BOOK 150 PAGE 1

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE CLEVELAND, MISSISSIPPI

JUNIOR CHAMBER OF COMMERCE, 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 March 11, A. D., 1965.

Paul B Johnson

Governor

By the Governor

Heber Loadner

Secretary of State

RESOLUTION AUTHORIZING THREE MEMBERS TO APPLY FOR INCORPORATION OF THE CLEVELAND, MISSISSIPPI JUNIOR CHAMBER OF COMMERCE

BE IT RESOLVED by the members of the Cleveland, Mississippi Junior Chamber of Commerce, a civic improvement society existing in Cleveland, Mississippi, that it is their intention to organize into a body corporate under the Laws of the State of Mississippi, more particularly Sections 5310.1 et. seq. of Mississippi Code 1942, Annotated, Recompiled, as amended, and do hereby resolve to organize into such a body corporate under said laws as a nonprofit, nonshare corporation, and that James Inman, James Oswalt and Hiram Walters, being three members of this organization who are adult resident citizens of the State of Mississippi, be and they are hereby authorized and directed to apply to The State of Mississippi for a charter of incorporation for the Cleveland, Mississippi Junior Chamber of Commerce and to perform all acts and things necessary to secure said charter.

Duly adopted, this 12th day of January, 1965.

President

ATTEST:

Secretary

****

CERTIFICATE

I, the undersigned John R. Stallings, do hereby certify that I am the duly elected and acting Secretary and Custodian of the minutes of the Cleveland, Mississippi Junior Chamber of Commerce, Cleveland, Mississippi, a civic improvement society, and that the above and foregoing is a true and correct copy of a Resolution duly proposed and unanimously adopted by the members of the Cleveland, Mississippi Junior Chamber of Commerce at a meeting duly called and with quorum present held on January 12, 1965, in the City of Cleveland, Mississippi, and same appears in the minutes of said Cleveland, Mississippi Junior Chamber of Commerce.

Secretary, Cleveland, Mississippi Junior Chamber of Commerce.

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

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

THE CHARTER OF INCORPORATION OF

THE CLEVELAND, MISSISSIPPI JUNIOR CHAMBER OF COMMERCE, INC.

1. The corporate title of said company is:

   The Cleveland, Mississippi Junior Chamber of Commerce, Inc.

2. The names of the incorporators are:
   (The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
James Inman	804 9th Avenue	Cleveland,	Miss.,
James Oswalt	914 8th Avenue	Cleveland,	Miss.,
Hiram Walters	900 9th Avenue	Cleveland,	Miss.;

all of whom are adult resident citizens of the State of Mississippi.

3. The domicile is at 105 Commerce Building, Cleveland, Mississippi
   (Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

   This corporation is nonprofit and no shares of stock are to be issued, the type of organization being a civic improvement society.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purposes for which this corporation is created, not contrary to law, are:

to promote the civic, commercial, and industrial interests of Cleveland, Mississippi and the surrounding area; to instill in its members a proper sense of civic duty and responsibility; to afford its members an opportunity to study the problems and processes of City, State and Federal governments; to cooperate with the Mississippi and United States Junior Chambers of Commerce and other organizations with similar purposes working for the best interest of the community; and to contribute through available means to elements of the local area whereby such would be to the general welfare.

The rights and powers that are to be exercised by this corporation are:

To take and hold by bequest, devise, gift, purchase, or lease, either absolutely or in trust, for any of its purposes, any property, real or personal, including money, without limitation as to amount or value except such limitations, if any, as may be imposed by law; to sell, assign, transfer, convey, lease or otherwise alienate or dispose of, and to mortgage or otherwise encumber the lands, buildings, and real and personal property of the corporation, whether now owned or acquired in the future, and any and all legal and equitable interests therein; to borrow money and, if deemed proper, to secure the payment of any of its obligations by mortgage, pledge, deed of trust, or otherwise; to enter into, make, perform, and carry out, contracts of every kind in keeping with the purposes for which this corporation is organized, with any person, firm, association or corporation, body politic, state, county or dependency thereof; to engage in any enterprise, endeavor, activity, service, project, and in general to do any and all things and exercise any and all powers which it may now or hereafter be lawful for the corporation to do or exercise under the laws of the State of Mississippi, in keeping with its corporate purposes.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors. Expulsion shall be the only remedy for non-payment of dues.

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

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: James Oswalt
James Inman
Hiram Walters

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of Bolivar

This day personally appeared before me, the undersigned authority James Inman, James Oswalt and Hiram Walters, incorporators of the corporation known as the Cleveland, Mississippi Junior Chamber of Commerce, Inc. who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 5th day of March, 1965

My Commission Expires: 1/28/67 Frances D. Hood

STATE OF MISSISSIPPI
County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 10th day of March A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., March 10, 1965

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

Joe T. Patterson
Attorney General

By Martin A McClendon
Assistant Attorney General

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

BOOK 150 PAGE 6

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BOGUE CHITTO WATER 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 March 11, A. D., 1965.

Paul B. Johnson

Governor

By the Governor

Heber Ladner

Secretary of State

MINUTES OF BOGUE CHITTO WATER ASSOCIATION

AN UNINCORPORATED ORGANIZATION

The Bogue Chitto Water Association met in special meeting, duly called on this the 11th day of February, 1965, whereupon the following motions were duly made, seconded and carried:

1. That the temporary Chairman of the association shall be Melvin Walters; that the temporary Vice Chairman of the association shall be E. Durwood Wallace; and that the temporary Secretary-Treasurer shall be Vera Sinclair.

2. That Melvin Walters, E. Durwood Wallace, and William A. Hays be and they are hereby authorized to prepare, or have prepared, and to execute an application for a charter of incorporation of the Bogue Chitto Water Association, and that among the powers and purposes of said charter shall be a provision that the said corporation may own and operate a rural water works system.

3. That the following were elected as members of the initial Board of Trustees who shall hold office until the said Bogue Chitto Water Association, Inc. is duly incorporated and holds its first meeting within five days after issuance of its Certificate of Incorporation by the Secretary of State of the State of Mississippi: Melvin Walters, E. Durwood Wallace, William A. Hays, D. L. Price, Oscar Smith, and Vera Sinclair.

There being no further business, on motion duly made and seconded, the meeting was adjourned.

Vera Sinclair
Mrs. Vera Sinclair, Secretary

ATTEST:

Melvin Walters
Melvin Walters, Chairman

CERTIFICATE

I, Mrs. Vera Sinclair, the duly elected, qualified and acting secretary of the Bogue Chitto Water Association, do hereby certify that the above and foregoing is a true copy of the minutes of the Bogue Chitto Water Association for a meeting held on the 11th day of February, 1965.

Witness my signature this the 6th day of March, 1965.

Vera Sinclair
Mrs. Vera Sinclair, Secretary

EXHIBIT "A"

THE CHARTER OF INCORPORATION OF

BOGUE CHITTO WATER ASSOCIATION, INC.

1. The corporate title of said company is:

Bogue Chitto Water Association, Inc.

2. The names of the incorporators are:

Melvin Walters	Bogue Chitto, Mississippi
E. Durwood Wallace	Bogue Chitto, Mississippi
William A. Hays	Bogue Chitto, Mississippi

All of the above incorporators are adult resident citizens of Mississippi authorized by the Bogue Chitto Water Association, an organization, to apply for this charter, a certified copy of the resolution of said Bogue Chitto Water Association authorizing this action, marked Exhibit "A", being attached hereto.

3. The domicile is at Bogue Chitto, Mississippi

4. This corporation is non-profit and no shares of stock are to be issued, said corporation being formed for the purpose of owning and operating a rural water works association, the purposes and powers being more fully set out in paragraph No. 6.

5. Period of existence shall be perpetual.

6. The purposesfor which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated, are as follows:

(1) To associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end to construct, maintain, and operate a private water system for supplying water for domestic, livestock and garden purposes to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied, and to engage in any activity related thereto, including; but no limited to, the acquisition of water of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation, maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

(2) To construct, maintain, and operate a private sewage system for supplying sewage-line facilities for the use of its members.

(3) To borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

(4) To acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds,

or become a member or a stockholder of any corporation or association engaged in any related activities.

(5) To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereto.

(6) To accumulate reserves and to invest the funds thereof in stocks, bonds and other property as the board of trustees may deem satisfactory.

(7) To levy assessments in such manner and in such amount as may be provided in the by-laws of this corporation.

(8) To have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act under which this corporation is incorporated.

(9) The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

7. The names and addresses of the members of the initial board of trustees who shall hold office until the first annual meeting of the members, and until their successors shall have been elected, and qualified, as provided in the by-laws, are:

Melvin Walters	Bogue Chitto, Mississippi
E. Durwood Wallace	Bogue Chitto, Mississippi
William A. Hays	Bogue Chitto, Mississippi
D. L. Price	Bogue Chitto, Mississippi
Oscar Smith	Bogue Chitto, Mississippi
Vera Sinclair	Bogue Chitto, Mississippi

The initial board of trustees shall have the direction of the affairs of the corporation and shall meet within five days after issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws and taking such other action as necessary to perfect the organization of the corporation and make a report thereof. Thereafter by-laws may be amended and officers elected as provided in such by-laws.

8. 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 explusion 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.

Melvin Walters

Melvin Walters, Incorporator

E. Durwood Wallace, Incorporator

William A. Hays, Incorporator

STATE OF MISSISSIPPI

COUNTY OF LINCOLN

This day personally appeared before me, the undersigned authority, MELVIN WALTERS, E. DURWOOD WALLACE and WILLIAM A. HAYS, incorporators of the corporation known as the Bogue Chitto Water Association, 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 March, 1965.

Ralph L. Peeples
NOTARY PUBLIC

My Commission Expires:

My Commission Expires Jan. 9, 1967

Received at the office of the Secretary of State this the 9th day of March A. D., 1965, together with the recording fee, and referred to the Attorney General for his opinion.

J. Esther Landrum
Secretary of State

Jackson, Mississippi, March 10, 1965

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

Joe T. Patterson
Attorney General

By: Martin E. McLendon
Assistant Attorney General

BOOK 150 PAGE 11

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MANTACHIE WATER 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 March 11, A D., 1965.

Paul B. Johnson

Governor

By the Governor

Secretary of State

RESOLUTION OF THE MEMBERSHIP OF THE
MANTACHIE WATER ASSOCIATION

" Be it resolved, that John M. Pearce, Kirby Bryant, Jr. and Page Box, all adult resident citizen of Itawamba County, Mississippi and members of the Mantachie Water Association be and they are hereby authorized and directed to make application to the Secretary of State of Mississippi, for a charter of incorporation, non-profit, in the name of Mantachie Water Association, Incorporated."

I, the undersigned duly elected, qualified and acting Secretary of the Mantachie Water Association, hereby certify that the foregoing is a true and correct copy of a certain resolution duly adopted at a meeting of the membership of the Mantachie Water Association held in accordance with the By-laws on the 15th day of February, 1965.

Witness my signature on this the 19th day of February, 1965.

Noel Knight, Secretary
Mantachie Water Association

Sworn to and subscribed before me this the 19th day of February, 1965.

(seal)

W. Herman Camp
Notary Public

My commission expires: May 1, 1968.

CHARTER OF INCORPORATION OF

MANTACHIE WATER ASSOCIATION, INC.

