 1st, 1937

Received of Houston State Bank the sum if Ten and No/100 dollars forn proposed amendments to Charter of Incorporation of Houston State Bank adopted by the Stockholders on the 1st day of March, 1937.

Walker Wood, Secretary of State.

3/1/37

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 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 FIRST day of MARCH, 1937

By the Governor. HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

RECORDED: MARCH 1, 1937.

The undersigned, president and secretary of L. W. Blackwell Gin Company, a corporation, hereby certify that at a special meeting of the stockholders of said corporation, duly called and held at #2 Taylorsville, Miss., on Sept. 7, 1936, the following resolution was adopted by the unanimous vote of all of the stockholders of said corporation:

"Resolved, that article Four of the articles of incorporation, shall be amended to read as follows:

"Article Four. The amount of the capital stock of this corporation sjall be ($14000.00)Fourtee Thousand Dollars, and shall be paid in, in such manner and at such times as shall be ordered by the board of directors of this corporation."

"Resolved further, that Article Four be amended so that instead of reading "Amount of capital stock and particulars as to class or classes thereof: $6000.00 divided into 120 shares of $50.00 each, all of said shares being of the same class with the same privileges", and insert in lieu thereof the following:

Article Four. Amount of capital stock and particulars as to class or classes thereof: $14000;00 divided into 280 shares of $50.00 each, all of said shares being of the same class with the same privileges.

"Resolved further that the officers of this corppration be and they hereby are authorized to take the necessary steps to make this amendment effective.

L. W. Blackwell, President.
I. H. Brown, Secretary & Treas.

(SEAL)

Minutes of the stockholders Meeting of the L.W.Blackwell Gin Company.

RFD #2, Taylorsville, Miss.,
September 7, 1936.

A meeting of the stockholders of the L. W. Blackwell Gin Company was held on call of its president for a call meeting to consider the matter of increase of its capital stock from $6,000.00 to $14,000.00 and any other business to come before the meeting for consideration or that might be desired to be discussed.

The president stated that the reason for need of increase of its capital stock, which reason was the fact that the investment in machinery, etc., was much more than originally planned and sihce organization said plant was bought and installed, and it was deemed to be xxx to the best advantage of the corporation and its stockholders, and the call for the special meeting of the stockholders by the president was made, and on roll call all of the stock of the corporation was present by representatives of the holders of same.

On agreement to the increase in capital stock from $6,000.00 to $14,000.00 it was voted that the President and Secretary have necessary arrangements made for the above mentioned change in capital stock, have all documents properly executed and sell the increased capital stock at par of $50.00 per share, proceeds to be deposited with the Treasurer as usual.

On a resolution passed and unanimously adopted, it was resolved that Article 4 of the Articles of the Corporation shall be amended to read as follows:

Article 4: The amount of the capital stock of this corporation shall be $14,000.00 and shall be paid in such manner and at such times as shall be ordered by the board of directors of the corporation, or paid in cash.

Resolved further that Article 4 be amended so that instead of reading: "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."

Insert in lieu thereof the following:

"Article 4. The amount of capital stock and particulars as to class or classes thereof, $14,000.00 divided into 280 shares of $50.00 each, all of said shares being of the same class with the same privileges."

Resolved further that the officers of this corporation be and they are hereby authorized to take the necessary steps to make this amendment effective.

There being no further business to come before the meeting for attention at this time, same was adjourned.

L. W. Blackwell, President.
I. H. Brown, Secretary.

(SEAL)

Notice of Special Meeting of Stockholders, L. W. Blackwell Gin Company.

Ellisville, Miss., Sept. 1st, 1936.

#2, Taylorsville, Miss.
L. W. Blackwell, # 2, Taylorsville, Miss.
Mrs. Iva Blackwell, " "
O. D. Yeager, " "
I. H. Brown, Ellisville, Miss.

Dear Sirs:

You are hereby notified that pursuant to a call and authority of L. W. Blackwell, President, a special meeting of the stockholders of the L.W.Blackwell1Gin Company will be held at the office of the Company #2 Taylosrville, Miss., 3 o'clock P.M. Sept. 7, 1936, for the purpose of discussing and if agreed to increase the Capital Stock of the Company from $6,000.00 to $14,000.00, the par value to remain at $50.00 per share, and for the transaction of such other business as may be necessary or desirable in connection therewith.

Yours very truly, I. H. Brown
I. H. Brown, Secretary.

(SEAL)

L. W. Blackwell Gin Company.
#2 Taylorsville, Miss., Sept. 1st, 1936.

Mr. I. H. Brown, Secretary,
L. W. Blackwell Gin Company,
Ellisville, Miss.

Dear Sir:

In accordance with the authority vested in me by the by-laws of this company I hereby call a special meeting of its stockholders to be held at 3 o'clock P.M. on the 7th day of Sept. 1936 in the office of the Company for the purpose of discussing and anf increasing the Capital Stock of the Company from $6000.00 to $14,000.00, and for the transaction fo such other business in connection therewith that may be necessary or desirable, and I hereby authorize and instruct you to send out notices of the said meeting to the stockholders of the said company in accordance with the requirements of its by-laws.

Yours very truly,
L. W. Blackwell, President.

Received at the office of the Secretary of State, this the 25 day of May, A. D. 1937, together with the sum of $16.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., May 26th, 1937.

I have examined this amendment of the charter of incorporation L. W. Blackwell 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.

This amendment by reducing capital stock of Amite County, was filed August 13, 1938. Said authority of copy of said decree filed in this office August 18, 1938. This copy filed in the office of the Secretary of State. Walker Wood Secretary of State.

AMENDMENT OF CORRECTION TO ARTICLES OF INCORPORATION OF

STATE BANK AND TRUST COMPANY
Collins, Covington County, Mississippi

WHEREAS, heretofore on the 24th day of September, 1934, the stockholders of State Bank & Trust Company, Collins, Mississippi, adopted Amendments to the Charter of the 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; and

WHEREAS, it is desired to amend the Charter, as amended, to provide that the dividend rates on the Preferred Stock of the Bank shall conform with the latest revised dividends rates approved by Reconstruction Finance Corporation; 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 respect to the authorization and issuance of Preferred Stock and in causing said Amendments adopted September 24, 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 24th day of September 1934, and to provide for the latest revised dividend rates, the Articles of Incorporation as amended, be amended, as follows:

By reinserting in the Charter as Article 6 the term of existence of the bank inadvertently stricken from the Charter by Resolved Second of the Stockholders' resolutions reading as follows:

"Article 6. The bank shall have a succession of 50 years from the date of incorporation."

By striking from the Charter, as amended, all of said Amendment adopted September 24, 1934, except Resolved First which is specifically retained, and by inserting in the place thereof the following:

RESOLVED SECOND, That the Articles of Incorporation be amended by striking out Article 5 and inserting in place thereof the following:

Article 5. "The Board of Directors shall consist of such numbers 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 $20,000.00 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 (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 4) divided into 100 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 September 24, 1934 (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 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, write-downs and transfers to reserves requuested 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 t at such losses, determined or undetermined, charge-offs, and write-downs of assets exceed reserves previously set up there for 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 earning for the six months' period ending December 31, 1934 (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 depreci-

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tion in assets existing at the Recapitalization Date. ON ASSETS

All recoveries over net book value previously charged off or written down or against which reserves have been set up, and ~~against~~ 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 aum 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 percent 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) Tp 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.

~~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 ~~Superintendent of Banks~~ 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 $20,000.00 (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 $1,000.00 (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 ....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 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 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 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~~ 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 ....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 STATE COMPTROLLER in accordance with the provisions of section 12 or 13 of this Article ....4.... or 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~~ STATE COMPTROLLER.

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(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.

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(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 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 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 percent 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 IN ACCORDANCE WITH THE REQUIREMENTS OF PARAGRAPH (c) OF SECTION 6 OF THIS ARTICLE 4

(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 percent 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~~ 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 ~~Superintendent of Banks~~ 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 ~~then~~ 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.

RESOLVED ~~FIFTH~~ FOURTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 7, reading as follows:

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 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 the 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.

RESOLVED ~~SIXTH~~ FIFTH, That the Articles of Incorporation be amended by inserting a new article, to be designated as ARTICLE 8, reading as follows:

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 percent 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 ~~SEVENTH~~ 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 ~~EIGHTH~~ 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 pesons as the Board of Directors may deem advisable.

At an ANNUAL meeting of the shareholders of STATE BANK & TRUST COMPANY, COLLINS, Mississippi, held on JANUARY 12 1937, THREE WEEKS ~~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	None
Total number of shares of Common Stock outstanding	100	Total number of shares of Common Stock represented at the meeting	94
Total number of shares of Common Stock voted in favor of the resolutions	94	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 annual 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)

C. S. Seiger, President.

Subscribed and sworn to before me this 16 day of Febry, A. D., 1937. W. A. Mathison, Town Clerk ~~Notary Public~~.

(SEAL OF NOTARY)

EFFECTUATION CERTIFICATE

EXHIBIT "I"

STATE OF MISSISSIPPI — DEPARTMENT OF BANK SUPERVISION, JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of State Bank and Trust Company ~~Bank~~, Collins, Mississippi, adopted by the Stockholders on the 16 day of February, 1937, and I do hereby approve the proposed Amendments, and refer the same to the Attorney General for his Approval.

Given under my hand and seal of the Department of Bank Supervision, this the 23 day of February, 1937.

J. C. FAIR, State Comptroller.

State of Mississippi, Office of Secretary of State, Jackson.

$10.00 No.

Received of State Bank and Trust Company the sum of Ten and No/100 Dollars for proposed amendments to Charter of Incorporation of State Bank and Trust Company adopted by the stockholders on the 16th day of February, 1937.

Walker Wood,
Secretary of State.

and such Amendments are forwarded to the governor for his approval.

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

STATE OF MISSISSIPPI

EXECUTIVE OFFICE — JACKSON

The within and foregoing Amendment to the Charter of Incorporation of State Bank and 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 First day of March, 1937.

By the Governor.

HUGH WHITE, Governor.

WALKER WOOD, Secretary of State.

Recorded: March 1, 1937.

FOR AMENDMENT SEE BOOK 43-44 PAGE 268

FOR AMENDMENT SEE BOOK 43-44 PAGE 278

FOR AMENDMENT SEE BOOK 46-47 PAGE 261

FOR AMENDMENT SEE BOOK 46-47 PAGE 371

The Charter of Incorporation of
SOUTHERN MINERAL CORPORATION

1. The corporate title of the said company is Southern Mineral Corporation.
2. The name of the incorporators are: T. W. Davis, whose postoffice address is Purvis, Mississippi; L. O. Crosby, whose postoffice address is Picayune, Mississippi; H. H. Parker, whose postoffice address is Poplarville, Mississippi.
3. The domicile is at Purvis, Lamar County, Mississippi.
4. The amount of capital stock and particulars as to class or classes thereof: Twenty Thousand Dollars ($20,000.00), represented by two hundred (200) shares of common stock of no par value and with equal privileges.
5. Number of shares for each class and par value thereof: Two hundred (200) 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 of said corporation shall have full power and authority at any time, and from time to 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 buy, own, acquire, sell, mortgage, lease and deal in lands, real estate, heriditaments, easements, rights of way, and personal property, when not in conflict with or contrary to the laws of the State of Mississippi and the United States. (b) 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. (c) To buy, own, sell and deal in all kinds of personal property on its own account and as broker or agent for others. (d) To purchase or otherwise acquire, hold, sell, assign and transfer shares of capital stock, bonds and other evidences if 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. (e) 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. (f) To acquire, own, work, lease, mortgage, sell and dispose of petroleum, oil, gas and other mineral lands, royalties, leases and any and all interests therein and to drill, explore and develop the same. (g) 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. (h) To buy, acquire, own, lease, lay and operate conduits, pipelines, pumping plants and other property, equipment and appliances used in and about the storage, transporation 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. (i) 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. (j) To erect and operate private telegraph and telephone lines and railways for the business of the corporation but not for public use. (k) 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. (l) 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. (m) 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. (n) 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. (o) 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: Two hundred (200) shares of common 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 14th day of May, A. D. 1937.

L. O. Crosby,
H H. Parker,
T. W. Davis.

State of Mississippi, Lamar County.

This day personally appeared before me the undersigned authority in and for said county and state, the within named T. W. Davis, one of the incorporators of the corporation known as Southern Mineral Corporation, 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 May, A. D. 1937.

(SEAL)

S. E. Watts, Chancery Clerk.

State of Mississippi, Pearl River County.

This day personally appeared before me the undersigned authority in and for said county and state, the within named H. H. Parker, one of the incorporators of the corporation known as Southern Mineral Corporation, 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 May, A. D. 1937.

Given under my hand and official seal this the 14th day of May, 1937.

(SEAL)

Ouida Martin, Notary Public.
My commission expires December 22, 1940.

State of Mississippi, Pearl River County.

This day personally appeared before me the undersigned authority in and for said county and state, the within named L. O. Crosby, one of the incorporators of the corporation known as the Southern Mineral Corporation, 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 May, A. D. 1937.

Given under my hand and official seal this the 14th day of May, 1937.

(SEAL)

Ouida Martin, Notary Public.
My commission expires December 22, 1940.

Received at the office of the Secretary of State this the 31st day of May, A. D., 1937, 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, May 31st, 1937.

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 Mineral 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 first day of May, 1937.

Hugh White, Governor.

By the Governor.
Walker Wood, Secretary of State.
Recorded: June 2, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to Articles of Incorporation of

CITY BANK & TRUST COMPANY,

A Banking Corporation Domiciled at Natchez, Adams County, Mississippi.

The Charter of City Bank & Trust Company of Natchez, Mississippi is hereby amended so as to permit the said City Bank & Trust Company to take up, retire and cancel one thousand (1000) shares at present outstanding of Preferred Stock of the par value of $100,000.00 and to issue in lieu thereof one thousand (1000) shares of the Common Stock of this Corporation of the par value of $100.00 a share; the capital stock of this Corporation to remain as at present at $200,000.00, but instead of being represented by one-half Common Stock and one-half Preferred as at present, same shall be represented by two thousand (2000) shares of Common Stock of the par value of $100.00 each.