(1) The corporate title of said company is:

Mantachie Water Association, Inc.

(2) The names and post office addresses of the incorporaters, all of whom are adult resident citizens of the State of Mississippi and authorized by said organization on its minutes to apply for said charter, are as follows:

Names	Street & No.	City	State
John M. Pearce	none	Mantachie	Mississippi
Kirby Bryant, Jr.	none	Mantachie	Mississippi
Page Box	none	Mantachie	Mississippi

(3) The domicile of the corporation is at Mantachie, in Itawamba County, State of Mississippi.

(4) The corporation is a non-profit corporation and no shares of stock are to be issued.

(5) The period of existence of the corporation shall be perpetual.

(6) The nature of the business of the corporation and the objects and purposes for which it is formed are:

(a) To associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end to construct, maintain, and operate a private water system for supplying water for domestic, livestock and garden purposes to its members, and for the sale of any surplus water ramining after the needs of its members have been satisfied, and to engage in any activity related thereto, including, but not limited to, the acquisition of the water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation, maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

(b) To borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

(c) To acquire, [illegible] to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become a member or a stockholder of any

corporation or association engaged in any related activities.

(d) To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof.

(e) To establish reserves and to invest the funds thereof in stocks, bonds and other property as the board of trustees may deem satisfactory.

(f) To levy assessments in such manner and in such amount as may be provided by the by-laws of this corporation.

(g) To have and erercise all powers, privileges and rights conferred on corporation by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purpose for which this corporation is formed, except such as are inconsistent with the express provisions of the act under which this corporation is incorporated.

(h) 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 corporati by the laws of the State of Mississippi, all of which are hereby expressly claimed.

(i) The names and addresses of the members of the initial board of trustees who shall hold office until the first annual meeting of the members, and until their successors shall have been elected, and qualified, as provided by the by-laws, are:

Name	Address
John M. Pearce	Mantachie, Mississippi
Kirby Bryant, Jr.	Mantachie, Mississippi
Page Box	Mantachie, Mississippi
Alvie E. Yielding	Mantachie, Mississippi
Noel Knight	Mantachie, Mississippi

The initial board of trustees shall have the direction of the affairs of the corporation and shall meet within 5 days after issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws and taking such other action as necessary to perfect the organization of the corporation and make a report thereof. Thereafter by-laws may be amended and officers elected as provided in such by-laws.

(j) The association if a non-profit, non-sectarian, non-political organization, and no part of any net earings shall enure to the benefit of any member, or officer of said association.

(7) This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits amount its members, 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 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.

John M. Pearce

Kirby Bryant, Jr.

Page Box

State of Mississippi

County of Itawamba,

This day personally appeared before me, the undersigned authority, John M. Pearce, Kirby Bryant, Jr. and Page Box, incorporators of the corporation known as the Mantachie Water Association, 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 March 1965.

(seal)

Notary Public

My commission expires: May 1, 1968

BOOK 150 PAGE 16

Received at the office of the Secretary of State, this the 8th day of March A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Eldon Rodgers
SECRETARY OF STATE.

Jackson, Miss.,

March 8, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin A. McLendon
Assistant Attorney General.

BOOK 150 PAGE 17

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CHAPEL HILL WATER 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 March 11, A. D., 1965.

Paul B Johnson

Governor

By the Governor

Secretary of State

CHAPEL HILL WATER ASSOCIATION

MINUTES OF SPECIAL MEETING HELD FEBRUARY 4, 1965

A special meeting of the members of the Chapel Hill Water Association was held at 7:30 P.M. in the Chapel Hill Church, Oktibbeha County, Mississippi. The meeting was called to order by the President and it was determined that a quorum was present. The members were advised of the procedure to be followed in organizing a non-profit corporation for the purpose of establishing a rural waterworks system.

After a full discussion, it was the unanimous opinion of those present that the Chapel Hill Water Association should own and operate a rural waterworks system and that it should apply for a charter. On motion made, seconded and unanimously passed, Lucious Williams, Mary E. Morgan, and Emma B. Moore, each being adult resident citizens of Oktibbeha County, Mississippi, were authorized to apply for a Charter of Incorporation for the Chapel Hill Water Association under Section 5310.1 of the Mississippi Code of 1942, recompiled.

On motion duly made, seconded and unanimously passed, the following additional resolution was unanimously approved: "The initial board of trustees shall have the direction of the affairs of the corporation and shall meet within 5 days after issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws and taking such other action as necessary to perfect the organization of the corporation and make a report thereof. Thereafter by-laws may be amended and officers elected as provided in such by-laws."

There being no further business to come before the members of the Association, the meeting was adjourned.

Emma B. Moore
Secretary

CERTIFICATE

I, Emma B. Moore, Secretary of the Chapel Hill Water Association do hereby certify that the above and foregoing constitutes a true, correct and compared copy of the minutes of the members of the Association of the Chapel Hill Water Association as adopted at its special meeting on February 4, 1965, and as the same appears of record in the minutes of said Association, which are in the custody of the undersigned.

Certified this the 8 day of March, 1965.

Emma B. Moore
Secretary

j. The names and addresses of the members of the initial board of trustees who shall hold office until the first annual meeting of the members, and until their successors shall have been elected, and qualified, as provided in the by-laws, are:

Lucious Williams	Route 1, Box 37	Starkville, Miss.
Mary E. Morgan	Route 1	Starkville, Miss.
Emma B. Moore	Route 1	Starkville, Miss.

The initial board of trustees shall have the direction of the affairs of the corporation and shall meet within 5 days after issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws and taking such other action as necessary to perfect the organization of the corporation and make a report thereof. Thereafter by-laws may be amended and officers elected as provided in such by-laws.

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

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

THE CHARTER OF INCORPORATION OF

CHAPEL HILL WATER ASSOCIATION

1. The corporate title of said company is: CHAPEL HILL WATER ASSOCIATION, INC.

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Lucious Williams	Route 1, Box 37	Starkville,	Mississippi
Mary E. Morgan	Route 1	Starkville,	Mississippi
Emma B. Moore	Route 1	Starkville,	Mississippi

Each incorporator being an adult resident citizen of Oktibbeha County, Mississippi.

3. The domicile is at 200 East main Street, Starkville, Mississippi
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This charter is for a non-profit, non-share rural water system corporation. There is to be no stock issued in this corporation.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

a. To own and operate a rural water system.

b. To associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end to construct, maintain and operate a private water system for the supplying of water for domestic, livestock and garden purposes, and for all other purposes not contrary to law, to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation, maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

c. To borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

d. To acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become a member or a stockholder of any corporation or association engaged in any related activities.

e. To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof.

f. To establish reserves and to invest the funds thereof in stocks, bonds and other property as the board of trustees may deem satisfactory.

g. To levy assessments in such manner and in such amount as may be provided in the by-laws of this corporation.

h. To have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act under which this corporation is incorporated.

i. The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Lucius Williams
Emma B. Moore
Mary E. Morgan

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Oktibbeha

This day personally appeared before me, the undersigned authority Lucious Williams, Mary E. Morgan, Emma B. Moore, , , , , incorporators of the corporation known as the Chapel Hill Water 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 9th day of March, 19 65.

My Commission Expires Feb. 8, 1967. J C Nash Notary Public

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority , , , , , incorporators of the corporation known as the who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 19

Received at the office of the Secretary of State this the 10th day of March A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., March 10, 1965

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

Joe T. Patterson
Attorney General

By Martin F. McLendon
Assistant Attorney General

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

BOOK 150 PAGE 24

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BLACK JACK WATER 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 March 11, A. D., 1965.

Paul B. Johnson

Governor

By the Governor

Secretary of State

THE CHARTER OF INCORPORATION

OF

BLACK JACK WATER ASSOCIATION, INC.

1. The Corporate title of this Company shall be Black Jack Water Association, Inc.

2. The names and post office addresses of the incorporators, they all being adult resident citizens of the State of Mississippi, are as follows:

Willie Hill	Route 4, Box 23 Starkville, Mississippi
T. C. Oden	Route 4, Box 16A Starkville, Mississippi
Jaffus Bell	Route 4, Box 20 Starkville, Mississippi
Philmore Hall	Route 4, Box 23 Starkville, Mississippi
J. D. Jenkins	Route 4, Box 23 Starkville, Mississippi

3. The domicile of the Corporation in this state is Route 4, Starkville, Oktibbeha County, Mississippi.

4. The Corporation is nonprofit and no shares of stock are to be issued.

5. The period of existence of the said Corporation is perpetual.

6. The purposes for which the Corporation is created, not contrary to law, are:

a. To associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end to construct, maintain, and operate a private water system for supplying water for domestic, livestock and garden purposes to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling,

pumping and/or purchase, and the purchase, laying, installation, operation, maintenance, and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

b. To borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

c. To acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become a member or a stockholder of any corporation or association engaged in any related activities.

d. To buy, lease, hold and exercise all privileges or ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof.

e. To establish reserves and to invest the funds thereof in stocks, bonds and other property as the Board of Directors may deem satisfactory.

f. To levy assessments in such manner and in such amount as may be provided in the by-laws of this corporation.

g. To have and exercise all powers, privileges, and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act under which this corporation is incorporated.

h. The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

7. The names and addresses of the members of the initial Board of Directors who shall hold office until the first annual meeting of the members, and until their successors shall have been elected, and qualified, as provided in the by-laws, are:

Willie Hill	Route 4, Box 23 Starkville, Mississippi
T. C. Oden	Route 4, Box 16A Starkville, Mississippi
Jaffus Bell	Route 4, Box 20 Starkville, Mississippi
Philmore Hall	Route 4, Box 23 Starkville, Mississippi
J. D. Jenkins	Route 4, Box 23 Starkville, Mississippi

The Initial Board of Directors shall have the direction of the affairs of the Corporation, and shall meet within five days after issuance of the Certificate of Incorporation by the Secretary of State, for the purpose of electing officers, adopting by-laws and taking such other action as necessary to perfect the organization of the corporation and make a report thereof. Thereafter, by-laws may be amended and officers elected as provided in such by-laws. At the first annual meeting of the members, one director shall be elected for a term of one year; two directors for a term of two years; and two directors for a term of three years. At each annual meeting thereafter, the members shall elect for a term of three years the number of directors whose term of office have expired. Each director shall hold office for the term for which he is elected and until his successor shall have been elected and qualified. It will be possible for directors to succeed themselves.

8. 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 by 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.

9. Under the terms and conditions prescribed by the by-laws of this Corporation, this Corporation shall admit as members, only such persons as are bona fide occupants of farmsteads or rural residences, having reasonable accessibility to the source of and who are in need of having water supplied for domestic, business, livestock, and garden purposes, from the water system constructed, maintained and operated by the Corporation, but the Corporation shall not be required to admit members if the capacity of its water system is exhausted by the needs of its existing members, and all such other persons to whom it has been supplying water.

10. The membership fee in the Corporation shall be fixed and determined by its by-laws. The voting power and property rights and interest of each member whose fees are fully paid, and who is in good standing, shall be equal, and each member shall be entitled to one vote only. There shall be no voting by proxy. New members, upon their admission in this Corporation, shall be entitled to one vote, and to share in the property of the Corporation equally with the old members. When a member has paid his membership fee in full, he shall receive a certificate of membership. Assessments against members and determination of all liabilities shall be fixed by the by-laws of the Corporation. No membership fees, or any portion thereof, shall be refundable, to any member, and such membership is not assignable.

11. This Corporation is organized on a non-profit basis, of mutual benefit and rehabilitation of its members, and consequently will not have profits from which to pay

dividends on its capital. After all expenses of the Corporation have been paid, and reasonable reserves, as determined by the Board of Directors, set aside, the net earnings of the Corporation shall be accumulated in a service fund for the purpose of replacing, enlarging, extending, and repairing the system and property of the Corporation, and for such other purposes as the Board of Directors may determine to be for the best interest for the Corporation.

Witness the signatures of said Corporation, this February 27, 1965.

Willie Hill
WILLIE HILL

T. C. Oden
T. C. ODEN

Jaffus Bell
JAFFUS BELL

Philmore Hall
PHILMORE HALL

J D Jenkins
J. D. JENKINS

STATE OF MISSISSIPPI

COUNTY OF OKTIBBEHA

Personally appeared before me, the undersigned authority of law, in and for said County and State, the within and above named WILLIE HILL, T. C. ODEN, JAFFUS BELL, PHILMORE HALL, and J. D. JENKINS, the incorporators of the Corporation known as Black Jack Water Association, Inc., who acknowledged that they signed and executed the above and foregoing Articles of Incorporation as there act and deed on the date therein stated.

Given under my hand and seal on this 27th day of February, A. D., 1965.

Joseph W. Thomson
NOTARY PUBLIC

Joseph W. Thomson, Jr. Notary Public
Oktibbeha County, Miss.
My Commission Expires December 11, 1968

My Commission Expires: _____

Received at the office of the Secretary of State, this the 10th day of ~~February~~ March, A. D., 1965., together with the sum of $20.00 deposited to cover recording fee, and referred to the Attorney General, for his opinion.

Heber Ladner
SECRETARY OF STATE

March 10, 1965

I have examined this Charter of Incorporation, and am of the opinion that it is not violative of the Constitution and laws of the State of Mississippi, or of the United States of America, [redacted]

JOE T. PATTERSON
ATTORNEY GENERAL

BY: Martin R. McLendon
ASSISTANT ATTORNEY GENERAL

A RESOLUTION TO INCORPORATE THE BLACK JACK WATER ASSOCIATION AS A NON-PROFIT CORPORATION, UNDER THE LAWS OF THE STATE OF MISSISSIPPI

WHEREAS, the Black Jack Water Association is a duly organized Association of members from the Black Jack Community, in Oktibbeha County, Mississippi; and

WHEREAS, the said association is organized and operating exclusively for the purpose of furnishing and supplying a domestic and business water supply to its members for the physical and mental improvement of its members, and

WHEREAS, the members of said association desire to incorporate the said Black Jack Water Association, as a non share, non-profit corporation, with its domicile at Black Jack Missionary Baptist Church, in the Black Jack Community, Oktibbeha County, Mississippi, to operate exclusively for said purposes, no part of any earnings of which shall inure to the benefit of any private member of individual; and

THEREFORE, BE IT RESOLVED, by the members of Black Jack Water Association, that said Willie Hill, T. C. Oden, Jaffus Bell, Philmore Hall, and J. D. Jenkins, are five members of this organization in good standing, and are adult citizens and residents of the State of Mississippi, and the said Willie Hill, T. C. Oden, Jaffus Bell, Philmore Hall, and J. D. Jenkins, are hereby authorized and directed to apply to the State of Mississippi for a Charter of Incorporation for Black Jack Water Association, and to perform all acts and things necessary to secure said Charter.

Resolved and ordered this 5th day of May, A. D., 1964.

Willie Hill
WILLIE HILL, PRESIDENT

ATTEST:

T. C. Oden
T. C. ODEN, SECRETARY

CERTIFICATE

I, T. C. Oden, duly authorized and legal custodian of the minutes of Black Jack Water Association, hereby certify that the above and foregoing

resolution was introduced by T. C. Oden, seconded by Willie Hill, and unanimously adopted by the membership of said Black Jack Water Association, present and voting according to the By-Laws hereof at a special meeting duly called and held on May 5, 1964, that it was signed by the president and attested by the secretary, that Willie Hill, T. C. Oden, Jaffus Bell, Philmore Hall and J. D. Jenkins were thereby authorized to apply for a Charter of Incorporation for Black Jack Water Association, as therein set forth, and that said resolution is of record in the Minute Book of said Black Jack Water Association, now in my custody.

Witness my hand this 27th day of February, A. D., 1965.

T. C. Oden

T. C. ODEN, SECRETARY

BOOK 150 PAGE 33

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PATRIOTIC TAGS, 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 MARCH 11, A. D., 1965.

Paul B Johnson

Governor

By the Governor

Dick Ladner

Secretary of State

CHARTER OF INCORPORATION

OF

PATRIOTIC TAGS, INCORPORATED
514 2nd Avenue North
Columbus, Mississippi

I.

The corporate title of said corporation is PATRIOTIC TAGS, INCORPORATED.

II.

The names of the incorporators are: CLAYTON H. RICHARDSON, JR., 1908 Broadacres, Columbus, Mississippi; BLAND H. CAMPBELL, 208 Woolbright, Columbus, Mississippi; and JOE O. SAMS, JR., 512 Catalpa, Columbus, Mississippi, all of whom are adult resident citizens of Lowndes County, Mississippi.

III.

The domicile is: 514 2nd Avenue North, Columbus, Mississippi.

IV.

AMOUNT OF CAPITAL STOCK AND PARTICULARS AS TO CLASS OR CLASSES:

This corporation is organized without capital stock and is to issue no shares. This corporation shall not be required to make publication of its charter, shall issue no shares of stock and shall issue no dividend among its membership. Each member shall have the right to one vote in the election of all officers and in determining all issues that are presented to the organization. The decision of the majority of the members present and voting shall be final on all business presented to the organization. The loss of membership by death, or otherwise, terminates all interest of such members in the corporate assets and there shall be no individual liability against members for corporate debts, but the entire corporate property shall be liable for claims of creditors.

V.

Number of shares for each class and par value thereof:

None.

VI.

The period of existence is perpetual.

VII.

The purpose for which it is created:

A. To acquire by purchase, lease or otherwise, property, both real and personal, for the purpose of organizing and operating an educational association including without limiting the generality of the foregoing, to the acquisition of educational materials to be leased, to be sold or purchased.

B. To take such action as may be necessary or proper to sponsor speakers, speeches, seminars or other educational activities.

C. To enter into contracts providing for the future purchase or sale of property necessary to secure funds to promote and pay for any educational project the organization may be interested in or engaged in.

D. To manufacture, print or otherwise create or bring into being automobile tags, bumper stickers or other printed educational materials to be given, lent or sold by said corporation.

E. Such powers shall not be exercised in a manner designed to create or to foment strife.

VIII.

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

None: A non-share corporation.

Clayton H. Richardson, Jr.

Bland H. Campbell

Joe O. Sams, Jr.

STATE OF MISSISSIPPI

COUNTY OF LOWNDES

Personally appeared before me, the undersigned authority at law, in and for said county and state, Clayton H. Richardson, Jr., Bland H. Campbell, and Joe O. Sams, Jr., incorporators of Patriotic Tags, Inc., who each acknowledged that they signed and delivered the foregoing instrument on the day and year therein mentioned as their own act and deed.

Given under my hand and official seal this 6th day of ~~January~~ February, A. D., 1965.

Rachel G. McGee
Notary Public

(SEAL)

My commission expires: 7/22/67

STATE OF MISSISSIPPI)
)
COUNTY OF LOWNDES)

RESOLUTION

WHEREAS, Patriotic Tags Association of Columbus, Lowndes County, Mississippi is an unincorporated charitable and educational organization; and

WHEREAS, said unincorporated association is authorized to be incorporated under the laws of the State of Mississippi; and

WHEREAS, the best interests of said unincorporated association would be promoted by the incorporation.

NOW, THEREFORE, BE IT RESOLVED, that Clayton H. Richardson, Jr., Bland H. Campbell and Joe O. Sams, Jr., be, and they are authorized and directed to obtain a charter of incorporation for said organization under the laws of the State of Mississippi as a non-share and non-profit charitable and educational corporation.

RESOLVED, that Clayton H. Richardson, Jr., Bland H. Campbell and Joe O. Sams, Jr., be, and they are hereby authorized, empowered and directed to do all things necessary to accomplish the purpose of this resolution.

STATE OF MISSISSIPPI

COUNTY OF LOWNDES

Personally appeared before me, the undersigned authority in and for said county and state, Joe O. Sams, Jr., who being by me first duly sworn, on oath, stated that he is a duly qualified, elected and acting secretary of the unincorporated charitable and educational association known as the Patriotic Tags Association of Columbus, Lowndes County, Mississippi. The post office address of said association is 514 2nd Avenue North, Columbus, Mississippi, and that as such secretary, he is the custodian and keeper of its books. Further, that the above and foregoing is a true and correct copy of the resolution duly made, recorded and passed at a regular meeting of said organization held on the 25th day of January, A. D., 1965.

Joe O. Sams, Jr.

Sworn to and subscribed before me, this 29th day of January, A. D., 1965.

Notary Public

(SEAL)

My commission expires:

BOOK 150 PAGE 38

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

A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Edwin Pittman
SECRETARY OF STATE.

Jackson, Miss.,

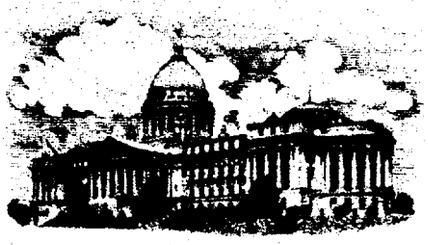
February 11, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLendon
Assistant Attorney General.

State of Mississippi

EXECUTIVE  OFFICE

Jackson

The within and foregoing Amendment to the Charter of Incorporation of

REGIONAL REHABILITATION CENTER,
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* 11th day of March, A. D., 1965.

Paul B Johnson

Governor.

Attest:

Secretary of State.

RESOLUTION OF THE MEMBERS OF
REGIONAL REHABILITATION CENTER,
INC. FOR AN AMENDMENT TO THE
CHARTER

Whereas, certain language used in the Purpose Clause of the Charter of Incorporation granted to this corporation does not clearly define the restrictions that are to be placed on the distribution of amounts in the event of dissolution, and

Whereas, it would be to the best interests of the corporation that this language be corrected;

NOW, be it resolved that the Charter of Incorporation of Regional Rehabilitation Center, Inc., be amended as follows:

That Article 6, Sub paragraph (c) of said charter now provide as follows:

> "All of the net income of this corporation, if any, shall be devoted exclusively to the charitable purposes herein provided, and no part of the same shall inure to the benefit of any person having a personal and private interest in its activities. No part of the assets of this corporation, upon dissolution or otherwise, shall vest in, be distributed among, or become the property of any of its members. Upon dissolution of this corporation, its assets shall be distributed to one or more non-profit corporations or associations which are exempt under the provisions of section 501(c)(3) of the Internal Revenue Code of 1954, or its then appropriate counterpart, or to a branch of the State or Federal government for exclusively public uses and purposes."

And that all of the other Articles and paragraphs of said Charter be, and remain as they originally appear.