The above and foregoing amendment being pursuant to and in conformity with the provisions of the Resolutions adopted by the Stockholders of said Corporation and the Resolution adopted by the Board pf Directors of said Corporation, at a meeting held on this the 24th day of February A.D.1937, as will more fully appear by certified copies of Resolutions adopted at said meetings, which are hereunto attached and made parts hereof the same as though fully incorporated herein.

Witness our hands at Natchez, Mississippi, this 24th day of February, A. D. 1937.

(SEAL) H. M. Alexander, President.

Attest: C. C. Eyrich, Secretary.

State of Mississippi,
County of Adams.

Personally came and appeared before me, the undersigned authority in and for said County and State, duly appointed, sworn and qualified, the above named H. M. Alexander, President and C. C. Eyrich, Secretary, respectively of City Bank & Trust Company of Natchez, Mississippi, a banking corporation under the laws of the State of Mississippi domiciled at Natchez, Mississippi, and declared and acknowledged that they signed, executed and delivered the above and foregoing amendment to the Charter of Incorporation of said City Bank & Trust Company on the day and the date thereof for the uses and purposes therein stated and as and for their voluntary act and deed as officers of said Company, duly authorized to have an amendment made to the said Charter of said Company.

Witness my hand and official seal this the 24th day of February, A. D. 1937.

(SEAL) Alma M. Alexander, Notary Public.

Minutes of Meeting of the Stockholders of City Bank & Trust Company, Held at City Bank & Trust Company, February 24th, 1937.

RESOLUTION

Section 1: Resolved that the Directors of this Corporation are hereby empowered, authorized and instructed to have the Charter of this corporation amended so as to convert the existing issue of $100,000.00 of preferred stock into common stock upon obtaining the consent of the holders of all of the said preferred stock, and that thereafter the capital stock of this corporation shall be as follows:

Common Stock $200,000.00
Preferred Stock None.

Section 2. That upon obtaining the consent of the holders of all of the preferred stock of this company in the amount of $100,000.00 the said $100,000.00 of preferred stock shall be cancelled and there shall be issued in lieu thereof $100,000.00 of common stock.

Section 3. Said Board of Directors are hereby further authorized, directed, and empowered to take all such steps and to do and perform all such things as may be deemed necessary or advisable in order to have the Charter of this corporation amended forthwith so as to permit the cancellation of the existing $100,000.00 of preferred stock and the issuance in lieu thereof of $100,000.00 of common stock.

CERTIFICATE

We, the undersigned President and Secretary of City Bank & Trust Company, hereby certify that the above and foregoing Resolution was duly and properly adopted at a special meetings of the stockholders of City Bank & Trust Company, duly and properly called and held, according to proper notice, on February 24th, 1937, the said special meeting being duly and properly called and held pursuant to the by-laws of this Company and in accordance with said by-laws, and we further certify that there was represented in person or by proxy at said meeting of the $100,000.00 of common stock of this Company stock to the amount of ninehundred and ninety eight (998) shares, and of the $100,000.00 oustanding preferred stock of this corporation preferred stock to the amount of $100,000.00, and that the said nine hundred and ninety eight (998) shares of common stock and the said 1000 shares of preferred stock represented at said meeting unanimously voted for the adoption of the above and foregoing Resolution.

Certified to this 24th day of February, A. D. 1937.

(SEAL) H. M. Alexander, President.

Attest: C. C. Eyrich, Secretary.

Minutes of a Meeting of the Board of Directors of City Bank & Trust Company held at the banking house of City Bank & Trust Company in Natchez, Mississippi on February 24th, A.D. 1937.

RESOLUTION

Whereas, the stockholders of this Company have by Resolution, duly and properly passed by a vote of nine hundred and nigety eight (998) shares of the outstanding common stock of this corporation and one thousand (1000) shares of the preferred stock of this corporation, at a meeting of the stockholders of this corporation duly and properly held at the Banking House of this Corporation on Wednesday, February 24th, A. D. 1937, authorized the Board of Directors of this corporation to have the charter of this corporation amended so as to authorize the retirement of one thousand (1000) shares of preferred stock and the issuance in lieu thereof the one thousand (1000) shares of common stock as set forth in the Resolution of the stockholders hereto attached and made a part hereof the same as though fully and completely incorporated herein and made Exhibit "A" to this Resolution;

Now, therefore, the premises considered:

Section 1: Be it Resolved that the Charter of this Corporation be and the same is hereby amended so as to contain the following provision:

"Amendment to Charter of City Bank & Trust Company.

This corporation shall have the power and is hereby authorized to issue in lieu of the existin one thousand (1000) shares of Preferred Stock of this Corporation Common Stock to the amount of one thousand (1000) shares of the par value of $100.00 a share, and with said one thousand (1000) shares of Common Stock to take up, retire and cancel the existing one thousand (1000) shares of Preferred Stock to the extent that the holders of said Preferred Stock shall surrender same and accept in lieu thereof an equal number of shares of the Common Stock, and if any holder or holders of Pre-

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ferred stock shall not be willing to exchange their shares of Preferred Stock for Common Stock then the president of this corporation is authorized to negotiate with the holders of the preferred stock for the purchase of same on behalf of the Corporation so that same may be retired and cancelled. The total amount of the capital stock of this Corporation shall be represented by shares of Common Stock and shall not exceed the sum and amount of $200,000.00, the present aggergate amount of the capital stock represented by Common and Preferred Stock."

Section 2. Be it further resolved that the President and Secretary of this corporation be and they are hereby authorized, empowered and directed to take all steps which may be deemed advisable or necessary to have the above proposed amendment to the Charter of this Corporation made a part of the Charter of this Corporation and allowed by law.

CERTIFICATE.

We, the undersigned President and Secretary of the Board of Directors of City Bank & Trust Company of Natchez, Mississippi, hereby certify that the above and foregoing is a true and correct copy of a Resolution of the Board of Directors of City Bank & Trust Company adopted at Natchez, Mississippi February 24th, A. D. 1937 at a meeting of the Board of Directors of this Corporation duly and properly called and held at the Banking House of this Corporation innthe City of Natchez, Mississippi, and that the total number of Directors of this Corporation is seven (7) and that at said meeting there were present a quorum consisting of four (4) Directors and that all Directors present voted unanimously for the adoption of this the foregoing Resolution.

Witness our hands this the 24th day of February, A. D. 1937.

H. M. Alexander, President.

(SEAL)

Attest: C. C. Eyrich, Secretary.

EFFECTUATION CERTIFICATE EXHIBIT "I"

STATE OF MISSISSIPPI
DEPARTMENT OF BANK SUPERVISION
JACKSON

I, J. C. Fair, State Comptroller, State of Mississippi, do hereby certify that I have examined the proposed Amendments to the Charter of Incorporation of City Bank & Trust Company, Natchez, Mississippi, adopted by the stockholders on the 24th day of February, 1937, and I do hereby approve the prosposed Amendments, and refer the same to the Attorney General for his approval.

Given under my hand and seal of the Department of Bank Supervision, this the 6th day of March, 1937.

J. C. Fair, State Comptroller.

(SEAL)

STATE OF MISSISSIPPI
OFFICE OF SECRETARY OF STATE
JACKSON

$10.00 No.

Jackson, Miss., Mar. 8th, 1937.

Received of City Bank & Trust Company the sum of Ten and No/100 Dollars for proposed Amendments to Charter of Incorporation of City Bank & Trust Company, adopted by the stockholders on the 24th day of February, 1937.

Walker Wood, Secretary of State.

I have examined the proposed Amendments to the Charter of Incorporation of City Bank & Trust Company adopted by the Stockholders on the 24th day of February, 1937, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States, and such Amendments are forwarded to the Governor for his approval.

Greek L. Rice, Attorney General.

By J.A.Lauderdale, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing amendments to the Charter of Incorporation of City 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 Ninth day of March, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.
(GREAT SEAL)

Recorded: March 10th, 1937.

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Charter of Incorporation of
MERIDIAN AMUSEMENT CONCESSIONS COMPANY, INCORPORATED

1. The corporate title of said company shall be: The Meridian Amusement Concessions Company, Incorporated.

2. Name and Post Office Addresses of the Incorporators are: Clyde Rawlings, Post Office, Address, Meridian, Miss.; Clarke Pearce, Postoffice Address, Meridian, Miss.; Fred Splawn, Postoffice Address, Meridian, Miss.

3. The domicile of the corporation is: Meridian, Miss.

4. The amount of authorized capital stock is: Twenty-Five Shares, value Twenty-Five Hundred Dollars ($2,500.00), common stock of par value of One Hundred Dollars ($100.00) per share, with equal rights and privileges.

5. Sale price per share of such stock is One Hundred Dollars ($100.00), with authority for the Board of Directors to fix or change such sale price.

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

7. The purposes for which the corporation is created, including the rights and powers that may be exercised by said corporation, in addition to Chapter 100 of Mississippi Code of 1930 Annotated, as amended, are: To buy, sell, lease, rent, own, operate, and engage in the business of operating for public amusement, entertainment and use, for hire, all amusement privileges and concessions, including swimming pools, as may not be prohibited by law; to buy, sell, lease, own, operate, soft drinks, sandwich and other similar business, as may not be prohibited by law; to make all contracts and agreements and to do and perform all acts and things, reasonably incident to the exercise of any of the foregoing powers or the purposes for which this corporated is chartered.

8. The number of shares of common stock necessary to be subscribed and paid for before said corporation shall commence business, is 10 shares or One Thousand Dollars ($1,000.00).

Witness our signature this the 31st day of May, 1937.

Clyde Rawlings,
Clarke Pearce,
Fred Splawn,
Incorporators.

State of Mississippi,
County of Lauderdale.

Personally appeared before me the undersigned authority of law, in and for the County and State aforesaid the within named, Clyde Rawlings, Clarke Pearce, and Fred Splawn, who acknowledged before me that they signed and delivered the foregoing Charter of Incorporation as their own act and deed on the day and year therein mentioned.

Given under my hand and official seal this the 31st day of May, 1937.

(SEAL) J. O. Floyd, Notary Public.

Received at the office of the Secretary of State, this the 8th day of June A. D. 1937, 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 8th, 1937.

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.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Meridian Amusement Concessions 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 Ninth day of June, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 10, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

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Charter of Incorporation of
THE YALOBUSHA DEVELOPMENT COMPANY

1. The corporate title of said company is Yalobusha Development Company.
2. The names of the incorporators are: C. J. Robinson, postoffice, Charleston, Mississippi; H. H. Womble, postoffice, Charleston, Mississippi; S. M. Neeley, postoffice, Memphis, Tennessee.
3. The domicile is at Charleston, Mississippi.
4. The amount of capital stock is 100 shares of common stock of nominal or non-par value.
5. The only class of stock is 100 shares of common stock of non-par value and fixed at the sale price of $100.00 per share.
6. The period of existence is fifty (50) years.
7. The purpose for which it is created: First: To acquire by purchase or lease or otherwise lands in Mississippi, or any other locality for the purpose of prospecting for, and obtaining oil, gas, salt, suplhur, or other minerals; and to that end to drill, or cause to be drilled, oil wells, or sink, or cause to be sunk, shafts for mining, and to buy, lease or otherwise acquire drilling rigs or other machinery or apparatus necessary to fully accomplish said purposes; and if oil, gas or other minerals are found, then to market same to the best advantage. Second. To engage in the transportation of oil, gas, salt, sulphur, or other minerals, either produced by this corporation or other persons or corporations by means of pipe lines, tramways, railroads, boats, barges, or other conveyances or to lease or sub-lease all or any part thereof to other persons or corporations for the like purpose and, in order to fully carry out said object and purpose to purchase, lease or otherwise acquire, pipe lines, tramways, railroads, boats, barges, tankcars, Locomatives, pumping stations, steam plants, air plants, and all other machinery, apparatus and paraphernailia necessary or incidental thereto. Third. To build, construct, lease, purchase, or otherwise acquire buildings, machinery and other apparatus for refining, smelting, manufacturing or otherwise working up the products of mineral lands, either produced by this Corporation or other persons or corporations, and to refine, smelt, manufacture or otherwise work up the by-products of said minerals and to operate the said plant and market the products and by-products as manufactured to the best advantage. Fourth. To engage in a general oil, gas or mineral brokerage business by buying, selling, or otherwise trading in mineral lands or the products or by-products of mineral lands. Fifth. To carry on such other business pertaining to oil, gas, salt, sulphur, or other minerals as may be found necessary or desirable or such as is general engaged in by a corporation of this kind.

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. The number of shares of non-par value common stock to be subscribed and paid for before this corporation begins business is twenty (20) shares.

H. H. Womble,
C. J. Robinson,
S. M. Neely, Incorporators.

State of Mississippi,
County of Yalobusha.

This day personally appeared before, the undersigned authority, H. H. Womble and C. J. Robinson, Incorporators of the corporation known as the Yalobusha Development 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 June, 1937.

E. Gabbert, Circuit Court Clerk,
Notary Public.
By C. M. Williams, D.C.

(SEAL)
My commission expires:
State of Tennessee.
County of Shelby.

This day personally appeared before me, the undersigned authority, S. M. Neely, one of the incorporators of the corporation known as the Yalobusha Development Company, who acknowledged that he signed and executed the foregoing articles of incorporation as his act and deed on this 9th day of June, 1937.

Ernest B. Williams, Jr.,
Notary Public.
My commission expires Oct. 21, 1940.

(SEAL)

Received at the office of the Secretary of State, this the 10th day of June, A. D. 1937, 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, 1937.

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.

Syate of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of The Yalobusha Development Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this tenth day of June, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: June 10th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
HI-WAY GIN COMPANY

1. The corporate title of said company is "Hi-Way Gin Company."

2. The names of the incorporators are: M. P. Short, postoffice, Sardis, Mississippi; W. H. Wooten postoffice, Sardis, Mississippi; R. W. Boone, postoffice, Sardis, Mississippi.