CERTIFICATE

I, Mrs. Nita Butler, the Secretary of Regional Rehabilitation Center, Inc. hereby certify that the foregoing is a true and correct copy of a resolution duly introduced, adopted and

approved at a Special Meeting of the Members of Regional Rehabilitation Center, Inc., held at Tupelo, Mississippi, at 4 o'clock, P m., on the 26 day of Feb. 1965, as the same now appears on Page 76 of the Minute Book of said corporation, of which I am the legal custodian.

Witness my signature and the seal of the corporation, this the 2nd day of March, 1965.

Mrs. Nita Butler

Mrs. Nita Butler
Secretary
Regional Rehabilitation Center, Inc.

AMENDMENT TO

THE CHARTER OF INCORPORATION

OF

REGIONAL REHABILITATION CENTER,
INCORPORATED

TUPELO, MISSISSIPPI

That the original Charter of Incorporation of Regional Rehabilitation Center, Incorporated, as recorded in Photostat Book Number, 121 Pages 352-360, of the records of corporations in the office of the Secretary of State, State of Mississippi, be amended to read as follows:

6. (c) All of the net income of this corporation if any, shall be devoted exclusively to the charitable purposes herein provided, and no part of the same shall inure to the benefit of any person having a personal and private interest in its activities. No part of the assets of this corporation, upon dissolution or otherwise, shall vest in, be distributed among, or become the property of any of its members. Upon dissolution of this corporation, its assets shall be distributed to one or more non-profit corporations or associations which are exempt under the provisions of section 501(c)(3) of the Internal Revenue Code of 1954, or its then appropriate counterpart, or to a branch of the State or Federal government for exclusively public uses and purposes."

That all of the other articles and paragraphs of said charter be and remain as they are in the original Charter of Incorporation.

Witness our signatures and the seal of the Corporation, this the 2nd day of March, 1965.

John A. Parberry
President

ATTEST:

Ma Nita Butler
Secretary

STATE OF MISSISSIPPI

COUNTY OF LEE

ACKNOWLEDGMENT

Personally appeared before me the undersigned authority at law in and for said State and County, John A. Rasberry, President of Regional Rehabilitation Center, Incorporated, and Mrs. Nita Butler, Secretary of Regional Rehabilitation Center, Incorporated, who both acknowledged that John A. Rasberry is the President and Mrs. Nita Butler is Secretary of Regional Rehabilitation Center, Incorporated and both acknowledged that they signed the above and foregoing Amendment to the Charter of Incorporation on the date shown there-in in their capacity with said corporation and in accordance with a resolution duly passed at special meeting of the members of Regional Rehabilitation Center, Incorporated, and as the act and deed of said corporation.

Given under my hand and seal, this the 2nd day of March, 1965.

Notary Public

My commission expires:
1-1-68

Received at the office of the Secretary of State, this the 9th day of March

A. D., 1965, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Eliza Ladner

SECRETARY OF STATE.

Jackson, Miss.,

March 9, 1965

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

Joe T. Patterson

ATTORNEY GENERAL.

By Martin R. McLendon

Assistant Attorney General.

BOOK 150 PAGE 46

State of Mississippi

EXECUTIVE OFFICE

Jackson

The within and foregoing Amendment to the Charter of Incorporation of

I. R. LONGENECKER FOUNDATION

is hereby approved.

In Testimony Whereof, *I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the* 11th day of March A. D., 1965.

Paul B Johnson

Governor.

Attest:

John Ladner

Secretary of State.

RESOLUTION OF THE MEMBERS OF I. R. LONGENECKER FOUNDATION TO AMEND ITS CHARTER, WHICH IS A NON-PROFIT, NON-SHARE CORPORATION, BY MAKING AN ADDITION TO ITS CHARTER

WHEREAS, it appears to the membership of"I. R. Longenecker Foundation" that it is necessary and to the best interest of the said non-profit, non-share Corporation, that the Charter of Incorporation be amended to make an addition thereto in order to conform to the Tax exempt requirements of the United States Internal Revenue Service, and

WHEREAS, the original charter of incorporation, dated September 25, 1963, is recorded in the Records of Incorporation in the office of the Secretary of State of the State of Mississippi, in Photostat Book No. 143, pages 445-449.

NOW THEREFORE, BE IT RESOLVED by the members of I. R. Longenecker Foundation in a legal meeting of all of the members of the Corporation being present in person, notice of which was duly given according to the by-laws of the Corporation by a unanimous vote of all members of the Corporation as follows:

(1) That the charter of incorporation of"I. R. Longenecker Foundation be amended by the addition thereto of an amendment entitled: ARTICLE 8: (DISSOLUTION OF CORPORATION), and which shall be as follows:

> 8.(DISSOLUTION OF CORPORATION) It is intended that the existence of I. R. Longenecker Foundation shall be perpetual, but in event of dissolution or liquidation the remaining assets at such time shall, within the discretion of the Board of Directors, be distributed to the First Methodist Church of Amory, Mississippi, if in existence, and if not to the Methodist Conference of which First Methodist Church was affiliated, or to the State, County or local government for exclusively public purposes, but not necessarily in the order of listing as above stated.

The above resolution was adopted by a unanimous vote of all of the members of I. R. Longenecker Foundation in a meet-

ing duly called and held in Amory, Mississippi, on the 27th day of February, 1965.

T. L. Longenecker
PRESIDENT

ATTEST: H. P. Flanagan
SECRETARY

STATE OF MISSISSIPPI
COUNTY OF MONROE

We, T. L. Longenecker, President, and H. P. Flanagan, Secretary of I. R. Longenecker Foundation, a non-profit, non-share Corporation, domiciled in Amory, Mississippi, do hereby certify that the above and attached foregoing resolution entitled: "RESOLUTION OF THE MEMBERS OF I. R. LONGENECKER FOUNDATION TO AMEND ITS CHARTER, WHICH IS A NON-PROFIT, NON-SHARE CORPORATION, BY MAKING AN ADDITION TO ITS CHARTER" is a true, correct and exact copy of a resolution passed by the members of said Corporation duly called and legally held pursuant to the by-laws of the corporation and in conformity with this charter on the 27th day of February, 1965.

Witness the signatures of the President and Secretary, respectively of I. R. Longenecker Foundation and its corporate seal on this the 27th. day of February, 1965.

T. L. Longenecker
PRESIDENT

ATTEST: H. P. Flanagan
SECRETARY

Sworn to and subscribed before me this the 27th. day of February, 1965.

Jean M. Schumpert
NOTARY PUBLIC

My Commission Expires:

MY COMMISSION EXPIRES APR. 27, 1968

AN AMENDMENT TO THE CHARTER OF INCORPORATION OF I. R. LONGENECKER FOUNDATION, A NON-SHARE, NON-PROFIT CORPORATION.

AN AMENDMENT to the charter of incorporation of I. R. Longenecker Foundation, a non-profit, non-share Corporation domiciled in Amory, Mississippi, having been duly authorized by the members thereof on the 27th day of February, 1965, as follows:

8. (DISSOLUTION OF CORPORATION) It is intended that the existence of I. R. Longenecker Foundation shall be perpetual, but in event of dissolution or liquidation the remaining assets at such time shall, within the discretion of the Board of Directors, be distributed to the First Methodist Church of Amory, Mississippi, if in existence, and if not to the Methodist Conference of which First Methodist Church was affiliated, or to the State, County or local government for exclusively public purposes, but not necessarily in the order of listing as above stated.

T. I. Longenecker
PRESIDENT

H. P. Flanagan
SECRETARY

STATE OF MISSISSIPPI
COUNTY OF MONROE

Personally appeared before me the undersigned authority of law in and for said State and County, the within named, T. I. Longenecker, President and H. P. Flanagan, Secretary, who acknowledged that they signed and executed the above and foregoing amendment to the Charter of Incorporation of I. R. Longenecker Foundation, as the act and deed of said Corporation, they having been duly and fully authorized to so do by Resolution of the said Corporation.

Witness my hand and seal of office this the 27th day of February, 1965.

Jean M Davenport
NOTARY PUBLIC

My Commission Expires:

MY COMMISSION EXPIRES APR. 27, 1968

STATE OF MISSISSIPPI

COUNTY OF MONROE

Personally appeared before me the undersigned authority of law in and for said State and County, T. I. Longenecker and H. P. Flanagan, both and each of whom are personally known to me, and both and each of whom being duly sworn state under oath as follows:

(1) That they are President and Secretary, respectively of I. R. Longenecker Foundation, being duly elected and acting as such;

(2) That as such President and Secretary, respectively, of said Corporation, they were by resolution duly and legally passed by the membership of the Corporation at a meeting duly and legally held, the entire membership of said Corporation being present, authorized and directed to immediately and forthwith proceed with the amendment to the charter as is hereinabove set out and provided.

(3) That they do hereby and herein acknowledge that they signed, sealed and delivered the above and foregoing amendment to the Charter of Incorporation of I. R. Longenecker Foundation on the date therein stated.

(4) All and by reason of which they pray that said Charter of Incorporation may be amended as proposed by the resolution of the said membership as hereinabove set out and provided.

T. I. Longenecker
PRESIDENT

H. P. Flanagan
SECRETARY

Sworn to and subscribed before me this the 27th. day of February, 1965.

Jean M Schumpert
NOTARY PUBLIC

My Commission Expires:

MY COMMISSION EXPIRES APR. 27, 1968

Received at the office of the Secretary of State, this the 9th day of March

A. D., 1965, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Miss.,

March 10, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLendon
Assistant Attorney General.

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State of Mississippi

EXECUTIVE OFFICE

Jackson

The within and foregoing Amendment to the Charter of Incorporation of

CITY OF WEST POINT

WEST POINT, 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* 16th day of March, 1965.

Attest:

Secretary of State.

Paul B. Johnson

Governor.

A RESOLUTION OF THE BOARD OF MAYOR AND SELECTMEN PROPOSING AN AMENDMENT TO THE CHARTER OF THE CITY OF WEST POINT, SO AS TO PROVIDE THAT THE CITY MARSHAL BE APPOINTED BY AND SERVE AT THE WILL OF THE BOARD OF MAYOR AND SELECTMEN.

- -

WHEREAS the City of West Point operates under a special Charter granted by the Legislature and has not adopted the code Charter;

Section I. Be it therefore resolved that the following amendment to the Charter of the City of West Point be submitted to the Governor of the State of Mississippi to be approved and granted by him, in manner provided and required by Section 3374-109 of the Mississippi Code of 1942, Annotated, to-wit:

(A). That Section 2 of the Charter of the City of West Point, Mississippi, be and the same is hereby amended to read as follows:

"Section 2. That the municipal government of said city shall be vested in a Mayor and five Selectmen, a marshal, an assessor, a collector of taxes, a clerk and a city attorney. The Mayor and Selectmen shall be quadrennially elected by the qualified electors of said City, beginning in the year 1965 as is provided by law. The other officers herein named shall be appointed by the Board of Mayor and Selectmen, and hold their term of office at the will and pleasure of the Board of Mayor and Selectmen.

The officers elected shall take office and enter upon the discharge of their duties on the first Monday in July following their election, and shall hold office for four years or until their successors are elected and qualified.

The Board of Mayor and Selectmen shall, not less than thirty days before each general election, cause public notice to be given in the manner required by law of such election, and

shall appoint three freeholders of the qualified electors of the City as Commissioners of Election, who shall take the oath required by the statutes. The election in all respects shall be held and conducted in all respects as is required by the laws and statutes of the State of Mississippi. The person receiving the highest number of votes polled for the office he seeks shall be declared elected, and the Commissioners shall issue to such person a certificate of election and shall certify the results of the election to the Board of Mayor and Selectmen and the Secretary of State of the State of Mississippi."

(B). That Section 10 of the Charter of the City of West Point, Mississippi, be and the same is hereby amended to read as follows:

"Section 10. That in case the Mayor or any Selectman shall die, resign or remove beyond the limits of the City of West Point, or if the Mayor or any Selectman shall accept any other office in the State, County or District, the office of such Mayor or Selectman shall thereby become vacant, and the Selectmen shall at once cause an election to be held by the qualified electors of the City to fill such vacancy, which election shall be conducted as other elections herein provided. The person elected shall be entitled to hold the office to which he is elected for the remainder of the unexpired term of the officer so dying, resigning, removing from the city or becoming disqualified; provided that if any such vacancy shall occur within thirty days before the time fixed by this Act for the election of Mayor and Selectmen, there shall not be an election to fill such vacancy."

(C). That Section 11 of the Charter of the City of West Point, Mississippi, be and the same is hereby amended to read as follows:

"Section 11. There shall be appointed by the Board of Mayor and Selectmen an assessor of taxes, a collector of taxes, a clerk, an attorney, and a marshal or Chief of Police, a sufficient number of police to preserve the peace, keep good order and enforce the ordinances of the City, and shall prescribe the duties and authority of all officers and employees of the City, not contrary to the duties and authority granted by the Charter of the City, and fix and prescribe the salaries, wages and compensation of all officers and employees and alter and change the same as it may determine, except as otherwise provided in the Charter of the City. The Mayor and Chief of Police shall enter into bond in the penalty of one thousand dollars payable to the 'City of West Point' and conditioned as prescribed by law. It may require all other officers and employees of the City appointed by it to enter into bond in such amounts and conditioned as it may determine, with a surety or sureties as it may require. All officers of the City of West Point shall take the oath of office prescribed by the Constitution of the State of Mississippi for Justices of the Peace. That no officer of the City shall be entitled to any fees, costs, or commissions for any service rendered as such or on any monies paid into the treasury of the city, but all such fees, costs and commissions allowed to be charged and collected under the Statutes and laws of the State of Mississippi shall be charged and collected and the monies paid into the treasury of the city and shall be accounted for by such officers in the manner required by law."

SECTION II. Be it further resolved that these amendments to the Charter of the City of West Point shall become and be in full force and effect on and after the first Monday in July, 1965.

SECTION III. Be it further resolved that this Resolution be published in the Daily Times Leader, a newspaper published and having a general circulation in the City of West Point for the time and in the manner required by law, and thereafter if no petition is filed against said amendments, the Clerk shall forward this Resolution to the Governor of the State with all necessary certificates, to be granted and allowed, as required by law.

Upon the motion to adopt the foregoing Resolution, on this, the 25th day of January, 1965, the following was the vote:

Voting "Yea" for its adoption were: M.I. Miller, T. K. Wilkey, C. P. Winters, C. T. Keyes and Joe Ruble, Selectmen

Voting "Nay"---None.

s/ R. B. Marshall
R. B. Marshall,
Mayor

s/Mildred W. Calvert
Mildred W. Calvert
Clerk

State of Mississippi
Clay County
City of West Point

I, Mildred W. Calvert, Clerk of the City of West Point, Mississippi, hereby certify:

1. That the above and foregoing is a true, correct and exact copy of a resolution duly adopted by the Board of Mayor and Selectmen of the City of West Point on January 25th, 1965, at a continued regular meeting of said Board as the same appears of record in Minute Book 18 at page 226 of the minutes of said Board.

2. That attached hereto is the proof of publication of said resolution in the Daily Times Leader, which shows said resolution was published in the issues of January 27, February 3 and 10, 1965, of said paper.

3. That no petition has been filed against the amendments to the Charter of the City of West Point made by the foregoing resolution.

4. Pursuant to the direction of said resolution this certificate is made.

WITNESS MY SIGNATURE and the seal of the City of West Point, Mississippi on this, the 2 day of March, 1965.

(Seal)

Mildred W. Calvert,
CLERK

BOOK 130 PAGE 39

COPY

The State of Mississippi,
CLAY COUNTY

Before me, in and for said county, this day personally came, WM. HENRY HARRIS, publisher of the DAILY TIMES LEADER, a newspaper published in the City of West Point, of said county and state, who being duly sworn, deposeth and says that the publication of a certain notice, a true copy of which is hereto affixed, has been made for 3 weeks consecutively, to wit:

Dated January 27 196 5
Dated February 3 196 5
Dated February 10 196 5
Dated ____ 196____
Dated ____ 196____

SEE NEXT PAGE FOR PUBLICATION

And I further certify that the several numbers of the newspaper containing the above mentioned notice, have been produced before me, and compared with the copy annexed, and that I find the publication thereof to have been correctly made.

WITNESS my hand and seal of office, this the 16 day of February A. D., 1965

By Mrs. Frances B. White

My Commission Expires Feb. 26, 1968

W. Henry Harris

Printer's Fee $ 3.04 Proof of Publication $ .50 Total $ 3.54

No 1692

Filed
Feb- 16, 1965-

Legals 48

A RESOLUTION OF THE BOARD OF MAYOR AND SELECTMENT PROPOSING AN AMENDMENT TO THE CHARTER OF THE CITY OF WEST POINT, SO AS TO PROVIDE THAT THE CITY MARSHAL BE APPOINTED BY AND SERVE AT THE WILL OF THE BOARD OF MAYOR AND SELECTMEN.

WHEREAS the City of West Point operates under a special Charter granted by the Legislature and has not adopted the code Charter;

SECTION I. Be it therefore resolved that the following amendment to the Charter of the City of West Point be submitted to the Governor of the State of Mississippi to be approved and granted by him, in manner provided and required by Section 3374-109 of the Mississippi Code of 1942, Annotated, to-wit:

(A.) That section 2 of the Charter of the City of West Point, Mississippi, be and the same is hereby amended to read as follows:

"SECTION 2. That the municipal government of said city shall be vested in a Mayor and five selectmen, a marshal, an assessor, a collector of taxes, a clerk and a city attorney. The Mayor and Selectmen shall be quadrennially elected by the qualified electors of said City, beginning in the year 1965 as is provided by law. The other officers herein named shall be appointed by the Board of Mayor and Selectmen, and hold their term of office at the will and pleasure of the Board of Mayor and Selectmen.

The officers elected shall take office and enter upon the discharge of their duties on the first Monday in July following their relection, and shall hold office for four years or until their successors are elected and qualified.

The Board of Mayor and Selectmen shall, not less than thirty days before each general election cause public notice to be given in the manner required by law of such election, and shall appoint three freeholders of the qualified electors of the City as Commissioners of election, who shall take the oath required by the statues. The election in all respects shall be held and conducted in all respects as is required by the laws and statutes of the State of Mississippi. The person receiving the highest number of votes polled for the office he seeks shall be declared elected, and the Commissioners shall issue to such person a certificate of election and shall certify the results of the election to the Board of Mayor and Selectinen and the Secretary of State of the State of Mississippi."

(B.) That Section 10 of the Charter of the City of West Point, Mississippi, be and the same is hereby amended to read as follows:

"SECTION 10. That in case the Mayor or any Selectman shall die, resign or remove beyond the limits of the City of West Point, of if the Mayor or any Selectman shall accept any other office in the State, County or District, the office of such Mayor or Selectman shall thereby become vacant, and the Selectmen shall at once cause an election to be held by the qualified electors of the City to fill such vacancy, which election shall be conducted as other elections herein provided. The person elected shall be entitled to hold the office to which he is elected for the remainder of the unexpired term of the office, so dying, resigning, removing from the city or becoming disqualified; provided that if any such vacancy shall occur within thirty days before the time fixed by this Act for the election of Mayor and Selectmen, there shall not be an election to fill such vacancy."

(C.) That Section 11 of the Charter of the City of West Point, Mississippi, be and the same is hereby amended to read as follows:

"SECTION 11. There shall be appointed by the Board of Mayor and Selectmen an assessor of taxes, a collector of taxes, a clerk, an attorney, and a marshal or Chief of Police, a sufficient number of police to preserve the peace, keep good order and enforce the ordinances of the City, and shall prescribe the duties and authority of all officers and employees of the City, not contrary to the duties and authority granted by the Charter of the City, and fix and prescribe the salaries, wages and compensation of all officers and employees and alter and change the same as it may determine, except as otherwise provided in the Charter of the City. The Mayor and Chief of Police shall enter into bond in the penalty of one thousand dollars payable to the 'City of West Point' and conditioned as prescribed by law. It may require all other officers and employees of the City appointed by it to enter into bond in such amounts and conditioned as it may determine, with a surety or sureties as it may require. All officers of the City of West Point shall take the oath of office prescribed by the Constitution of the State of Mississippi for Justices of the Peace. That no officer of the City shall be entitled to any fees, costs, or commissions for any service rendered as such or on any monies paid into the treasury of the city, but all such fees, costs and commissions allowed to be charged and collected under the Statutes and laws of the State of Mississippi shall be charged and collected and the monies paid into the treasury of the city and shall be accounted for by such officers in the manner required by law."

SECTION II. Be it further resolved that these amendments to the Charter of the City of West Point shall become and be in full force and effect on and after the first Monday in July, 1965.

SECTION III. Be it further resolved that this Resolution be published in the Daily Times Leader, a newspaper published and having a general circulation in the City of West Point, for the time and in the manner required by law, and thereafter if no petition is filed against said amendments, the Clerk shall forward this Resolution to the Governor of the State with all necessary certificates, to be granted and allowed, as required by law.

Upon the motion to adopt the foregoing Resolution, on this, the 25th day of January, 1965, the following was the vote:

Voting "Yea" for its adoption were: M. I. Miller, T. K. Wilkey, C. P. Winters, C. T. Keyes and Joe Ruble, Selectmen

Voting "Nay" --None.

N. B. Marshall,
Mayor

Mildred W. Calvert,
Clerk

Mildred W. Calvert, Clerk the City of West Point, Mississippi, hereby certify that the foregoing is a true copy of a Resolution unanimously adopted by the Board of Mayor and Selectmen at a continued regular meeting held on January 25, 1965, as the same appears in the minutes of said Board.

Given under my hand and the seal of the City of West Point on this, the 26th day of January, 1965.

(Seal)

Mildred W. Calvert,
Clerk

Publish: January 27; February 3, 10, 1965.

BOOK 150 PAGE 61

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SIWELL ROAD RIDING 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 17th day of March A. D., 1965.

Paul B. Johnson
Governor

By the Governor

Secretary of State

On motion duly made and seconded, the following resolution was adopted:

RESOLVED, that J. H. Buckley, J. E. Sellers and W. E. Huff, all of whom are resident citizens of the State of Mississippi, be and they are hereby authorized, directed and empowered to make application for a Charter of Incorporation of Siwell Road Riding Club, a non-profit organization.

/s/ J. E. Sellers
J. E. Sellers, Acting Secretary

I hereby certify that the foregoing is a true and correct copy of a resolution adopted at a meeting of members of Siwell Road Riding Club, an unincorporated association, held on March 6, 1965.