3. The domicile is at Sardis, Mississippi.

4. The amount of capital stock and particulars as to class or classes thereof: The amount of capital stock is $12,000.00, and the same shall be issued in one and the same class, namely, common stock, each share shall have a parx value of $100.00, and shall be entitled to equal privileges with all other shares of the stock issued; and without any restrictions being placed on one share as against or in favor of any other shares.

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

6. The purpose for which said corporation is created: Said corporation is created for the purposes of engaging in the business of ginning, pressing and baling cotton; to operate a gin business and to do all things incident to said business, to buy and sell seed cotton, cotton seed, and lint cotton, to buy, and sell corn, wheat and other grains, to operate a grist mill and to do any and all things generally done in the operation of such a mill; to make, manufacture and sell ice and do any and all things generally done in conducting and operating an ice business; to cut, saw, and manufacture buy and sell lumber, to operate a planing mill, to manufacture logs into timbers and lumber and do any and all things that are generally done in operating a saw mill and plaining mill; to engage in the store or mercantile business, to buy and sell, at wholesale and retail prices, goods, wares and merchandise of all kinds; to purchase, lease and own or otherwise acquire real estate, buildings and machinery necessary to carry on the business for which the corporation is created; and, the rights and powers that may be exercised by the corporation in addition thereto are those conferred by Chapter 100 of the Mississippi Code 1930 Annotated.

7. The number of shares of each class of stock necessary to be subscribed and paid for before the corporation shall commence business is 90 shares of the authorized issue of stock, or 75% thereof. Each share shall be sold for not less than $100.00 per share.

8. The number of shares for each class and par value thereof is 120 shares of common stock, par value of each share $100.00.

Witness our hands on this the 9th day of June, A. D. 1937.

M. P. Short,
W. H. Wooten,
R. W. Boone.

State of Mississippi,
Panola County.

This day personally appeared before me, the undersigned authority in and for the said state and county, the within named, M. P. Short, W. H. Wooten and R. W. Boone, incorporators of the corporation known as the Hi-Way Gin Company, who severally acknowledged to me that they signed and executed the above and foregoing articles of incorporation as their act and deed on the date thereof.

Given under my hand and seal of office at Sardis, Mississippi, on this the 9th day of June, A.D. 1937.

J. Q. West, Notary Public.

(SEAL)

Received at the office of the Secretary of State on this the 10th day of June A. D. 1937, together with the sum of $34.00 deposited to cover the recording fee and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi,
June 10th, 1937.

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 Hi-Way 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 tenth day of June, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood, Secretary of State.

Recorded: June 10, 1937.

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Charter of Incorporation and Articles of Association
of
UNITED LIFE INSURANCE COMPANY

Be it Known that C. R. Harwood, R. B. Lipscomb, W. C. Wells, III, R. B. Gunter, W. Q. Cole, W. E. Hester, Jr., John E. McDill, Reuel May, M. P. Bush and E. S. Cole are hereby constituted a corporate body in accordance with the insurance laws of the State of Mississippi under the name of United Life Insurance Company for the purpose of conducting a life insurance business on the industrial plan, insuring against injury, disablement, or death from accident or accidental means and against disablement and death resulting from sickness and every insurance appertaining thereto, issuing policies not over Five Hundred Dollars ($500,00) and not inconsistent with the laws of the State of Mississippi.

The domicile of this corporation is at Jackson, Mississippi.

The amount of capital stock is Twenty-Five Thousand Dollars ($25,000.00).

The par value of the shares of stock is Ten Dollars ($10.00).

The purpose for which the said corporation is created is to conduct an insurance business as set forth above, possessing such powers as are given to the said Company by the laws of the State of Mississippi, and subject to the limitations prescribed by such laws of the State of Mississippi.

In Witness Whereof, We, the undersigned incorporators of the United Life Insurance Company, being all resident citizens of the State of Mississippi, have hereto subscribed to the foregoing Articles on this the 1st day of June, 1937.

C. R. Harwood,
R. B. Lipscomb,
W.C. Wells 3rd,
R.B.Gunter,
W.Q.Cole.
W.E.Hester,Kr.,
John E.McDill,
Reuel May,
M. P. Bush,
E. S. Cole.

State of Mississippi,
County of Hinds.

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid C. R. Harwood, R.B.Lipscomb,W.C.Wells,III,R.B.Gunter,W.Q.Cole,W.E.Hester,Jr., John E. McDill, Reuel May, who each acknowledged to me that they signed and executed the foregoing Charter of Incorporation and Articles of Association of the United Life Insurance Company on the date therein mentioned and for the purposes therein described.

Witness my signature, this the 2nd day of June, 1937. Lenna Clement, Notary Public.
(SEAL)

State of Mississippi,
County of Jones.

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid M. P. Bush who acknowledged to me that he signed and executed the foregoing Charter of Incorporation and Articles of Association of the United Life Insurance Company on the date therein mentioned and for the purposes therein described.

Witness my signature, this the 4 day of June, 1937. J. M. Powell, Mayor and
(SEAL) Ex-Officio J. P. Jones County, Miss.

State of Mississippi,
County of Neshoba.

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid E. S. Cole who acknowledged to me that he signed and executed the foregoing Charter of Incorporation and Articles of Association of the United Life Insurance Company on the date therein mentioned and for the purposes therein described.

Witness my signature, this the 7th day of June, 1937. Aulive Hitt, Circuit Clerk.
(SEAL)

CERTIFICATE

State of Mississii, County of Hinds.

Personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction the undersigned officers and directors of the United Life Insurance Company, towit: W. A. Blair, President; C. R. Harwood, R. B. Lipscomb, W. C. Wells,III, R. B. Gunter, W. Q. Cole, W. E. Hester, Jr., Secretary, John E. McDill, Reuel May, M. P. Bush, the same being the President and Secretary and a majority of the directors of said Company who each, after being duly sworn, who each, after being duly sworn, state on oath that the hereto attached instrument is ax true and correct copy of the Articles of Incorporation or Association of the United States Insurance Company with the names of the incorporators and that the said incorporators, in pursuance to a notice duly given, met at the offices of Wells, Wells, and Lipscomb, 9th Floor, Lamar Life Building, Jackson, Mississippi, on the 9th day of June, 1937, as the first meeting of said incorporators for the purpose of organization of the United Life Insurance Company, at which meeting the by-laws of the said Company were adopted and directors elected, and that said meeting adjourned on the same day.

Witness the signatures of the said officers and directors of the United Life Insurance Company, this the 9th day of June, 1937.

W.A.Blair, President;
W.E.Hester, Secretary;
W.C.Wells,III,
Reuel May,
W.Q.Cole,
R.B.Lipscomb,
R.B.Gunter, Treasurer,
M.P.Bush,
C.R.Harwood,
John E. McDill.

Sworn to and subscribed before me, this the 9th day of June, 1937.
(SEAL) Lenna Clement, Notary Public.

Certificate of Insurance Commissioner.

State of Mississippi, County of Hinds.

I, John Sharp Williams, III, Insurance Commissioner for the State of Mississippi, do hereby certify that it appears to me that the above Certificate complies with the laws of the State of Mississippi, and I, therefore, certify ~~xxxx~~ my approval of the said Certificate.

I further certify that I have collected a fee of Twenty-five dollars ($25,00) as required by law.

June 11th, 1937.

John Sharp Williams, 3rd,
Insurance Commissioner.

Recorded: June 11th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
TURLEY'S INCORPORATED

MAR 29, 1943

1. The corporate title of said Company is: Turley's Incorporated.
2. The names and post office addresses of the incorporators are: C. K. Swinney, Greenville, Mississippi; W. E. Turley, Greenville, Miss.: R. C. Swinney, Greenville, Miss.
3. The domicile of said corporation is: Greenville, Mississippi.
4. The amount of authorized capital stock is Five Thousand and No/100 Dollars ($5,000.00) being fifty (50) shares of common stock, having a par value of One Hundred and No/100 Dollars, ($100.00) each.
5. The sale price per share shall be One Hundred and No/100 Dollars ($100.00) per share.
6. The period of existence not to exceed fifty (50) years is fifty (50) years.
7. The purposes of organization of the corporation is to buy, sell and lease electrical refrigeration machinery and equipment of all kinds and nature; to buy, sell or lease radios and electrical equipment of all kinds and nature and to do all things usual or incident to the conducting of a wholesale and retail business or dealer or distributor of refrigeration, electrical appliances and equipment; to own or lease realestate for the purposes of said business and to do all other things not contrary to law and authorized under the general corporate laws of the State of Mississippi.
8. The corporation may start business when thirty (30) per cent of its stock has been subscribed for, issued and paid for.

Witness our signatures, this the 10th day of June, 1937.

C. K. Swinney,
W. E. Turley,
R. C. Swinney.

State of Mississippi,
County of Washington.

Personally appeared before me, C. K. Swinney, and W. E. Turley, and R. C. Swinney, of Greenville, Mississippi, incorporators of Turley's Incorporated, who each acknowledged that they respectively signed and delivered the foregoing instrument on the day and year therein mentioned, as their respective acts and deeds.

Given under my hand and official seal, this the 10th day of June, 1937.

(SEAL) Blanche Epperson, Notary Public.

Received at the office of the Secretary of State, this the 11th day of June, A. D. 1937, 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 11th, 1937.

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.

State of Mississippi.
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Turley's 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 eleventh day of June, 1937.

Hugh White,
Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 14th, 1937.

Two years elapsed without Report of organization being filed

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
SILVER'S, INCORPORATED
Hattiesburg, Mississippi

1. The corporate title of said company is Silver's, Incorporated.
2. The names and postoffice affresses of the incorporated are: I. Silver, Hattiesburg, Mississippi; I. A. Silver, Hattiesburg, Mississippi.
3. The domicile of the corporation shall be in Hattiesburg, Mississippi.
4. The amount of the authorized capital stock, all common stock with full voting privileges, of the par value of $100.00 each, is $5,000.00, but said corporation may begin business when $1,000.00, either in money or its equivalent, has been paid in said corporation.
5. The period of existence is fifty years.
6. The purpose for which the corporation is created is to engage in the general tailoring business amd to do a GENERAL merchandise business and may do such things as appear necessary and incident thereto in the successful operation of such a business, not contrary to law. The right s and powers that may be exercised by said corporation in addition thereto are those conferred by the provisions of this chapter.
7. The number of shares, all common stock, necessary to be subscribed and paid for either in cash or its equivalent before the corporation commences business shall be ten (10) Shares of the par value of $100.00 each.

Witness our signatures this the 10th day of June, A. D. 1937.

I. Silver,
I. A. Silver.

State of Mississippi,
Forrest County?
City of Hattiesburg.

Personally came and appeared before me, the undersigned, a Notary Public in and for the City of Hattiesburg, Forrest County, Mississippi, the above named I. Silver and I. A. Silver, who, each and severally acknowledged that they signed and executed the above and foregoing article of incorporation on the day and date above indicated.

Witness my signature and official seal of office, on this the 10 day of June, A. D. 1937.

(SEAL)

D. M. Hutchins, Notary Public.
My commission exp/res Mar. 31, 1940.

Received at the office of the Secretary of State, this the 11th day of June, A. D. 1937, 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 11th, 1937.

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 Silver's 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 Eleventh day of June, 1937.

Hugh White, Governor.

By the Governor:
Walker Wood,
Secretary of State.

Recorded: June 14, 1937.

(Two years elapsed without the filing of a report of organization)

TUCKER PRINTING HOUSE JACKSON MISS

Suspended by State Tax Commission as Authorized by Section 15, Chapter 121, Laws of Mississippi 1934 5/30/41.

Charter of N. W. Overstreet & Town

Certificate of Amendment of Original Certificate of Incorporation.

N. W. Overstreet & Town, a corporation of the State of Mississippi, and the President and the Secretary of said Company, do hereby certify as follows:

1. N. W. Overstreet & Town is a corporation duly organized under the laws of the State of Mississippi with office in Jackson, Miss.

2. The Board of Directors of said corporation, at a meeting of said Board duly held, passed a resolution declaring that the changes and amendments hereinafter set forth are advisable, and calling a meeting of the stockholders to take action thereon.

3. Such meeting of the stockholders was thereupon duly held pursuant to such call of the Board of Directors, upon notice given to each stockholder as provided in the by-laws. At said meeting all of the stockholders of said corporation were personally present, and all voted in favor of the following change in the original charter of incorporation, which was accordingly adopted:

That Article one of the original certificate of incorporation be and is hereby changed to read as follows:

That the name of the Corporation is N. W. Overstreet & A. H. Town.

In Witness Whereof, the said corporation has caused this certificate to be signed by its President, and its Secretary, and its corporate seal affixed thereto, this the 8th day of June, 1937.

N. W. Overstreet,
President.
A. Hays Town,
Secretary.

The Undersigned Secretary of N. W. Overstreet & Town, does hereby certify that the following resolution was duly adopted on the 1st day of June, 1937 at a regularly called and duly constituted meeting of the stockholders of said company.

RESOLVED: That the name of the corporation he and hereby is changed from N. W. Overstreet & Town, as originally incorporated, to N. W. Overstreet & A. H. Town.

Witness my hand and seal of said corporation this the 8th day of June, 1937.

A. Hays Town, Secretary.

State of Mississippi, County of Hinds, ss:

Before me, a notary public, on this the 11th day of June, 1937, personally appeared, A. H. Town, to me well known to be the person described in and who executed the foregoing certificate.

Ione Smith, Notary Public.
(SEAL)

Received at the office of the Secretary of State, this the 14th day of June, A. D. 1937, 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 14, 1937.

I have examined this amendment of the charter of incorporation, N. W. Overstreet & A. H. Town, 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 N. W. Overstreet & Town changing name to N. W. Overstreet & A. H. Town is hereby 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 June, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 15th, 1937.