Witness my signature this the 13th day of March, 1965.

J. E. Sellers
J. E. Sellers, Acting Secretary

STATE OF MISSISSIPPI
COUNTY OF HINDS

I, Christine B. Cadwallader, a notary public, do hereby certify that on this 13th day of March, 1965, personally appeared before me J. E. Sellers, who, being by me first duly sworn, declared that he is the Acting Secretary of Siwell Road Riding Club, that he executed the foregoing document and that the statements contained therein are true.

Christine B. Cadwallader
Notary Public

My commission expires:

My Commission Expires June 13, 1967

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

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

THE CHARTER OF INCORPORATION OF

SIWELL ROAD RIDING CLUB

1. The corporate title of said company is:

SIWELL ROAD RIDING CLUB

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
J. H. Buckley,	542 Hooker Street,	Jackson,	Mississippi
J. E. Sellers,	115 Cedar Lane,	Jackson,	Mississippi
W. E. Huff,	Rt. 1, Box 154,	Jackson,	Mississippi

all of whom are adult resident citizens of the State of Mississippi, who are duly authorized to make this application pursuant to a resolution duly adopted by Siwell Road Riding Club, an unincorporated association, certified copy of which resolution is attached to this Charter.

3. The domicile is at Rt. 1, Box 154, Jackson, Mississippi
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This Corporation is non-profit and no shares are to be issued.

This Corporation is organized and shall be operated as a non-profit, non-stock corporation. No shares of stock shall be issued and no part of the net earnings of this Corporation shall inure to the benefit of any private shareholder, member or individual.

This Corporation is organized and shall be operated as an agricultural and civic improvement society.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

Fellowship.

To promote and improve the physical, mental and moral condition of mankind by providing the means and opportunity of healthful recreation by riding, roping, camping, trail rides, rodeos, and other sports and similar activities.

To promote the art of horse-back riding, roping and care and handling horses, mules, cows and similar live stock and the breeding and raising, care, handling and protection and welfare of all of such live stock, and the prevention of cruelty to same.

To buy, sell, own, lease, mortgage, maintain and operate any real or personal property, and to borrow money, with or without security, for the above stated purposes of the Corporation.

This Corporation shall have such further rights and powers as are permitted by the laws of Mississippi, which are reasonably necessary to accomplish the non-profit purposes of the Corporation, and only such powers shall be exercised by the Corporation as are in furtherance of its exempt purposes.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: J. H. Buckley
J. E. Sellers
W. E. Huff

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of HINDS

This day personally appeared before me, the undersigned authority J. H. Buckley, J. E. Sellers and W. E. Huff, incorporators of the corporation known as the SIXELL ROAD RIDING CLUB who acknowledged that ~~he~~ (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 13th day of March, 1965

Christine B. Cockrell

My Commission Expires June 13, 1967

STATE OF MISSISSIPPI
County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 17th day of March A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., March 17, 1965

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

Joe T. Patterson
Attorney General

By Martin A. Minor
Assistant Attorney General

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

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BOOK 150 PAGE 67

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CHALYBEATE WATER SYSTEM 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 17th day of March A. D., 1965.

Paul B Johnson

Governor

By the Governor

Secretary of State

CHARTER OF INCORPORATION OF

CHALYBEATE WATER SYSTEM ASSOCIATION, INC.

(1) The corporate title of said company is:

CHALYBEATE WATER SYSTEM ASSOCIATION, INC.

(2) The names and post office addresses of the incorporators, all of whom are adult resident citizens of the State of Mississippi and authorized by said organization on its minutes to apply for said charter, are as follows:

Earl Wiggs, Chalybeate, Mississippi
Mrs. Claude Elliott, Chalybeate, Mississippi
Mrs. Joe McMillin, Chalybeate, Mississippi

(3) The domicile of the corporation is at Chalybeate, in Tippah County, State of Mississippi.

(4) The corporation is a non-profit corporation and no shares of stock are to be issued.

(5) The period of existence of the corporation shall be perpetual.

(6) The specific purposes for which this corporation is created are to associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end to construct, maintain and operate a private water system for the supplying of water for domestic, livestock and garden purposes to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation, maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

Other purposes for which this corporation is created are to borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security

therefor in any manner permitted by law; to acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become a member or a stockholder of any corporation or association engaged in any related activities; to buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof; to establish reserves and to invest the funds thereof in stocks, bonds and other property as the board of trustees may deem satisfactory; to levy assessments in such manner and in such amount as may be provided in the by-laws of this corporation; to have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act under which this corporation is incorporated.

The following rights and powers, all of which are reasonably necessary to accomplish the foregoing stated purpose of the Association being incorporated, are to be exercised by the corporation. The corporation shall have the right and power to take charge of, rent, lease or purchase, and hold and mortgage any and all property, real or personal, that at any time or in any manner comes to or vests in the corporation for any purpose whatsoever, not contrary to law, whether the corporation receives such property by purchase, gift, grant, devise or otherwise; to buy, sell, hold, build, lease or rent buildings, water equipment, and fire equipment; and furnish and maintain same; to mortgage or otherwise encumber or dispose of any such property as the necessities of the corporation may require; to borrow or raise money for the purposes of the corporation, and from time to time, make, execute and issue promissory notes, drafts, bills or evidences of indebtedness, and to secure the payment thereof and the interest thereon by mortgages upon pledges, conveyances and assignments

in trust of the whole or any part of the property of the corporation, and to sell or pledge or dispose of the property or obligations of the corporation, to enter into contracts to benefit said corporation relative to its operation and purposes, and to do such other things as are necessary and proper, which are not contrary to law, to further and promote the general welfare and development of the corporation, its members and the people of the Village of Chalybeate, Tippah County, Mississippi, and surrounding rural areas, including the adoption of proper by-laws, which are not contrary to law, in order that the corporation may effectively and efficiently carry out its stated purposes.

The corporation shall also have the rights and powers to establish reserves and to invest the funds thereof in stocks, bonds and other property as the Board of Directors may deem satisfactory; and to levy assessments in such manner and in such amount as may be provided in by-laws of this corporation.

The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

The Association is a non-profit, non-sectarian, non-political organization, and no part of any net earnings shall enure to the benefit of any member or officer of said association.

This application for Charter of Incorporation is made under Section 5310.1, Mississippi Code Annotated of 1942, Recompiled; Laws, 1962, Chapters 229 and 230.

(7) The names and addresses of the members of the initial Board of Trustees who shall hold office until the first annual meeting of the members, and until their successors have been elected and qualified as provided in the by-laws, are:

Earl Wiggs, Chalybeate, Mississippi

Travis Jamieson, Chalybeate, Mississippi

Mrs. Joe McMillin, Chalybeate, Mississippi

Graham Hudson, Chalybeate, Mississippi

Mrs. Claude Elliott, Chalybeate, Mississippi

Robert Ray, Chalybeate, Mississippi

Leroy Jamieson, Chalybeate, Mississippi

The initial Board of Trustees shall have the direction of the affairs of the corporation and shall meet within five (5) days after the issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws, and taking such other action as necessary to perfect the organization of the corporation, and make a report thereof. Thereafter, by-laws may be amended and officers elected as provided by such by-laws.

(8) Such 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 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.

(9) This instrument when signed by each of the incorporators and acknowledged by each before a notary public or other officer authorized by law to take acknowledgments shall be filed with the Secretary of State of Mississippi at any time thereafter within six (6) months of the date of the last acknowledgment.

Earl Wiggs

Earl Wiggs

Mrs. Joe McMillin

Mrs. Joe McMillin

Mrs. Claude Elliott

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

TIPPAH COUNTY

This day, personally appeared before me, the undersigned authority, in and for said County and State, the within named Earl Wiggs and Mrs. Joe McMillin, incorporators of the Chalybeate Water System Association, Inc., each of whom after first being duly sworn by me, states on his oath that he is an adult resident citizen of the State of Mississippi, a member of the Chalybeate Water System Association, Inc., and is authorized by said organization on its minutes to apply for the foregoing Charter of Incorporation; and who each acknowledges that he signed and delivered the foregoing Articles of Incorporation as his true act and deed on this, the 5th day of March, 1965.

Given under my hand and official seal on this, the 5th day of March, 1965.

Notary Public

SEAL

My commission expires: 1-8-66

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

TIPPAH COUNTY

This day, personally appeared before me, the undersigned authority, in and for said County and State, the within named Mrs. Claude Elliott, who is an incorporator of the Chalybeate Water System Association, Inc., who, after first being duly sworn by me, states on oath that she is an adult resident citizen of the State of Mississippi, a member of the Chalybeate Water System Association, Inc., and is authorized by said organization on its minutes to apply for the foregoing Charter of Incorporation; and who acknowledges that she signed and delivered the foregoing Articles of Incorporation as her true act and deed on this, the 8 day of March, 1965.

Given under my hand and official seal on this, the 8 day of March, 1965.

R Smith

Notary Public

SEAL

My commission expires: 1-2-68

ORIGINAL DUPLICATE

MINUTES OF THE SPECIAL MEETING OF THE CHALYBEATE WATER SYSTEM ASSOCIATION OF THE VILLAGE OF CHALYBEATE, TIPPAH COUNTY, MISSISSIPPI, HELD JANUARY 25, 1965, FOR THE PURPOSE OF AUTHORIZING INCORPORATION OF SAID ORGANIZATION AND FURTHER AUTHORIZING THE OFFICERS AND DIRECTORS TO TAKE ALL NECESSARY STEPS IN PROCURING A LOAN FROM THE FARMERS HOME ADMINISTRATION FOR THE PURPOSE OF CREATING, ESTABLISHING AND CONSTRUCTING A WATER SYSTEM IN THE VILLAGE OF CHALYBEATE AND SURROUNDING RURAL AREA

BE IT REMEMBERED, that the membership of the Chalybeate Water System Association of Chalybeate, Mississippi, met at a specially called meeting at 7:00 p.m. on the 25th day of January, 1965, in the Community Building at Chalybeate, Mississippi, with 44 members of said organization present and participating in the proceedings. That Earl Wiggs, duly elected president of the organization, presided over the meeting and Mrs. Joe McMillin, duly elected secretary of said organization, performed the duties of recording secretary, both of them having been previously elected to these respective positions by unanimous vote of the members present at a previous meeting.

That after a general discussion and mature consideration of the various problems which presented themselves and the proposed program of work relative to establishing and obtaining a rural water system in said community, and the best method of furthering same, Walter Carpenter offered the following resolution in writing and moved its adoption:

RESOLUTION OF THE CHALYBEATE WATER SYSTEM ASSOCIATION RELATIVE TO INCORPORATING THE ORGANIZATION

It be and is hereby resolved by the Chalybeate Water System Association that it will be to the best interest of the organization and those sponsoring same and to be benefited thereby, that said organization be incorporated under the laws of the State of Mississippi, as a non-profit, non-share corporation.

Be it further resolved that said organization shall be incorporated, and that Earl Wiggs, Mrs. Claude Elliott, and Mrs. Joe McMillin, all of Chalybeate, Mississippi, are hereby selected, designated and authorized by

this organization, by this resolution entered on its minutes, to apply for a Charter of Incorporation of this organization as a non-profit, non-share corporation under the laws of the State of Mississippi, and this shall be their authority for so doing.

Graham Hudson seconded the motion for the adoption of the resolution, whereupon, a vote of the members present was taken and said resolution was unanimously adopted.

ORDERED, ADOPTED and RESOLVED, this the 25th day of January, 1965.

Paul Wiggs
President

ATTEST:

Mrs. Joe McMillan
Secretary

The organization then took up the matter of creating, establishing and constructing a rural water system in the community of Chalybeate and the surrounding rural area, and after a thorough and general discussion, Paul Smith offered the following resolution:

RESOLUTION AUTHORIZING THE BOARD
OF DIRECTORS AND ITS LEGAL REPRESENTATIVES
TO TAKE ALL NECESSARY STEPS IN
PROCURING A LOAN FROM THE
FARMERS HOME ADMINISTRATION
FOR THE PURPOSE OF CONSTRUCTING A
RURAL WATER SYSTEM

WHEREAS, the Farmers Home Administration has granted tentative approval to said Association for a loan not to exceed $100,000 for the establishment and construction of a rural water system in the community of Chalybeate, Mississippi; and

WHEREAS, it appears that it will be necessary for the Board of Directors, its attorney and engineer to take certain steps and execute certain instruments in obtaining said loan, and whereas, it would be to

the best interests, health and welfare of said Chalybeate Water System Association and its members if said loan from the Farmers Home Administration were procured and said water system established.

NOW THEREFORE, be it ordered, adopted and resolved that the Board of Directors of the Chalybeate Water System Association, the attorney and the engineer for said Board to take the necessary steps and do all things necessary and proper in obtaining and procuring said loan from the Farmers Home Administration for the establishment of said rural water system, and this resolution spread on the minutes of said Association shall be their authority for so doing.

Hugh Hudson seconded the motion for the adoption of the resolution, whereupon, a vote of the members present was taken and said resolution was unanimously adopted.

ORDERED, ADOPTED and RESOLVED, this the 25th day of January, 1965.

Earl Wiggs
President

ATTEST:

Mrs. Joe McMillin
Secretary

The members of said organization then entered into a general and thorough discussion relative to the establishment and construction of said rural water system.

There being no further business to come before the membership at this time, on motion duly made, seconded and carried, the president declared the meeting adjourned.

Respectfully submitted, this the 25th day of January, 1965,

Earl Wiggs
Earl Wiggs, President

ATTEST:

Mrs. Joe McMillin
Mrs. Joe McMillin, Secretary

CERTIFICATE

I, Mrs. Joe McMillin, the duly qualified, elected and acting secretary of the Chalybeate Water System Association hereby certify that the foregoing is a true and exact of the minutes, and resolutions contained therein, relative to incorporating said association, said minutes and resolutions contained therein being duly approved and adopted unanimously by said members onthe 25th day of January, 1965, as fully as same appears upon the minutes of said association. I further certify that said incorporators are bona fide members of said Chalybeate Water System Association and are adult resident citizens of Tippah County, Mississippi.

Certified under my hand, this the 15 th day of March, 1965.

Mrs. Joe McMillin
SECRETARY

CERTIFICATE OF CHANCERY CLERK

STATE OF MISSISSIPPI
TIPPAH COUNTY

I, R. G. Miller, the duly elected, qualified and acting Chancery Clerk of Tippah County, Mississippi, hereby certify that Earl Wiggs, Mrs. Claude Elliott and Mrs. Joe McMillin are adult resident citizens of Tippah County, Mississippi, and that the foregoing minutes to which this certificate is attached is a true and exact copy of the original minutes, as same is spread on the minutes of the Chalybeate Water System Association.

Certified under my hand and official seal of office, this the 15 th day of March, 1965.

R. G. Miller
Chancery Clerk

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Received at the office of the Secretary of State, this the 11th day of March A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Eldon Rodgers
SECRETARY OF STATE.

Jackson, Miss.,

March 16, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLeod
Assistant Attorney General.

BOOK 150 PAGE 79

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

TIPLERSVILLE DEVELOPMENT 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 17th day of March A. D., 1965.

Paul B Johnson

Governor

By the Governor

Secretary of State

CHARTER OF INCORPORATION OF

TIPLERSVILLE DEVELOPMENT ASSOCIATION, INC.

(1) The corporate title of said company is:

TIPLERSVILLE DEVELOPMENT ASSOCIATION, INC.

(2) The names and post office addresses of the incorporators, all of whom are adult resident citizens of the State of Mississippi and authorized by said organization on its minutes to apply for said charter, are as follows:

Sam H. Moore, Tiplersville, Mississippi
J. C. Griffin, Tiplersville, Mississippi
Bobby P. Martin, Tiplersville, Mississippi

(3) The domicile of the corporation is at Tiplersville, in Tippah County, State of Mississippi.

(4) The corporation is a non-profit corporation and no shares of stock are to be issued.

(5) The period of existence of the corporation shall be perpetual.

(6) The specific purposes for which this corporation is created are to associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end to construct, maintain and operate a private water system for the supplying of water for domestic, livestock and garden purposes to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation, maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

Other purposes for which this corporation is created are to borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security

therefor in any manner permitted by law; to acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become a member or a stockholder of any corporation or association engaged in any related activities; to buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof; to establish reserves and to invest the funds thereof in stocks, bonds and other property as the board of trustees may deem satisfactory; to levy assessments in such manner and in such amount as may be provided in the by-laws of this corporation; to have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act under which this corporation is incorporated.

The following rights and powers, all of which are reasonably necessary to accomplish the foregoing stated purpose of the Association being incorporated, are to be exercised by the corporation. The corporation shall have the right and power to take charge of, rent, lease or purchase, and hold and mortgage any and all property, real or personal, that at any time or in any manner comes to or vests in the corporation for any purpose whatsoever, not contrary to law, whether the corporation receives such property by purchase, gift, grant, devise or otherwise; to buy, sell, hold, build, lease or rent buildings, water equipment, and fire equipment; and furnish and maintain same; to mortgage or otherwise encumber or dispose of any such property as the necessities of the corporation may require; to borrow or raise money for the purposes of the corporation, and from time to time, make, execute and issue promissory notes, drafts, bills or evidences of indebtedness, and to secure the payment thereof and the interest thereon by mortgages upon pledges, conveyances and assignments

in trust of the whole or any part of the property of the corporation, and to sell or pledge or dispose of the property or obligations of the corporation, to enter into contracts to benefit said corporation relative to its operation and purposes, and to do such other things as are necessary and proper, which are not contrary to law, to further and promote the general welfare and development of the corporation, its members and the peoph of the Village of Tiplersville, Tippah County, Mississippi, and surrounding rural areas, including the adoption of proper by-laws, which are not contrary to law, in order that the corporation may effectively and efficiently carry out its stated purposes.

The corporation shall also have the rights and powers to establish reserves and to invest the funds thereof in stocks, bonds and other property as the Board of Directors may deem satisfactory; and to levy assessments in such manner and in such amount as may be provided in by-laws of this corporation.

The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

The Association is a non-profit, non-sectarian, non-political organization, and no part of any net earnings shall enure to the benefit of any member or officer of said association.

This application for Charter of Incorporation is made under Section 5310.1, Mississippi Code Annotated of 1942, Recompiled; Laws, 1962, Chapters 229 and 230.

(7) The names and addresses of the members of the initial Board of Trustees who shall hold office until the first annual meeting of the members, and until their successors have been elected and qualified as provided in the by-laws, are:

Sam H. Moore, Tiplersville, Mississippi

Burkitt Ray Hopper, Tiplersville, Mississippi

Bobby P. Martin, Tiplersville, Mississippi

William Leroy Tomlinson, Tiplersville, Mississippi

[illegible], Tiplersville, Mississippi

[illegible], Tiplersville, Mississippi

J. C. Griffin, Tiplersville, Mississippi

The Initial Board of Trustees shall have the direction of the affairs of the corporation and shall meet within five (5) days after the issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws, and taking such other action as necessary to perfect the organization of the corporation, and make a report thereof. Thereafter, by-laws may be amended and officers elected as provided by such by-laws.

(8) Such 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 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.

(9) This instrument when signed by each of the incorporators and acknowledged by each before a notary public or other officer authorized by law to take acknowledgments shall be filed with the Secretary of State of Mississippi at any time thereafter within six (6) months of the date of the last acknowledgment.

Sam H. Moore

Bobby P. Martin

J. C. Griffin

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

TIPPAH COUNTY

This day, personally appeared before me, the [illegible] authority, in and for said County and State, the [illegible] Sam S. Moore and Bobby F. Martin, incorporators of the Tipleraville Development Association, Inc., each of whom after being by me first duly sworn, states on his oath that he is an adult resident citizen of the State of Mississippi, a member of the Tipleraville Development Association, Inc., and is [illegible] by said organization on its minutes to apply for the [illegible] Charter of Incorporation; and who each acknowledged [illegible] signed and delivered the foregoing Articles of Incorporation as his true act and deed on this, the 5 day of March, [illegible]

Given under my hand and official seal on this, the 5 day of March, 1965.

Fred E. Moore
Notary Public

SEAL

My commission expires:
March 31, 1968

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

COUNTY

This day, personally appeared before me, the undersigned authority, in and for said County and State, the within named J. G. Griffin, an incorporator of the Tiplersville Development Association, Inc., who, after being by me first duly sworn, states on his oath that he is an adult resident citizen of the State of Mississippi, a member of the Tiplersville Development Association, Inc., and is authorized by said organization on its minutes to apply for the foregoing Charter of Incorporation; and who acknowledges that he signed and delivered the foregoing Articles of Incorporation as his true act and deed on this, the 8 day of March, 1965.

Given under my hand and official seal on this, the 8 day of March, 1965.

Fred E. Moore
Notary Public

SEAL

My commission expires:
March 21, 1968

Senate Bill No. 1667

AN ACT TO AMEND SECTION 5310.1, MISSISSIPPI CODE OF 1942, RECOMPILED, TO AUTHORIZE CORPORATIONS TO PROVIDE UNIFORM, LOW COST, MULTI-FAMILY HOUSING; AND FOR RELATED PURPOSES.

BE IT ENACTED BY THE LEGIBLATURE OF THE STATE OF MISSISSIPPI:

SECTION 1. Section 5310.1, Mississippi Code of 1942, Recompiled, is amended to read as follows:

5310.1. Same - Nonprofit nonshare corporations - repeal of earlier law.

1. The local lodges, chapters or councils, by whatever name known, of the Masons, Odd Fellows, Knights of Pythias, Elks, Woodmen of the World, and other fraternal organizations, together with temperance societies and charitable associations, schools, churches, literary institutions, lyceum associations, religious societies, fire companies, mechanics associations, fair associations, agricultural societies, civic improvement societies, associations for the establishment of college scholarships on a long-term payment plan, corporations to own and operate rural waterworks systems, rural sewage disposal systems, to provide uniform low cost multi-family housing, cemeteries and corporations for dental services, medical and surgical p[illegible]ces or for establishing, maintaining and operating local clinical, pathological, medical or surgical research laboratories, hospitals, institutions of learning, and gymnasiums, may likewise be incorporated on the application of any three (3) members, all of whom shall be adult resident citizens of the State of Mississippi, authorized by any of the said organizations, in its minutes, to apply for the charter.