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GREAT M. STORE, INCORPORATED, does hereby amend its charter of incorporation in manner and form as follows, to-wit:

4. Amount of capital stock and particulars as to class or classes thereof: $20,000.00 Common Stock.

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

GREAT M STORE, Incorporated,
By Mitchell L. Thomas, President.

Great M. Store,
Inc.
SEAL
Mississippi.

State of Mississippi,
County of Hinds.

Before me, the undersigned lawful authority, this day personally appeared Mitchell R. Thomas, President of Great M. Store, Incorporated, who acknowledged that he signed and executed the above amendment as for and in behalf of said corporation as its act and deed, on the 14th day of June, 1937.

Witness my signature and seal of office this the 14thx day of June, 1937.

(SEAL)

Ione Smith, Notary Public.

Minutes of
A SPECIAL MEETING OF THE STOCKHOLDERS, JUNE 7th, 1937
GREAT "M" STORE, INCORPORATED

A special meeting of the stockholders of the Great "M" Store, Incorporated, was held at the office of said corporation at 6:30 p.m., Monday, June 7th, 1937, for the purpose of discussing the proposed increase in capital stock.

The meeting was called to order by the President, whereupon the Secretary called the roll and found all stockholders present. Thereupon the President declared the meeting legally open for the discussion of the business at hand.

The following resolution was offered and, after motion was duly made and seconded for its acceptance, the President called for a vote. A poll of said vote showed the resolution unanimously carried.

"Resolved that the capital stock of the Great "M" Store, Incorporated be increased from its present amount of $10,000.00 (ten Thousand Dollars) to $20,000.00 (Twenty Thousand Dollars) and be it further

Resolved that the Secretary prepare such papers as are required by law, and to present this resolution to the Secretary of State, together with the required fee, with the request that an Amendment be allowed increasing said capital in the aforesaid amount."

There being no further busness before the meeting, same was declared adjourned.

E. C. Thomas, Secy.
E. C. Thomas (Signed)
Secretary.

Mitchell R. Thomas (Signed)
President.

I certify that the above is a true and correct copy of the minutes of a special stockholders meeting of the above named corporation on the date mentioned therein.

E. C. Thomas, Secretary.

Subscribed and sworn to, this the 14th day of June, 1937.

(SEAL)

Ione Smith, Notary Public.

Received at the office of the Secretary of State, this 14th day of June A. D. 19
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 14th, 1937.

I have examined this amendmnet of the charter of incorporation of Great "M" Store, 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 Amendment to the Charter of Incorporation of Great "M" Stoare, Incorporated, is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fifteenth day of June, 1937.

Hugh White, Governor,

By the Governor,
Walker Wood, Secretaary of State.

Recorded: June 15th, 1937.

Proof of Publication, Showing publication made on July 24th 1937
filed in this office July 29 1937
walker Wood,
Secretary of State

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Articles of Association and Incorporation of
PLANTERS GIN ASSOCIATION (AAL)

We, the undersigned, all of whom are engaged in the production of agricultural products, dp 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 statutes, or other laws of the State of Mississippi, in relation to corporations so formed, or amendments thereto; and for that purpose hereby adopt the following Articles of Association and Incorporation:

ARTICLE I.

The name of the association shall be Planters Gin Association (AAL).

ARTICLE II.

The domicile of the association shall be at Tutwiler, Tallahatchie 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 purpose of the association shall be, primarily, to engage in the business of ginning and wrapping cotton, and buying, selling, storing, shipping, and other wise handling cotton-seed and cotton-seed productsw for its members; however, it may engage in any other business granted, authorized, or allowed to associations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or amendments thereto. The Association may also engage in any part or all of its activities with non-members, provided the business transacted with such non-members is not greater in value than that transacted with 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, or other laws of the State of Mississippi, or amendments thereto, granting corporate powers to cooperative associations.

ARTICLE VII.

Section 1. The authorized capital stock of the association shall be $20,000.00, of which the sum of $1,000.00 shall be common stock, divided into 100 shares of a par value of $10.00 each, and $19,000.00 shall be preferred stock, divided into 760 shares of a par value of $25.00 each.

Section 2. The common stock of the association shall only be issued or transferred to, or held by producers of agricultural products who make use of the services and facilities of the association; and no persons, firm, or corporation shall own or hold at any one time more than one share of such common stock. The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural associations, organizations, federations, or corporations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or whose purposes and operations are in harmony with the purposes of that act.

Section 3. All transfers of stock shall be made on the books of the association on surrender of the certificate covering the same by the holder thereof, or by attorney properly authorized, but only with the consent and approval of the board of directors, and when the stockholder is free from indebtedness to the association. No purported transfer of stock shall pass any right or privilege on account of such stock, or any vote or voice in the control or management of the association unless the recipient thereof is eligible, as herein defined, to hold such stock, and such transfer is approved by the board of directors.

Section 4. Each share of stock shall entitle the holder thereof to one vote, provided, however, that holders of preferred stock shall have only such voting rights as are granted under Section 194 of the Mississippi Constitution of 1890.

Section 5. The common stock of the association shall not bear dividends. The preferred stock shall bear non-cumulative dividends not exceeding 6% per annum, if earned and when declared by the board of directors; and such dividends shall have preference over any and all other dividends or distributions declared in any year. In the discretion of the board of directors, all dividends or distributions, or any part thereof, may be paid in certificates of preferred stock and/or ad intereim certificates representing fractional parts thereof, subject to conversion into full shares.

Section 6. The common stock of any member who shall die or whose membership is terminated by the board of directors who shall retired by the association at its par or book value, whichever is less; and the association may pay therefor in cash or by certificate of indebtedness payable within one year from date thereof. The preferred stock, or any part thereof, may be redeemed or retired from time to time, provided said stock is retired in the same order as issued. All such preferred stock so retired shall be paid for in cash at the par value thereof, plus any dividend declared thereon and unpaid. No stock shall bear dividends or be eligible for voting after it is called for retirement.

Section 7. In the event of dissolution or liquidation of the association, no holder of stock shall receive any distribution of the assets on such stock in excess of the par value thereof, plus any dividend declared thereon and unpaid. Upon such distributions, the holders of preferred stock shall be entitled to receive the par value of their stock plus any dividend declared thereon and unpaid, before any distribution is made on the common stock.

Each of the parties hereto hereby subscribe for one share of common stock of the association and agrees to pay therefor at the par value of $10.00 in cash, at the first meeting to be held after the issuance of the association's charter by the secretary of state.

In testimony whereof, we each have hereunto set our hands in duplicate this _____day of_____ & _____, 193____.

H. W. Karraker,
J. H. Luckett,
E. E. Ray,
R. P. Turner,
J. A. Lommeck,
T. S. Malone,
M. S. Spurry,
S. W. Howell,m
J. W. Gibbons,
M.D.Gelespie and K.P.Manuel.
H. A. Summerville,
J. J. Everett,
J. W. Daniel,
U. R. Price,
W. A. Daniel,
H. J. Carpenter,
J. T. Simpson,
W. T. Simpson,
Bem Hatchettm
H. Reynolds,
F. K. Scott,
J. T. Rowe,
J. J. Winters.

State of Mississippi,
County of _____.

Before me, the undersigned authority competent to take acknowledgements, personally appeared the within named: H. W. Karraker, J. W. Gibbons, J. H. Luckett, M. D. Gelespie and K. P. Manuel,

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E. E. Ray, J. A. ~~Sumrvele~~ Summerville, R. P. Turner, J. J. Winters, J. J. Everett, H. J. Carpenter, J. W. Daniels, W. T. Simpson, U. R. Price, J. T. Simpson, W. A. Daniels, Ben Hatchett, J. A. Lommeck, H. Reynolds, T. S. Malone, T. K. Scott, M. S. Spurry, J. T. Rowe, S. W. Howell, 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 17 day of June, 1937.

Given under my hand and seal this 17 day of June, 1937.

(SEAL)

Mary Whittington, Notary Public.
My commission expires Oct. 31, 1940.

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 Planters Gin Association (A.A.L.) domiciled at Tutwiler, 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 19th day of June, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, 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 19th day of June, 1937.

(GREAT SEAL)

Walker Wood
Walker Wood, Secretary of State

Recorded: June 19th, 1937.

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FOR AMENDMENT SEE BOOK 39-40 PAGE 354.

Certificate of Incorporation
of

SOUTHWEST MISSISSIPPI ELECTRIC POWER ASSOCIATION

We, the undersigned persons of full age, residing in the territory in which the principal operations of the corporation to be organized pursuant hereto are to be conducted, and desirous of using electric energy to be furnished by such corporation, acting for ourselves as individuals, for the purpose of forming a corporation under and pursuant to Chapter 184, House Bill No. 578, of the laws of the State of Mississippi of 1936 and laws amendatory thereof and supplementary thereto, do hereby adopt the following Certificate of Incorporation:

ARTICLE I.

The name of the Corporation shall be Southwest Mississippi Electric Power Association.

ARTICLE II.

The purposes for which the Corporation is formed are:

(a) To generate, manufacture, purchase, acquire and accumulate electric energy for its members and to transmit, distribute, furnish, sell and dispose of such electric energy to its members only, and to construct, erect, purchase, lease as lessee and in any manner acquire, own, hold, maintain, operate, sell, dispose of, lease as lessor, exchange and mortgage plants, buildings, works, machinery, supplies, apparatus, equipment and electric transmission and distribution lines or systens necessary, convenient or useful for carrying out and accomplishing any or all of the foregoing purposes;

(b) To acquire, own, hold, use, exercise and, to the extent permitted by law, to sell, mortgage, pledge, hypothecate and in any manner dispose of franchises, rights, privileges, licenses, rights of way and easements necessary, useful or appropriate to accomplish any or all of the purposes of the Corporation;

(c) To purchase, receive, lease as lessee, or in any other manner acquire, own, hold, maintain, use, convey, sell, lease as lessor, exchange, mortgage, pledge or otherwise dispose of any and all real and personal property or any interest therein necessary, useful or appropriate to enable the Corporation to accomplish any or all of its purposes;

(d) To assist its members to wire their premises and install therein electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character (including without limiting the generality of the foregoing, such as are applicable to water supply and sewage disposal) and, in connection therewith and for such purposes, to purchase, acquire, lease, sell, distribute, install and repair electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character (including, without limiting the generality of the foregoing, such as are applicable to water supply and sewage disposal) and to receive, acquire, endorse, pledge, guarantee, hypothecate, transfer or otherwise dispose of notes and other evidences of indebtedness and all security therefor;

(e) To borrow money, to make and issue bonds, notes and other evidences of indebtedness, secured or unsecured, for moneys borrowed or in payment of property acquired, or for any of the other objects or purposes of the Corporation; to secure the payment of such bonds, notes or other evidences of indebtedness by mortgage or mortgages, or deeds or deeds of trust upon, or by pledge of or other lien upon, any or all of the property, rights, privileges or permits of the Corporation, wheresoever situated, acquired or to be acquired;

(f) To do and perform, either for itself or its members, any and all acts and things, and to have and exercise any and all powers, as may be necessary or convenient to accomplish any or all of the foregoing purposes, or as may be permitted by the Act under which the Corporation is formed.

ARTICLE III.

The operations of the Corporation shall be principally conducted in the Counties of Amite, Claiborne, Copiah, Franklin, Hinds, Jefferson, Lincoln, and Wilkinson, in the State of Mississippi.

ARTICLE IV.

The location of the principal office of the Corporation and the post office address thereof shall be Lorman, Mississippi.

ARTICLE V.

Section 1. The government of the Corporation and the management of its affairs and business shall be vested in a board of not to exceed eight (8) directors.

Section 2. The names and post office addresses of the directors who are to manage the affairs of the Corporation for the first year of its existence or until their successors are chosen are as follows:

NAME:	POST OFFICE ADDRESS:
J. Mack Jones	Port Gibson, Mississippi
E. L. Green	Carpenter, "
L. J. Miller	Lorman, "
W. T. Wade, Jr.,	Hazlehurst, "
Paul C. Cato,	Union Church, "
R. V. Taylor,	Utica, "
B. G. Rush,	Hermanville, "

Section 3. The Board of Directors shall have power to make and adopt such rules and regulations not inconsistent with the Certificate of Incorporation or the By-Laws of the Corporation or the laws of the State of Misissippi as it may deem advisable, necessary or convenient in conducting and regulating the business and affairs of the Corporation.

ARTICLE VI.

The period of duration of the Corporation shall be ninety-nine (99) years.

ARTICLE VII.

Section 1. Any person, firm or corporation, in addition to the undersigned incorporators, may become a member in the Corporation by: (a) paying such membership fee as shall be specified in the by-laws of the Corporation; (b) agreeing to purchase from the Corporation the amount of electric energy hereafter in Section 3 of this Article Specified; and (c) agreeing to comply with and be bound by the Certificate of Incorporation and By-Laws of the Corporation and any amendments thereto and such rules and regulations as may from time to time be adopted by the Board of Directors of the Corporation; provided, however, that no person, firm, or corporation, except the undersigned incorporators of the Corporation, or any person, firm, or corporation accepted for membership, by the members at any meeting thereof, shall become a member in the Corporation unless and until he or it has been accepted for membership by the affirmative vote of a majority of the members of the Board of Directors of the Corporation.

Section 2. Membership in this corporation shall be evidenced by a Certificate of Membership which shall be in such form and contain such provisions as shall be determined by the Board of Directors not contrary to or inconsistent with the Certificate of Incorporation or the By-Laws of the Corporation.

Section 3. Each member of the Corporation shall as soon as electric energy shall be available purchase from the Corporation monthly not less than the minimum amount of electric energy which shall from time to time be determined by resolution of the Board of Directors of the Corporation and shall pay therefor and for all additional electric energy used by such member, the price which shall from time to time be fixed therefor by resolution of the Board of Directors. Each member shall also pay all obligations which may from time to time become due and payable by such member

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to the Corporation as and when the same shall become due and payable. Each member shall comply with such rules and regulations as may from time to time be adopted by the Board of Directors.

Section 4. No member of the corporation may own more than one membership and each member shall be entitled to one vote and no more upon each matter submitted to a vote at a meeting of the members of the Corporation. The vote of each member of the Corporation may be cast in person or by mail.

Section 5. The private property of the members of the Corporation shall be exempt from execution for the debts of the Corporation and no member shall be individually responsible for any debts or liabilities of the Corporation.

ARTICLE VIII.

The corporation may amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by law.

IN TESTIMONY WHEREOF, we have hereunto set our hands and affixed our seals, this 18th day of June? A. D. 1937.

Signed and sealed in the presence of:
L. J. Folse.

J. Mack Jones,
E. L. Green,
L. J. Miller,
W. T. Wade, Jr.,
Paul C. Cato,
R. V. Taylor,
B. G. Rush,
Subscribersto the Certificate of Incorporation of Southwest Mississippi Electric Power Association.

(SEAL)

State of Mississippi,
County of Jefferson.

This day personally appeared before me, the undersigned authority, J. Mack Jones, E. L. Green, L. J. Miller, W. T. Wade, Jr., Paul C. Cato, R. V. Taylor, and B. G. Rush, incorporators of the corporation known as the Southwest Mississippi Electric Power Association, who acknowledged that they signed and executed the above and foregoing Certificate of Incorporation as their act and deed on this 18th day of June, 1937.

(SEAL)

O. S. Gillis, Chancery Clerk,
Jefferson County, Miss.

Received at the office of the Secretary of State, this the 21st day of June, A. D. 1937, 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 not violative of the Constitution and laws of this State, or of the United States.

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

6/21/37.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Southwest Mississippi Electrical 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 twenty-first day of June, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 21st, 1937.

Incorp. Gen Assn (AAL)

Photostat
FOR AMENDMENT SEE 2003 64 CASE 456-459

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Association and Incorporation of
TIPPO GIN ASSOCIATION (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, power, privileges, and immunities given or allowed by said statute, or other laws of the State of Mississippi, in relation to corporations so formed, or amendments thereto, and for that purpose hereby adopt the following Articles of Association and Incorporation:

ARTICLE I. The name of the Association shall be Tippo Gin Association (AAL).

ARTICLE II. The domicile of the association shall be at Tippo, Tallahatchie County, Mississippi.

ARTICLE III. The period of existence of the association shall be fifty years from the date hereof.

ARTICLE IV. The association shall be organized and operated under Article 1 of Chapter 99 of the Mississippi Code of 1930, and amendments thereto.

ARTICLE V. The purpose of the association shall be, primarily, to engage in the business of ginning and wrapping cotton, and buying, selling, storing, shipping, and otherwise handling cotton-seed and cotton-seed products for its members; however, it may engage in any other business granted, authorized, or allowed to associations organized under Article 1 of Chapter 99 of the Mississippi Code o 1930, or amendments thereto. The association may also engage in any part or all of its activities with non-members, provided the business transacted with such non-members is not greater in value than that trahsacted with 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 od 1930, or other laws of the State of Mississippi, or amendments thereto.

ARTICLE VII. Section 1. The authorized capital stock of the association shall be $25,000,00, of which the sum of $1000.00 shall be common stock, divided into 100 shares of a par value of $10.00 each, and $24,000.00 shall be preferred stock divided into 960 shares of a par value of $25.00 each. Section 2. The common stock of the association shall only be issued or transferred to, or held by producers of agricultural products who make use of the services or facilities of the association; and no person, firm, or corporation shall own or hold at any one time more than one share of such common stock. The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural associations, organizations, federations, or corporations organized under Article 1 of Chapter 99 of the Mississippi Code of 1930, or whose purposes and operations are in harmony with the purposes of that act. No person, firm, or corporation shall own or hold at any one time more than 25% of the preferred stock outstanding. Section 3. All transfers of stock shall be made on the books of the association on surrender of the certificate covering the same by the holder thereof, or by Attorney properly authorized, but only with the consent and approval of the board of directors, and when the stock holder is free from indebtedness to the association. No purported transfer of stock shall pass any right or privilege on account of such stock, or any vote or voice in the control or management of the association unless the recipient thereof is eligible, as herein defined, to hold such stock, and such transfer is approved by the board of directors. Section 4. Each share of stock shall entitle the holder thereof to one vote, provided, however, that holders of preferred stock shall have only such voting rights as are granted under Section 194 of the Mississippi Constitution of 1890. Section 5. The common stock of the association shall not bear dividends. The preferred stock shall bear non-cumulative dividends not exceeding 6% per annum, if earned and when declared by the board of directors; and such dividends shall have preferrence over any and all other dividends or distributions declared in any year. In the discretion of the Board of Directors all dividends or distributions, or any part thereof, may be paid in certificates of preferred stock and/or ad interim certificates representing fractional parts thereof, subject to conversion unto full shares. Section 6. The common stock of any member who shall die or whose membership is terminated by the board of directors shall be ~~required~~ retired by the association at its par or book value, whichever is less; and the association may pay therefor in cash or by certificate of indebtedness payable within one year from date thereof. The preferred stock, or any part thereof, may be redemmed or retired from time to time, provided said stock is retired in the same order as issued. All such preferred stock so retired shall be paid for in cash at the par value thereof, plus any dividend declared thereon and unpaid. No stock shall bear dividends or be eligible for voting after it is called for retirement. Section 7. In the event of dissolution or liquidation of the association, no holder of stock shall receive any distribution of the assets on such stock in excess of the par value thereof, plus any dividend declared thereon and unpaid. Upon such distribution, the holders of preferred stock shall be entitled to receive the par value of their stock, plus any dividend declared thereon and unpaid, before any distribution is made on the common stock.

ARTICLE VIII. Each of the parties hereto subscribes one share of common stock of the association and agrees to pay therefor at the par value of $10.00, in cash, at the first meeting to be held after the issuance of the associations charter by the secretary of State.

In testimony whereof, we each have hereunto set our hands in duplicate this the 8th day of June, 1937.

D. T. Gates, I. S. Clark, B. W. Vaughn, J. H. Dickson, W. L. Alexander, J. F. Dickson, Mrs.K. H. Stackhouse, Z. T. Oliver, A. G. Murphey, R.K.Rice.

State of Mississippi,
Tallahatchie County.

Before me, the undersigned authority competent to take acknowledgments, personally appeared the within named: D. T. Gates, I. S. Clark, B. W. Vaughan, Mrs. K.H.Stackhouse, J. H. Dickson, Z.T.Oliver, W.L.Alexander, A. G. Murphey, J. F. Dickson, R. K. Rice, 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 8th day of June, 1937.

Given under my hand and seal this the 8th day of June, 1937.

Mrs. L. N. Henry,
Chancery Clerk.
By B. C. Henderson, 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 Tippo Gin Association (AAL), domiciled at Tippo, 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 21st day of June, 1937, and one copy thereof recorded in this office in Record of Incorporation Book No. 36-37, at page 623, and the other copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 623, 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 June, 1937.

(GREAT SEAL)

Walker Wood,
Walker Wood, Secretary of State.

Recorded: June 21, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Amendment to the Charter of Incorporation
of
WINONA INFIRMARY, WINONA, MISSISSIPPI

Be it remembered that on the 11th day of June, 1937, the stockholders of the Winona Infirmary met pursuant to legal notice and call at the Winona Infirmary in the town of Winona, Mississippi, there being present in their own proper person and by proxy stockholders owning and holding 74% per cent of said capital stock of said corporation, at which time and place there came up for consideration the matter of amending Section 7 of the charter of the said Winona Infirmary, and after due consideration thereof a motion was made and seconded was put to a vote of the stockholders which said motion was carried, thereby amending said section of said charter so that the same would read and be in the following language, to-wit:

Section 7. The purpose for which it is created: To establish and conduct an Infirmary or hospital for the care and treatment of the sick and indigent sick, for the treatment of any and all human diseases and maladies, and to charge as compensation for such an amount as will be necessary to defray operating expenses of said infirmary; to establish and conduct charity wards in said infirmary; to establish and conduct a training school in said hospital for the purpose of training nurses. Provided, however, that all the income from said hospital, nurses, and nurses home is to be used entirely for the purpose thereof, and no part of same for profit. Further, that all corporate stock now owned by the stockholders will be considered as a donation for the betterment of the community in general as far as profits and material returns are concerned, but for all other purposes said corporation shall have power to own real and personal property and to sell and encumber the same; to issue it's notes or other evidences of indebtedness, and to do all other acts necessary to do and conduct a general infirmary or hospital 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, 1930.

By motion duly made and seconded and put to a vote of the stockholders which was carried, it is further ordered that the vice-president and the Secretary-treasurer of said corporation immediately present the above amendment to the Governor and to the the Secretary of State for approval and record respectively.

Upon motion duly made and seconded the meeting adjourned.

E. W. Holmes, Vice-President.
W. S. Webster, Secretary-Treasurer.

State of Mississippi,
Montgomery County.

Personally appeared before me, the undersigned authority in and for said county and state the above named E. W. Holmes and W. S. Webster, Vice-President and Secretary-Treasurer respectively of the Winona Infirmary, a corporation, who make oath that the above and foregoing resolutions were duly and legally adopted by the stockholders of the said infirmary at a regular and legal meeting assembled, held in the city of Winona on the 11th day of June, 1937, at which meeting the majority of the said stockholders were represented in person, or by proxy, and voted in favor of said resolution as shown by the minutes of the said stockholders meeting of said corporation.

Sworn to and subscribed before me this 12th day of June, 1937.

W. L. Shelton, Notary Public.
(SEAL)

Received at the office of the Secretary of State, this the 16th day of June, A. D. 1937, 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, 1937.

I have examined this amendment of the charter of incorporation, Winona 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 W.W.Pierce, Assistant Attorney General.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Amendment to the Charter of Incorporation of Winona Infirmary 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 twenty-first day of June, 1937.

Hugh White, Governor,

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 21, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

COPY

MEETING OF THE STOCKHOLDERS OF THE HOPSON PLANTING COMPANY, INC.

At a meeting of the stockholders of the Hopson Planting Company, Incorporated, held on the 29th day of December 1936 at 2:30 o'clock P.M., at the home of Mrs. Kate H. Hopson, in the city of Clarksdale, Mississippi, the following stockholders were present:

Kate H. Hopson, H. H. Hopson, Jr., R. N. Hopson, Elizabeth H. Garrett & Mary Hopson Nance.

The following stockholder being absent: Catherine H. Cutrer.

It appearing that a majority of the stockholders being present, minutes of last meeting were read and approved.

On motion duly made and adopted, the following directors were re-elected to serve during the ensuing year of 1937:

Kate H. Hopson, H. H. Hopson, Jr., R. N. Hopson, Elizabeth H. Garrett, Catherine H. Cutrer & Mary H. Nance.

On motion duly made and adopted, the President and Secretary were authorized to amend the charter of incorporation to read as follows:

"The amount of authorized capital stock is $144,000.00 of common stock of a par value of One Hundred ($100.00) Dollars per share."

Being no further business to come before the meeting, meeting was adjourned until further notice.

Witness my signature this the 29th day of December, 1936.

Kate H. Hopson, Secretary.

I hereby certify that the above is a true copy of the minutes covering meeting of the stockholders of the Hopson Planting Company, Inc., held in the city of Clarksdale, Mississippi, on December 29th, 1936, at 2:30 o'clock P.M. This the 11th day of June, 1937.

Kate H. Hopson, Secretary of the
Hopson Planting Company, Inc.

State of Tennessee,
County of Grundy.

Personally appeared before me G. C. Partin, a notary public, of said county and state, the above named Kate H. Hopson, who acknowledged that she signed and delivered the foregoing instrument on the date named therein.

Given under my hand and seal of office, this the 11th day of June, 1937.

(SEAL)

G. C. Partin, Notary Public.
My commission expires July 20, 1940.

I hereby certify that the above is a true copy of the minutes covering meeting of the stockholders of the Hopson Planting Company, Inc., held in the city of Clarksdale, Mississippi, on December 29th, 1936, at 2:30 o'clock P. M. This the 15th day of June, 1937.

(SEAL)

H. H. Hopson, Jr., President of the
Hopson Planting Co., Incorporated.

State of Mississippi,
County of Coahoma.

Personally appeared before me I B. Fite, a Notary Public of said county and state, H. H. Hopson, Jr., who acknowledged that he signed and delivered the foregoing instrument as his voluntary act and deed, this the 15th day of June, 1937.

(SEAL)

I. B. Fite, Notary Public.
My commission expires Aug. 23rd, 1938.

Received at the office of the Secretary of State, this the 21st day of June, A. D. 1937, together with the sum of $48.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., June 21st, 1937.

I have examined this amendment to the charter of incorporation, Hopson Planting Company, and am ofthe 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 Hopson Planting Company is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-first day of June, 1937.

Hugh White, Governor.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 22, 1937.

This Corporation dissolved and its Charter surrendered to the State of Mississippi by a decree of the Chancery Court of Coahoma County Mississippi. Certified copy of said decree filed in this office, this October 16, 1939.

Walker Wood, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Incorporation of WALNUT LAKE COOPERATIVE ASSOCIATION.

We, the undersigned, being twenty natural persons of full age, at least a majority of whom are residents of the State of Mississippi, and all of whom are engaged in the production of agricultural products, do hereby associate ourselves together for the purpose of forming a cooperative association under the "Cooperative Marketing Act and Cooperative Live Stock and Poultry Act" of the State of Mississippi, being Article 2 of Chapter 99 of the Mississippi Code of 1930 as amended and supplemented, and we hereby adopt the following Articles of Incorporation:

FIRST: The name of this association shall be WALNUT LAKE COOPERATIVE ASSOCIATION.

SECOND: The purposes for which this Association is organized are: 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 livestock and poultry of every description, and with the marketing or selling of agricultural products of its members, or with the harvesting, preserving, drying, processing, manufacturing, canning, packing, grading, storing, handling, shipping, or utilization thereof or the manufacturing or marketing of the by-products thereof; or in connection with the manufacturing or 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.

THIRD: The principal place of business of the Association shall be at Walnut Lake Project, near the town of Renalara, in the County of Coahoma, Mississippi.

FOURTH: The term for which this Association shall exist is fifty years.

FIFTH: In accordance with and not in limitation of the general powers conferred by the laws of the State of Mississippi and of the purposes herein set forth, it is provided that this Association shall have the power to do any or all of the following: (A) To engage in any activity in connection with the growing, breeding, marketing, selling or buying or utilization of livestock and poultry of every description and the by-products thereof, or with the manufacturing, selling, harvesting, preserving, drying, processing, manufacturing, canning, packing, grading, storing, handling or utilization of any agricultural products produced or delivered to it by its members; or the manufacturing or marketing of the by-products thereof; or in connection with the purchase, hiring or use by its members of supplies, machinery or equipment; or in the financing of any such activities; or in any one or more of the activities specified herein. This Association shall not handle the agricultural products of any nonemember except as necessary and incidental to the handling of the products of members and in any such case the value of products of non-members so handled shall not exceed the value of the products handled by the Association for its members. (b) To borrow money and to make advances to members. (c) To act as the agent or representative of any member or members in any of the above enumerated activities; (d) To purchase or otherwise acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer, or pledge or guarantee the payment of dividends or interest on, or the retirement or redemption of shares, of the capital stock or bonds of any corporation or association engaged in any related activity, or in the warehousing, or handling or marketing, of any of the products handled by this Association: (e) To establish reserves and to invest the funds thereof in bonds, or such other property as may be provided in the by-laws; (f) To buy, hold and exercise all privileges of ownership over such real or personal property, as may be necessary or convenient for the conducting and operation of any of the business of the Association or incidental thereto; (g) To cooperate with any governmental agency or agencies, whether national, state, county or municipal, or with any public or private agency whatever, in the purchase, construction, equipment, operation, maintenance orsupervision of any undertaking of this Association designed to effectuate the purposes herein set forth; (h) To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipal, county, state, body politic or government, or any agency or agencies thereof; and more especially to enter into, make and perform any covenant and condition required by any grantor of land or improvements thereon which may be designed or intended to restrict or limit the use of the premises conveyed to the objects and purposes for which this Association is organized; (i) To do eachand every thing necessary, suitable or proper for the accomplishment of any one of the purposes, or the attainment of any one of 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 exercise and preserve all powers, rights and privileges necessary or incidental to the purposes for which the Association is organized or to the activities in which it is engaged; and to do any such thing anywhere.

SIXTH: The Board of Directors of this Association shall consist of five persons, all of whom shall be members. The term of office of each director shall be three years, except that the terms of office of directors selected at and prior to the first annual meeting of the Association shall be such as are provided in the by-laws.

SEVENTH: This Association shall not, under any conditions, issue or cause to be issued, capital stock of any kind whatever. The property rights and interest of each member of the Association shall be equal, except with respect to its net earnings, which shall be distributed as follows: At the end of each fiscal year, after deducting from the net earnings of this Association such amounts as may be allocated to reserve or other funds provided for in the by-laws, there shall be distributed to each member as a patronage refund, such proportion of the remaining net earnings as the total value of purchases or sales made by him from or to this Association bears to the total value of purchases or sales made by all members from or to this Association during such fiscal year; Provided, however, that provision may be made in the by-laws for distribution of patronage refunds to non-members patrons at a rate not to exceed one-half of the rate of refunds made to members, in which event the patronage refund to each patron (whether member or non-member) shall be calculated upon the proportion which the total value of purchases or sales made by such patron from or to this Association bears to the total value of purchases or sales made by all patrons from or to this Association during such fiscal year.

EIGHTH: Only the following persons shall be eligible to membership in this Association, upon proof of compliance with such terms and conditions as may be provided for in the by-laws; Any person 18 years of age or over who resides at the Walnut Lake Project near the Town of Renalara, in Coahoma County, Mississippi, or in the vicinity thereof and engages in the production of agricultural products to be handled by and through the Association.

NINTH: Membership in this Association shall be evidenced by certificates of membership, the form of which shall be provided in the by-laws. Such certificates of membership shall not be assignable or transferable except as provided in the by-laws.

TENTH: Each member shall be entitled to but one vote on any and all occasions and under no circumstances shall a vote by proxy be allowed or considered.

ELEVENTH: This association reserves the right to amend, alter, change or repeal any provisions contained in these articles of Incorporation and all rights conferred upon members herein are granted subject to this reservation. In testimony whereof, we have hereunto set our hands and seal this 23 day of June, 1937. John H.Simmons, Norman E. Willard, W.A.Waits, Frank M.Hoke, James J.Jenkins, John H.Lee, Dewey A. Russell, Grover E.Wilson, William A. Gilgore, Charles W.Chadwick, Charles F. Coleman, Oscar M.Benson, Malcolm D.Pressgrove, John H. Jenkins, Frank R.Robinson, James E.Perkins, Frank H.Scott, Harry G.Brown, George A. Furnin, Dick Binford, Adrian T. Schoolar, Joseph T. Cotton.

State of Mississippi, County of Coahoma, SS.

This day personally appeared before me, the undersigned authority John H.Simmons, one of the incorporators of the Association known as the Walnut Lake Cooperative Association, who acknowledged that he signed and executed the above and foregoing Articles of Incorporation as his act and deed on the 23 day of June, 1937.

E.W.Jones, Notary Public.

(SEAL) My commission will expire on the 23 day of Jan. 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 Walnut Lake Cooperative Association, domiciled at Walnut Lake Project, near town of Renalara, in the County of Coahoma, Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 2, Chapter 99, Code of Mis-

TUCKER PRINTING HOUSE JACKSON MISS

Charter of Incorporation

Charter of Incorporation of New Deal Lumber Company
(New Deal Lumber Company)

1. The Corporate title of said Company is:
New Deal Lumber Company

2. The names of the incorporators are:W. L. Flautt (W.L.Flautt) Postoffice Tutwiler, Miss.; J. J. Everett, postoffice, Tutwiler, Miss.; H. W. Karracker (H.W.Karracker) postoffice, Tutwiler, Miss.

3. The domicile is Tutwiler, Mississippi.

4. Amount of Capital Stock authorized: $5,000.00 common stock only to be issued, all of one class, and of the par value of fifty dollars ($50.00) per share, with full privileges and no restrictions, except those imposed by law, and fixed by Statute in this State.

5. Par value of stock per share: Fifty Dollaws ($50.00).

6. Period of existence, not to exceed fifty years, is fifty (50) years.

7. The purpose for which it is created is: General Retail Lumber Business, buying and selling lumber and building materials and supplies of all kinds, brick, doors, glass, shingles, roofing, paints and all kinds of building materials commonly carried in stock by a retail lumber company in operating a regular lumber yard.

8. The rights and powers that may be exercised by the said Corporation are those conferred by the provisions of Chapter 100, Code of 1930, and laws supplemental and amendatory thereto.

9. The number of Shares of stock to be subscribed and paid for before commencing business is 60 shares ($3000.00).

Witness our signatures hereto, this 31 day of May, 1937.

Incorporators

W. F. Flautt (W. F. Flautt)

J. J. Everett (J. J. Everett)

H. W. Karraker (H. W. Karraker)

State of Mississippi
Tallahatchie County

This day personally appeared before me, the undersigned authority of law within and for the said county and state, the within named W. F. Flautt, who acknowledged that he signed and delivered the the above and foregoing Charter of Incorporation, for the purposes and considerations therein expressed, on the day and year therein written, as his pwn voluntary act and deed.

Witness my hand and seal of office, this 31st day of May, 1937. (S E A L)

C. M. Pate, Notary Phblic

My commission expires Oct. 12, 1940.

State of Mississippi
Tallahatchie County.

This day personally appeared before me, the undersigned authority of law within and for the said county and state, the within named J. J. Everett who acknowledged that he signed and delivered the the above and foregoing Charter of Incorporation, for the purposes and considerations therein expressed, on the day and year therein written, as his own coluntary act and deed.

Witness my hand and seal of office, this the 31 day of May, 1937.

C. M. Pate, Notary Public. (S E A L)

My commission expires Oct. 12, 1940.

State of Mississippi
Tallahatchie County.

This day personally appeared before me, the undersigned authority of law within and for the said county and state the within named H. W. Karraker, who acknowledged that he signed and delivered the within and foregoing Charter of Incorporation, for the purposes and considerations therein expressed, on the day and the year therein written, as his own voluntary act and deed.

Witness my hand and seal of office, this the 31 day of May, 1937.

C. M. Pate, Notary Public. (S E A L)

My commission expires Oct. 12, 1940.

Received at the office of the Secretary of State, this the 23rd day of June, A. D., 1937, together with the sum of $20.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

(Signed) 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.

(Signed) Greek L. Rice, Attorney General
6/23/37. By W. W. Pierce, Assistant Attorney General.

State of Mississippi, Executive Office, Jackson.

The within and foregoing Charter of Incorporation of New Deal 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 24th day of June, 1937.

Hugh White.

By the Governor,
Walker Wood, Secretary of State.

Recorded: June 25, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Articles of Incorporation of RICHTON COOPERATIVE ASSOCIATION, Richton, Perry County, Mississippi.

We, the undersigned, being twenty natural persons, of full age, at least a majority of whomare residents of the State of Mississippi, and all of whom are engaged in the production of agricultural products, do hereby associate ourselves together for the purpose of forming a cooperative association under the "Cooperative Marketing and Cooperative Live Stock and Poultry Act" of the State of Mississippi, being Article 2 of Chapter 99 of the Mississippi Code of 1930 as amended and supplemented, and we hereby adopt the following Articles of Incorporation.

FIRST: The name of this Association shall be Richton Cooperative Association.

SECOND: The purpose for which this Association is organized are: 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 livestock and poultry of every description, and with the marketing or selling of agricultural products of its members, or with the harvesting, preserving, drying, processing,manufacturing, canning, packing, grading, storing, handling, shipping or utilization thereof or the manufacturing or marketing of the by-products thereof; or in connection with the manufacturing or 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.

THIRD: The principal place of business of the Association shall be at the Richton Homesteads, Richton, Perry County, Mississippi.

FOURTH: The term for which this Association shall exist is fifty years.

FIFTH: In accordance with and not in limitation of the general powers conferred by the laws of the State of Mississippi and of the purposes herein set forth, it is provided that this Association shall have the power to do any or all of the following: (a) To engage in any activity in connection with the growing, breeding, marketing, selling or buying or utilization of livestock and poultry of every description and the by-products thereof, or with the manufacturing, selling, harvesting, preserving, drying, processing, manufacturing, canning, packing, grading, storing, handling or utilization of any agricultural products produced or delivered to it by its members; or the manufacturing or marketing of the by-products thereof; or in connection with the purchase, hiring or use by its members of supplies, machinery or equipment; or in the financing of any such activities; or in any one or more of the activities specified herein. This Association shall not handle the agricultural products of any non-member except as necessary and incidental to the handling of the products of members and in any such case the value of products of non-members so handled shall not exceed the value of the products handled by the Association for its members. (b) To borrow money and to make advances to members. (c) To act as the agent or representatives of any member or members in any of the above enumerated activities; (d) To purchase or otherwise acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer, or pledge or gurantee the payment of dividends or interest on, or the retirement or redemption of shares of the capital stock or bonds of any corporation or association engaged in any related activity, or in the warehousing, or handling or marketing, of any of the products handled by this Association; (e) To establish reserves and to invest the funds thereof in bonds, or such other property as may be provided in the by-laws; (f) To buy, hold, and exercise all privileges of ownership over such real or personal property, as may be necessary or convenient for the conducting and operation of any of the business of the Association or incidental thereto; (g) To cooperate with any governmental agency or agencies, whether national, state, county or municipal, or with any public or private agency whatever, in the purchase, construction, equipment, operation, maintenance or supervision of any undertaking of this Association designed to effectuate the purposes herein set forth; (h) To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipal, county, state, body politic or government, or any agency or agencies thereof; and more especially to enter into, make and perform any covenant and condition required by any grantor of land or improvements thereon which may be designed or intended to restrict or limit the use of the premises conveyed to the objects and purposes for which this Association is organized; (i) To do each and every thing necessary, suitable or 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 exercise and possess all powers, rights and privileges necessary or incidental to the purposes for which the Association is organized or to the activities in which it is engaged; and to do any such thing anywhere.

SIXTH: The Board of Directors of this Association shall consist of five persons, all of whom shall be members. The term of office of each director shall be three years, except that the terms of office of directors selected at and prior to the first annual meeting of the Association shall be such as are provided in the by-laws.

SEVENTH: This Association shall not, under any conditions, issue or cause to be issued, capital stock of any kind whatever.The property rights and interest of each member of the Association shall be equal, except with respect to its net earnings, which shall be distributed as follows: At the end of each fiscal year, after deducting from the net earnings of this Association and such amounts as may be allocated to reserve or other funds provided for in the by-laws, there shall be distributed to each member as a patronage refund, such proportion of the remaining net earnings as the total value of purchases or sales made by him from or to this Association bears to the total value of purchases or sales made by all members from or to this Association during such fiscal year; Provided, however, that provision may be made in the by-laws for distribution of patronage refunds to non-members patrons at a rate not to exceed one-half of the rate of refunds made to members, in which event the patronage refund to each patron (whether member or non-member) shall be calculated upon the proportion which the total value of purchases or sales made by such patron from or to this Association bears to the total value of purchases or sales made by all patrons from or to this Association, during such fiscal year.

EIGHTH: Only the following persons shall be eligible to membership in this Association, upon proof of compliance with such terms and conditions as may be provided for in the by-laws; Any person 18 years of age or over who resides at the Richton Homesteads, near Richton, Perry County, Mississippi, or in the vicinity thereof and engages in the production of agricultural products to be handled by and through the Association.

NINTH: Membership in this Association shall be evidenced by certificates of membership, the form of which shall be provided in the by-laws. Such certificates of membership shall not be assignable or transferable except as provided in the by-laws.

TENTH: Each member shall be entitled to but one vote on any and all occasions and under no circumstances shall a vote by proxy be allowed or considered.

Eleventh: This Association reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation and all rights conferred upon members herein are granted subject to this reservation. In testimony whereof, we have hereunto set our hands and seal this 24 day of June, 1937.

A. C.Peterson, Sam Freeman, Percy Clark, Wilmer D. Pitts, Albert Smith, C. L. Meador, Elwin Parish, Woodrow J. Williams, John L. Fant, Robert J. Prusix, Leonard C. Smith, Owen L. Roop, Jr., Eugene W. Kinard, Mose B. Morgan, Dennis Mathews, C. J. Hegwood, Leroy D. Love, Willis J. Sanderson, Preston Felts, M. Redden.

State of Mississippi, County of Perry, SS.

This day personally appeared before me, the undersigned authority Leonard C. Smith et al, one of the incorporators of the Association known as the Richton Cooperative Association, who acknowledged that he signed and executed the above and foregoing Articles of Incorporation as his act and deed on the 24 day of June, 1937.

C. C. Smith, Notary Public.

(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 of incorporation of the Richton Cooperative Association, domiciled at Richton Homesteads, Richton, Perry Countym Mississippi, hereto attached, together with a duplicate thereof, was pursuant to the provisions of Article 2, Chapter 99, Code of Mississippi of 1930, filed in my said office this the 25th day of June, 1937, and one copy thereof recorded in this office in Record of Incorporations Book No. 36-37, at page 628 and the other copy thereof returned to said Association. Given under my hand and the Great Seal of the State of Mississippi hereuntox affixed this 25 day of June, 1937.

Walker Wood

(GREAT SEAL)

Walker Wood, Secretary of State.

Recorded: June 25th, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

The Charter of Incorporation of
ASSOCIATED BUILDING CONTRACTORS OF MISSISSIPPI, INC.

(1) The corporate title of said Association is ASSOCIATED BUILDING CONTRACTORS OF MISSISSIPPI, INC.
(2) The names and post office addresses of three members of said Association, authorized by said organization on its minutes, to apply for this charter, and who hereby apply therefor, and for the incorporation of said association are: I. C. Garber, Jr., Jackson, Mississippi; John L. McLemore, Meridian, Mississippi; W. T. Beckelhimer, Jackson, Mississippi.
(3) The domicile of the Corporation in this State is Jackson, Hinds County, Mississippi.
(4) Amount of authorized capital stock, with full particulars as to the class or classes thereof: None, this charter being for a non-share corporation.
(5) Number of shares of each class and par value thereof: None.
(6) The period of existence (not to exceed fifty years) is fifty (50) years.
(7) The purposes for which the Association is incorporated, being the purposes for which the Corporation is created, not contrary to law, are: (a) To be, exist, operate and function as a civic improvement society or association, incorporated under the laws of the State of Mississippi, with objects, rights and powers hereinbelow set out, and with such others as may be vested in or conferred upon the Corporation by Law; (b) To promote civic improvements, including local and public improvements, and including the promotion of the construction, establishment, equipment, reconstruction, improvement, maintenance and repair of buildings. (c) To negotiate for, enter into, make, assume, discharge, perform and carry out any and all kinds of lawful contracts, agreements and obligations in the attainment of the objects of the Corporation or i n the exercise of its rights and powers or any of them, by or with any person or persons, firm or firms, association or associations, corporation or corporations, organization or organizations, 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 govermental agency or agencies, body or bodies, or any government or governments; (d) To encourage or promote the negotiation of, entering into, making, assuming, discharging, performance and carrying out of any and all kinds of lawful contracts, agreements and obligations in so far as the Corporation may lawfully do so in the attainment of its objects or in the exercise of its rights and powers or any of them, by or between any person or persons, firm or firms, association or associations, corporation or corporations, organization or organizations, 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; (e) To solicit, receive, and accept members, collect dues, and make rules, regulations or by-laws, not contrary to law, whereby and whereunder the membership and affairs of the Corporation may be governed, and to alter, amend, or repeal such rules, regulations or by-laws from time to time, as may be necessary or desirable and not contrary to law; (f) To encourage and promote good will and a closer fraternal relationship between the members of the Corporation; to encourage and promote proper, lawful and ethical dealings between them and all others in so far as the Corporation may lawfully do so in the attainment of its objects or in the exercise of its rights and powers or any of them; and to work for the mutual aid and benefit of the members of the Corporation in so far as it may be lawfully done, but not for profit; (g) 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, butthe entire corporate property shall be liable for the claims of creditors; (h) To do and perform any and all acts or things, and establish, operate and maintain offices, and own, acquire, purchase, hold, lease, sell, mortgage, pledge and otherwise dispose of property, both real and personal, as and when necessary,desirable, advantageous, covenient or incidental to the exercise and attainment of the objects and purposes hereinabove set out, or any part thereof, but not contrary to law; (i) 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.
(8) Number of shares of each class of stock necessary to be subscribed and paid for before the Corporation shall commence businesd: None, this charter being for a non-share corporation.

E. C. Garber, Jr.,
Jno. L. McLemore,
W. T. Becklehimer, Incorporators.

State of Mississippi, Hinds County.
This day, personally came and appeared before me, the undersigned authority in and for the County and State aforesaid, I. C. Garber, Jr., John L. McLemore and W. T. Beckelhimer, being the three members of the Associated Building Contractors of Mississippi, Inc., authorized by said organization on its Minutes, to apply for the above and foregoing charter, as shown by certified copies of resolutions from the Minutes of said organization which are attached hereto and made a part hereof, who severally acknowledged that they signed, executed and delivered the above and foregoing Articles of Incorporation as their act and deed, and as the act and deed of said Association, on this, the 21 day of June, 1937.

Rosalie Chatham, Notary Public.
(SEAL)

Original application for charter
Received in office of Secretary of State on this the 14th day of June, 1937, together with a deposit of $10.00 to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi, June 25th, 1937.
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 Resolution

"Resolved:- That the Board of Directors of the Associated Building Contractors of Mississippi, Inc., be and they are hereby authorized and directed to have the Association incorporated in accordance with the laws of the State of Mississippi, and to do and have done all things necessary to that end."

State of Mississippi, Hinds County.
I, the undersigned W. T. Beckelhimer, Secretary of the Associated Building Contractors of Mississippi, Inc., do hereby certify that the above and foregoing is a true and correct copy of a resolution duly adopted by the said association at its organization meeting held on the 25th day of May, 1937, as the said resolution appears of record on the Minutes of said organization, for said meeting, at page 3 thereof, and that said resolution is in full force and effect.
In testimony whereof, witness my signature, this, the 21st day of June, 1937.

W. T. Beckelhimer, Secretary.

Certified Copy of Resolution.

"Whereas, at the meeting atwhich the Associated Building Contractors of Mississippi, Inc., was organized, the authority and power to have the Association incorporated in accordance with the laws of the State of Mississippi, and to do and have done all things necessary to that end,was duly vested in and delegated to the Board of Directors of the Association;
"Now, Therefore, it is resolved by the Board of Directors of the Association, as follows, to-wit:
"(1) That the Associated Building Contractors of Mississippi, Inc., promply incorporate in ac-

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cordance with the Laws of the State of Mississippi.

"(2) That Messrs. I. C. Garber, Jr., John L. McLemore and W. T. Beckelhimer, members of the Association, be and they are hereby authorized and directed to apply for and procure a charter for the Association from the State of Mississippi, and they are hereby further authorized and directed to do all things necessary to that end, including the preparation of the application or charter required by law.

"(3) That in the preparation, execution and submission of the application or charter for the Association as required by law, the said members of the Association are hereby further authorized and directed to state therein such purposes, objects, rights and powers as are consistent both with the purposes of the Association and the laws of the State of Mississippi.

"(4) That Mr. W. T. Beckelhimer, Secretary of the Association, be and he is expressly authorized and directed to certify to a copy of this resolution, after the resolution has been duly recorded on the Minutes of the organization, the certified copy thereof to be attached to and form a part of the application or charter hereinabove provided for."

State of Mississippi,
Hinds County.

I, the undersigned W. T. Beckelhimer, Secretary of the Associated Building Contractors of Mississippi, Inc., do hereby certify that the above and foregoing is a true and correct copy of a resolution duly adopted by the Board of Directors of said Association at a special meeting duly held on the 25th day of May, 1937, as the said resolution appears of record on the Minutes of said organization, for said meeting, at pages 5 and 6 thereof, and that said resolution is in full force and effect.

In testimony whereof, witness my signature, this the 21st day of June, 1937.

W. T. Beckelhimer, Secretary.

State of Mississippi,
Executive Office,
Jackson.

The within and foregoing Charter of Incorporation of Associated Building Contractors 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 June, 1937.

Hugh White.

By the Governor,
Walker Wood,
Secretary of State.

Recorded: June 26th, 1937.

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University, Miss. June 22, 1937.

At a meeting of the alumnae of Beta Beta chapter of Delta Zeta, held in the chapter rooms in Oxford, Mississippi, the following resolution was adopted unanimously:

Resolved that the House Association of Beta Beta of Delta Zeta be incorporated under the laws of the State of Mississippi as a corporation, not for profit and that Margaret Buchanan of Brandon, Mississippi be named president of said corporation, Catherine McFarlane of Hattiesburg, Mississippi, vice-president and Mary Betsy Maltby, University, Mississippi, secretary and treasurer, and these three parties are hereby authorized to apply for a charter for said organization.

The above resolution was adopted in meeting held June 21, 1937.

Mary Betsy Maltby,
Mary Betsy Maltby, President.
Mildryde Ferguson,
Mildrydge Ferguson, Secretary.

The Charter of Incorporation of

BETA BETA BUILDING CORPORATION OF DELTA ZETA

1. The corporate title of said company is Beta Beta Building Corporation of Delta Zeta.

2. The names of the incorporators are: Margaret Buchanan, postoffice, Brandon, Mississippi, 419 South Long Street; Catherine McFarlane, postoffice, Aberdeen, Mississippi; Mary Betsy Maltby, postoffice, University, Mississippi; Mildryde Ferguson, postoffice, Oxford, Mississippi; Emma Ruth Corben, postoffice, Fayette, Mississippi; Dixie Jackson Duke, postoffice, Grenada, Mississippi; Lou Ella Garrett, postoffice, Sardis. Mississippi; Myrtle Mason, postoffice, Brookhaven, Mississippi.

3. The domicile is at University, Mississippi.

4. Amount of capital stock and particulars as to class ot classes thereof: No capital stock.

5. Number of shares for each class and par value thereof: This corporation shall issue no shares of stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, 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.

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

7. The purpose for which it is created: To lease lot on the University of Mississippi. To build and occupy a sorority house on the University of Mississippi campus.

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.

Margaret Buchanan,
Catherine McFarlane,
Mary Betsy Maltby,
Incorporators.

Acknowledgment

State of Mississippi,
County of Hinds.

This day personally appeared before me, the undersigned authority, Margaret Buchanan, of Brandon, Mississippi, and Catherine McFarlane, of 419 South Long Str, Aberdeen, Mississippi, incorporators of the corporation known as the Beta Beta Building Corporation of Delta Zeta, 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 June, 1937.

(SEAL)

Mrs. Nannie H. Julienne, Notary Public.
My commission expires April 13, 1940.

State of Mississippi,
County of Lafayette.

This day personally appeared before me, the undersigned authority, Mary Betsy Maltby, one of the incorporators of the corporation known as the Beta Beta Building Corporation of Delta Zeta 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, 1937.

(SEAL)

C. E. Slough, Chancery Clerk.

Received at the office of the Secretary of State, this the 25th day of June, A. D. 1937, 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 25th, 1937.

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 Beta Beta Building Corporation of Delta Zeta is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this twenty-sixth day of June, 1937.

Hugh White.

By the Governor,
Walker Wood, Secretary of State.

Recorded: June 26th, 1937.

RECORD OF CHARTERS 36--37 STATE OF MISSISSIPPI

TUCKER PRINTING HOUSE JACKSON MISS

7507 W.

THE CHARTER OF INCORPORATION OF GADDIS & McLAURIN, INC.

1. The corporate title of said company is: GADDIS & McLAURIN, INC.
2. The names of the incorporators are: George C. McLaurin, Postoffice, Bolton, Mississippi; J. L. Gaddis, Jr., Postoffice, Bolton, Mississippi; G. G. Williams, Postoffice, Bolton, Mississippi.
3. The domicile is at: Bolton, Hinds County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: The amount of authorized capital stock is five thousand five hundred shares of common stock without par value.
5. Number of shares for each class and par value thereof: The number of shares authorized is five thousand, five hundred shares of common stock without par value. The sale price per share of said stock is fixed at One Hundred Dollars ($100.00), and the Board of Directors is authorized to fix or change said sale price from time to time.
6. The period of existence is: Fifty years.
7. The purposes for which the corporation is created are: To acquire, by purchase or otherwise, own, hold, improve, operate, buy, sell, convey, warrant, lease, mortgage, encumber, or otherwise deal in, real estate, or other properties, personal or mixed, To own and operate a store or stores and engage in the merchandise business generally, without limit as to character of goods or properties to be dealt in. To engage in farming operations of every kind and character. To deal in cattle, mules, horses and other livestock. To operate cotton gins and other processing and manufacturing plants, without limitation as to kind. To deal in cotton, cotton seed and other commodities, whether the product of the farm or otherwise. To lend money and take security therefor. To subscribe for, purchase, invest in, hold, assign, pledge, or otherwise dispose of shares of corporate stock, bonds, mortgages, debentures, notes and other securities, obligations, contracts and evidences of indebtedness. To make, draw, endorse, and otherwise deal with negotiable paper; make and enter into contracts; borrow money; and do other things necessary or incidental to the purposes herein specified. To buy and acquire the business and properties of individuals, firms and corporations, either as a going concern, or otherwise, and, if desired, to assume the liabilities thereof by contract. To operate in its own name or under trade names. To do any or all of the above things and such other things as may be incidental or necessary in connection therewith, either as principal or as agent for others, in the State of Mississippi, or at any place outside 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 the provisions of Chapter 100 of the Mississippi Code of 1930.

8. The number of shares of each class of stock necessary to be subscribed and paid for before the corporation shall commence business is: Three thousand shares of said common stock.

Geo. C. McLaurin
J. L. Gaddis, Jr.,
G. G. Williams
Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
COUNTY OF HINDS.)

This day personally appeared before me, the undersigned Notary Public in and for said County, George C. McLaurin, J. L. Gaddis, Jr., and G. G. Williams, incorporators of the corporation known as Gaddis & McLaurin, Inc., who acknolwedged that they signed, executed and delivered the above and foregoing charter of incorporation as their act and deed on this 1st day of July, 1937.

Given under my hand and the seal of my office, this 1st day of July , 1937.

(SEAL) F. J. Lotterhos, Notary Public.

Received at the office of the Secretary of State, this 1st day of July, 1937, together with the sum of Five Hundred Dollars, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Mississippi
July 1st, 1937.

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 Gaddis & McLaurin, Inc., is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this First day of July, 1937.

By the Governor Hugh White

Walker Wood, Secretary of State.

Recorded: July 1st, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

#7509 W

THE CHARTER OF INCORPORATION
OF
EMPIRE BILLIARD PARLORS.

1. The corporate title of said company is Empire Billiard Parlors.
2. The names of the incorporators areL L. B, Hoskins, Postoffice, Jackson, Mississippi; C. A. Bardin, Postoffice, Jackson, Mississippi; Thos. E. Quin, Postoffice, Jackson, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof: Twelve Thousand Dollars ($12,000.00) consisting of One Hundred Twenty shares of Series A Six per cent (6%) per annum Cumulative Preferred Stock of the par value of One Hundred Dollars ($100.00) per share, entitled to participate in the profits to the limited extent of Six per cent (6%) per annum of its par value as Cumulative Dividends; and in the event of any liquidation or dissolution or winding up either voluntary or involuntary of the corporation shall be entitled to full payment of One Hundred Dollars per share and all cumulative and accrued and unpaid dividends before any amount shall be paid to the holders of common stock; and shall be without voting power on any question except as otherwise provided and required by statute, the full voting power being vested in the common stock.

One Hundred Twenty Dollars ($120.00) consisting of One Hundred Twenty (120) shares of Series A Common stock without nominal or par value, with full voting power, entitled to participate in all profits except the cumulative dividends of Six per cent (6%) per annum on the par value of the Series A Preferred Stock.

One share of Series A common Stock shall be sold for One Dollar ($1.00) to each person who buys one share of Series A Preferred Stock, which shares of Series A preferred stock shall be sold at One Hundred Dollars ($100.00) per share.

5. Number of shares for each class and par value thereof: One Hundred Twenty (120) shares of Series A 6% Cumulative Preferred Stock of the par value of One Hundred Dollars ($100.00) per share.

One Hundred Twenty (120) shares of Series A Common Stock without nominal or par value which shall be sold for 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: To purchase, lease, rent and otherwise acquire, own, hold, develop and operate, sell, lease, rent and otherwise dispose of: Billiard tables and equipment, Domino tables and equipment, Bowling alleys and equipment, Shoe shine stands and equipment, Lunch stands and equipment, Soda fountains and equipment, Refereshment stands and equipment, any and all Drinks not contrary to law, Picture shows and equipment, Exhibitions not contrary to law.

To provide, own, operate, lease, rent and otherwise dispose of: merchandise, equipment, personal property, facilities and accomodations for exercise, recreation, entertainment, amusement, and the happiness of customers, and do a general recreation and amusement business.

To provide, own, operate, sell, lease, rent and otherwise furnish, not contrary to law, to Clubs suitable rooms and quarters with proper facilities for the entertainment of their club members.

To buy, lease, rent, own, develop, sell and otherwise dispose of: real estate,and personal property.

To do a general mercantile 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. Fifteen (15) shares of Series A Six per cent (6%) cumulative Preferred Stock of the par value of One Hundred Dollars ($100.00) per share.

Fifteen (15) shares of Series A Common stock without nominal or par value, which shall be sold for One Dollar ($1.00) per share.

L. B. Hoskins
C. A. Bardin
Thos. E. Quin
Incorporators.

A C K N O W L E D G M E N T

STATE OF MISSISSIPPI)
COUNTY OF HINDS.)

This day personally appeared before me, the undersigned authority in and for said County and State, L. B. Hoskins, C. A. Bardin, Thos. E. Quin incorporators of the corporation known as the Empire Billiard Parlors 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 June, 1937.

(SEAL) Ione Smith, Notary Public.

Received at the office of the Secretary of State this the 2nd day of July, A. D., 1937, together with the sum of $36.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walker Wood, Secretary of State.

Jackson, Miss., July 2nd, 1937.

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 Empire Billiard Parlors is hereby 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 July, 1937.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: July 2nd, 1937.

TUCKER PRINTING HOUSE JACKSON MISS

Photo-stat no. 2 525-528

7473 W

(Draft of)

THE CHARTER OF INCORPORATION
OF
W. G. AVERY PLYWOOD COMPANY

1. The corporate title of said company is W. G. AVERY PLYWOOD COMPANY.
2. The names of the incorporators are: W. G. Avery, President, Postoffice, McComb, Mississippi; W. A. Chandler, V. Pres., Postoffice, Bogalusa, La; L. S. Venable, Secretary, Postoffice, Magnolia, Mississippi.
3. The domicile is at Pascagoula, Jackson County, Mississippi.
4. The amount of capital stock and particulars as to class or classes thereof: TWENTY-FIVE THOUSAND ($25,000.00) DOLLARS ALL COMMON STOCK.
5. The number of shares for each class and the par value thereof: ONE HUNDRED SHARES (100 shares) COMMON STOCK PAR VALUE OF EACH SHARE TWO HUNDRED FIFTY (250.00) DOLLARS.
6. The period of existence (not to exceed fifty years) is Fifty (50) years.
7. The purposes for which it is created are: To design, manufacture, construct, repair, and to buy, sell and deal generally: (1) plywood, (2) furniture (3) in all automobile body parts and the body parts of any and all other vehicles or things now or that hereafter may be used for travel or transportation in any manner, way, shape or form and whether used and operated on land, or in or on water or air or all or any one or more of them (4) in all tools, parts, machines, mechanisms, apparatus, and all goods, articles, and commodities, dealt in or sold by retailers, wholesalers, and exporters in the United States of America and its territories or colonies.

To purchase or otherwise acquire, and to hold, lease and sell timber mineral and other lands and the products thereof.

To purchase, lease and otherwise acquire and hold buildings, engines, machinery, equipment and materials suitable for its purposes, and to erect, build, construct, operate and maintain all all such plants, buildings, and warehouses, engines and machinery, offices, shops, sawmills, and factories as it may require to manufacture, store, and sell its wares and commodities and for the handling of all timber and lumber and for planing, dressing and preparing the various products of such lands for market: to buy, sell, import, export, and generally deal and trade in wood, lumber, logs and timber and brick, stone lime and all other building and manufacturing materials.

In furtherance and not in limitation of the general powers conferred by the laws of the State of Mississippi and of the objects and purposes hereinbefore set forth, it is expressly provided that the corporation shall have the following powers:

1. To contract freely with any person, firm or corporation, private or public and to carry out and fulfill contracts of every sort and kind, and to purchase, lease or otherwise acquire any and all rights, privileges, and franchises convenient or profitable to carry out in connection with the corporate purposes and corporate business of the Company.
2. To borrow money from any person, firm, corporation; to make and issue notes, bills, bonds, debentures, and other evidences of indebtedness of all kinds, and to secure the same by pledge, mortgage or otherwise without limit as to amount, and to provide for payment of the same by deposited cash, sinking funds or otherwise.
3. To purchase or otherwise acquire, hold, own, occupy, develop, improve, sell, dispose of and convey real property and any and every interest therein either within or without the State of Mississippi and anywhere in the world; to extract, remove, produce or prepare from any such property any animal, vegetable, mineral or other product or material therein or thereon, either by agricultural pursuits, mining, quarryin or by any other method, or means now known or that may hereafter be discovered or invented, and to avail itself in every manner of each and every recourse of such property by reducing it to proper form and by use, sale or other dispostion thereof.
4. To conduct and carry on any other similar business, manufacturing or otherwise, which may be capable of being profitable carried on in connection with the Company's business, or to carry on any similar business that is adapted directly or indirectly to add to the value of the Company's property and the profits of its authorized business.
5. To conduct its business and to have one or more offices in any of the States or territories of the United States or in any foreign place or country, so far as is permitted by the laws thereof.
6. To apply for, obtain, register, purchases, lease or otherwise to acquire, and to hold, use, own operate and introduce and to sell assign or otherwise to dispose of any trade-marks, trade-names, brands, copyrights, concessions, patents, inventions, formulae, improvements and processes used in connection with or secured under letters patent of the United States, or any other country or otherwise and to use, exercise develope, grant licenses in respect of, or otherwise to turn to account any such trade-marks, copyrights, concessions, patents, licenses, processes and the like or any such property or rights.
7. To acquire such property, rights and good will, including the whole or any part of the assets, and in connection therewith assume or guarantee the liabilities, of any person, firm association or other corporation as this corporation may lawfully acquire or assume, and to pay for the same in cash, stock, debentures, bonds, or other securities of this corporation or otherwise.
8. To do any or all of the things set forth in this charter as objects, purposes, powers, or otherwise to the same extent and as fully as natural persons might or could do and in any part of the world, as principals, agents, trustees or otherwise.
9. The objects and powers specified in this certificate of incorporation shall except where expressly limited, be in nowise limited or restrained by inference from the terms of any other clause in or any other part of this charter, but the objects and powers specified in each of the clauses of this charter shall be regarded as independent and separate purposes and powers of the corporation.
10. 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. The number of Shares of each class to be subscribed and paid for before the corporation may begin business: Seventy-Five (75) Shares of Common Stock.

W. G. Avery
W. A. Chandler
L. S. Venable

STATE OF MISSISSIPPI,
COUNTY OF PIKE.

Personally appeared before me, the undersigned authority in and for the County and State aforesaid, W. G. Avery, W. A. Chandler and L. S. Venable, the within incorporators, who severally acknowledged that they signed and executed the above and foregoing instrument and charter of incorporation of W. G. Avery Plywood Company on the 16th day of June, A. D., 1937, as their respective act and deed.

Witness my signature and seal of office, this the 30th day of June, A. D., 1937.

(SEAL)

Elva Gardner, Notary Public.
My Commission expires August 1, 1940.

TUCKER PRINTING HOUSE JACKSON MISS

Received at the office of the Secretary of State, this the 10th day of June, A. D., 1937, 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
July 1, 1937.

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. G. Avery Plywood 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 July, 1937.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: July 2nd, 1937.

This corporation dissolved and its charter surrendered to the State of Mississippi by a decree of the chancery of Hinds County, Mississippi, dated Nov. 9, 1950. Certified copy of said decree filed in this office this the 13th day of November, 1950. Heber Ladner, Secretary of State.

TUCKER PRINTING HOUSE JACKSON MISS

7508 W

THE CHARTER OF INCORPORATION OF VICKSBURG MOTORS, INC.

1st. The corporate title of said company shall be Vicksburg Motors, Inc.
2nd. The names of the Incorporators and Postoffice Address will be: G. Y. Hicks, Vicksburg, Mississippi; W. B. Whitney, Jackson, Mississippi.
3rd. The domicile of the corporation will be Vicksburg, Miss.
4th. The amount of capital stock authorized will be TEN THOUSAND DOLLARS, common stock, divided into one hundred shares or the par value of One Hundred dollars each. The corporation shall be authorized to begin and do business, when FIVE THOUSAND DOLLARS, has been subscribed and paid in.
5th. The sale price of each share. The stock shall be common stock, of the value of One Hundred Dollars per Share.
6th. The period of existence shall not exceed fifty years.
7th. The purpose for which the corporation is created, not contrary to law, including a statement that the rights and powers that may be exercised by said corporation in addition thereto are those conferred by the provisions of Chapter 100 Code of Mississippi 1930 and amendments thereto, and to buy, sell, exchange and trade new and used automobiles, trucks, tractors and trailors; and to sell, trade and exchange same for cash, or term payments, or in exchange with such work, a department for the wholesale and retail of automobile, truck, tractor and trailer parts, accessories and all electrical parts and appliances necessary and incident to the operation of such power machines, automobiles, trucks, tractors and trailers. To operate and maintain gasoline, oil and grease stations, for the purpose of distributing such products, either at wholesale or retail. To own, maintain and operate repair departments for the repair and painting, or re-pairing and re-painting of all such power machinery herein listed as operated on highways for pleasure, business or commercial purposes. To this end to have the right to borrow and loan money, giving and taking security therefor, to finance its dealings with customers and patrons, and to have the right to own and possess such securities taken in all loans, trades, exchanges or sales, be it real, personal or mixed property.
8th. The number of shares of common stock necessary to be subscribed and paid for before it begins business shall be FIFTY SHARES, of FIVE THOUSAND DOLLARS.
9th. And for all such other and further powers granted unto corporations doing business of its kind in Mississippi.

W. B. Whitney
G. Y. Hicks

State of Mississippi
Warren County.

Personally appeared before me, the undersigned authority in and for said county and State, the undersigned parties, who each acknowledged that they signed the above and foregoing instrument, as their act and deed and for the purposes therein set forth.
Witness my hand and seal of office, this the 1st day of July, A. D., 1937.

(SEAL)

H. W. Seay, Notary Public.
My Commission expires June 16, 1940.

Received at the office of the Secretary of State this the 2nd day of July, 1937, 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 the State or the United States.
7/2/37.

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 Vicksburg Motors, Inc., is hereby approved.
In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Second day of July, 1937.

By the Governor

Hugh White
GOVERNOR

Walker Wood
Secretary of State.

Recorded: July 2nd, 1937.