2. The three (3) persons authorized as above provided shall prepare an instrument to be styled: "The charter of incorporation of (naming corporation)," and containing in appropriate paragraphs the following information: (1) the corporate title of said company; (2) the names and post office addresses of the incorporators; (3) the domicile of the corporation in this state; (4) a statement that the corporation is nonprofit and that no shares of stock are to be issued; (5) the period of existence shall be stated as perpetual; (6) the purposes for which the corporation is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated; (7) 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 explusion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of al

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) said instrument, when signed by each of the incorporators and acknowledged by each before a notary public or other officer authorized by law to take acknowledgments may be filed with the Secretary of State at any time thereafter within six (6) months of the date of the last acknowledgment. The Secretary of State, upon receipt of such instrument, shall endorse upon it the following:

"Received at the office of the Secretary of State this, the _____ day of _____, A.D., _____, together with the sum of $_____ deposited to cover the recording fee and referred to the Attorney General for his opinion.

(Signed) _____
Secretary of State"

Upon receipt of the foregoing application from the Secretary of State, the Attorney General, or his assistants at his direction, may, in his discretion, make such investigation as he may deem necessary to determine in his opinion whether the issuance of the charter to the corporation as applied for is contrary to the best interest of the State of Mississippi, and the applicants and all persons interested in such application shall cooperate with the Attorney General; and thereupon, should he be of the opinion that the issuance of the charter as applied for is not to the best interest of the State of Mississippi, even though the application on its face is not violative of the Constitution or the Laws of the State of Mississippi, he shall prepare and submit to the Governor of the State of Mississippi his opinion why the issuance of such charter would not be to the best interest of the State of Mississippi, and which shall be by separate document accompanying the application.

The Attorney General shall not be liable officially or individually in libel, slander, or in any other action in any way because of such opinion or its contents or in connection therewith.

The Attorney General shall without unreasonable delay refer the same to the Governor for his approval or disapproval. The Governor shall return it to the Secretary of State with his action endorsed thereon. If he approves it, the Secretary of State shall record it in the record kept in his office for that purpose, and certify to the same under the great seal of this state, and transmit it to the applicants; if the Governor disapproves

it, the Secretary of State shall file it in his office and notify the applicants of the disapproval and state the reasons therefor. If within thirty (30) days after the Secretary of State has mailed the said notice they have not amended it so as to meet the approval of the Governor, the Secretary of State shall return the fee to the applicants, less the sum of Three Dollars ($3.00), which shall be paid into the State Treasury for "charters examined, disallowed and filed."

The powers specified in the charter shall, by the approval of the charter, be vested in the corporation and it shall thereupon go into operation; provided, however, before any such corporation shall construct, operate or maintain a water transmission or distribution system for the sale of water to the public it shall obtain a certificate of public convenience and necessity from the Public Service Commission, pursuant to the provision of Chapter 372 of the General Laws of 1956 of the State of Mississippi.

The powers specified in the charter shall, by the approval of the charter, be vested in the corporation and it shall thereupon go into operation.

All such charters, whether heretofore or hereafter granted, are and shall be designated as nonprofit nonshare corporations, and the terms of all such charters, whether heretofore or hereafter granted, shall be perpetual, provided, nevertheless, that same shall be subject at all times to alteration, amendment or repeal.

3. Each provision of this act is hereby declared to be severable and in the event any word, portion, or clause of this act be held to be unconstitutional, such shall not affect or invalidate the remaining portion thereof.

SECTION 2. This act shall take effect and be in force from and after its passage.

APPROVED
March 23, 1964

MINUTES OF THE SPECIAL MEETING OF THE TIPLERSVILLE DEVELOPMENT ASSOCIATION OF THE VILLAGE OF TIPLERSVILLE, TIPPAH COUNTY, MISSISSIPPI, HELD MARCH 5, 1965, FOR THE PURPOSE OF AUTHORIZING INCORPORATION OF SAID ORGANIZATION AND FURTHER AUTHORIZING THE OFFICERS AND DIRECTORS TO TAKE ALL NECESSARY STEPS IN PROCURING A LOAN FROM THE FARMERS HOME ADMINISTRATION FOR THE PURPOSE OF CREATING, ESTABLISHING AND CONSTRUCTING A WATER SYSTEM IN THE VILLAGE OF TIPLERSVILLE AND SURROUNDING RURAL AREA

BE IT REMEMBERED, that the membership of the Tiplersville Development Association of Tiplersville, Mississippi, met at a specially called meeting at 7:00 p.m. on the 5th day of March, 1965, in the "Church of Christ" at Tiplersville, Mississippi, with 30 members of said organization present and participating in the proceedings. That Sam H. Moore, duly elected president of the organization, presided over the meeting and Bobby P. Martin, duly elected secretary of said organization, performed the duties of recording secretary, both of them having been previously elected to these respective positions by unanimous vote of the members present at a previous meeting.

That after a general discussion and mature consideration of the various problems which presented themselves and the proposed program of work relative to establishing and obtaining a rural water system in said community, and the best method of furthering same, B. R. Hopper offered the following resolution in writing and moved its adoption:

RESOLUTION OF THE TIPLERSVILLE DEVELOPMENT ASSOCIATION RELATIVE TO INCORPORATING THE ORGANIZATION

It be and is hereby resolved by the Tiplersville Development Association that it will be to the best interest of the organization and those sponsoring same and to be benefited thereby, that said organization be incorporated under the laws of the State of Mississippi, as a non-profit, non-share corporation.

Be it further resolved that said organization shall be incorporated, and that Sam H. Moore, J. C. Griffin, and Bobby P. Martin, all of Tiplersville, Mississippi, are hereby selected, designated and authorized by

this organization, by this resolution entered on its minutes, to apply for a Charter of Incorporation of this organization as a non-profit, non-share corporation under the laws of the State of Mississippi, and this shall be their authority for so doing.

W. L. Tomlinson seconded the motion for the adoption of the resolution, whereupon, a vote of the members present was taken and said resolution was unanimously adopted.

ORDERED, ADOPTED AND RESOLVED, this the 5th day of March, 1965.

/s/ Sam H. Moore
President

ATTEST:

/s/ Bobby P. Martin
Secretary

The organization then took up the matter of creating, establishing and constructing a rural water system in the community of Tiplersville and the surrounding rural area, and after a thorough and general discussion, W. L. Tomlinson offered the following resolution:

RESOLUTION AUTHORIZING THE BOARD OF DIRECTORS AND ITS LEGAL REPRESENTATIVES TO TAKE ALL NECESSARY STEPS IN PROCURING A LOAN FROM THE FARMERS HOME ADMINISTRATION FOR THE PURPOSE OF CONSTRUCTING A RURAL WATER SYSTEM

WHEREAS, the Farmers Home Administration has granted tentative approval to said Association for a loan not to exceed $140,000 for the establishment and construction of a rural water system in the community of Tiplersville, Mississippi; and

WHEREAS, it appears that it will be necessary for the Board of Directors, its attorney and engineer to take certain steps and execute certain instruments

in obtaining said loan, and whereas, it would be to the best interests, health and welfare of said Tiplersville Development Association and its members if said loan from the Farmers Home Administration were procured and said water system established.

NOW THEREFORE, be it ordered, adopted and resolved that the Board of Directors of the Tiplersville Development Association, the attorney and the engineer for said Board to take the necessary steps and do all things necessary and proper in obtaining and procuring said loan from the Farmers Home Administration for the establishment of said rural water system, and this resolution spread on the minutes of said Association shall be their authority for so doing.

James Rutledge seconded the motion for the adoption of the resolution, whereupon, a vote of the members present was taken and said resolution was unanimously adopted.

ORDERED, ADOPTED and RESOLVED, this the 5th day of March, 1965.

/s/ Sam H. Moore
President

ATTEST:

/s/ Bobby P. Martin
Secretary

The members of said organization then entered into a general and thorough discussion relative to theestablishment and construction of said rural water system.

There being no further business to come before the membership at this time, on motion duly made, seconded and carried, the president declared the meeting adjourned.

Respectfully submitted, this the 5th day of March, 1965,

ATTEST:

/s/ Sam H. Moore
Sam H. Moore, President

/s/ Bobby P. Martin
Bobby P. Martin, Secretary

CERTIFICATE

I, Bobby P. Martin, the duly qualified, elected and acting secretary of the Tiplersville Development Association, Inc., hereby certify that the foregoing is a true and exact copy of the minutes and resolutions contained therein, relative to incorporating said Association, said minutes and resolutions contained therein being duly approved and adopted unanimously by said members on the 5th day of March, 1965, as fully as same appears upon the minutes of said Association. I further certify that said incorporators are bona fide members of said Tiplersville Development Association, Inc., and are adult resident citizens of Tippah County, Mississippi.

Certified under my hand, this the 15th day of March, 1965.

Bobby P. Martin, Secretary

CERTIFICATE OF CHANCERY CLERK

STATE OF MISSISSIPPI
TIPPAH COUNTY

I, R. G. Miller, the duly elected, qualified and acting Chancery Clerk of Tippah County, Mississippi, hereby certify that Sam H. Moore, J. C. Griffin and Bobby P. Martin are adult resident citizens of Tippah County, Mississippi, and that the foregoing minutes to which this certificate is attached is a true and exact copy of the original minutes, as same are spread on the minutes of the Tiplersville Development Association, Inc.

Certified under my hand and official seal of office, this the 15th day of March, 1965.

Chancery Clerk

Received at the office of the Secretary of State, this the 9th day of March A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Arthur Ladner
SECRETARY OF STATE.

Jackson, Miss.,

March 16, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin A. McLendon
Assistant Attorney General.

C-64

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State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

DOUBLE SPRINGS COMMUNITY WATER 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 17th day of March A. D., 1965.

Paul B Johnson
Governor

By the Governor

Heber Ladner
Secretary of State

DOUBLE SPRINGS COMMUNITY WATER ASSOCIATION

MINUTES OF SPECIAL MEETING HELD JANUARY 28, 1965

A special meeting of the members of the Double Springs Community Water Association was held at 7:30 P.M. in the Double Springs Baptist Church, Oktibbeha County, Mississippi. The meeting was called to order by the President and it was determined that a quorum was present. The members were advised of the procedure to be followed in organizing a non-profit corporation for the purpose of establishing a rural waterwork system.

After a full discussion, it was the unanimous opinion of those present that the Double Springs Community Water Association should own and operate a rural waterwork system and that it should apply for a charter. On motion made, seconded and unanimously passed, M. S. Fulgham, M. R. Dewberry, W. R. Buckner, Jr., Hubert E. Fulgham, and Earl G. McIlwain, each being adult resident citizens of Oktibbeha County, Mississippi, were authorized to apply for a Charter of Incorporation for the Double Springs Community Water Association, Inc. under Section 5310.1 of the Mississippi Code of 1942, recompiled.

On motion duly made, seconded and unanimously passed, the following additional resolution was unanimously approved: "The initial board of trustees shall have the direction of the affairs of the corporation and shall meet within 5 days after issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws and taking such other action as necessary to perfect the organization of the corporation and make a report thereof. Thereafter by-laws may be amended and officers elected as provided in such by-laws."

There being no further business to come before the members of the Association, the meeting was adjourned.

M. S. Fulgham
Secretary

CERTIFICATE

I, M. S. Fulgham, Secretary of the Double Springs Community Water Association do hereby certify that the above and foregoing constitutes a true, correct and compared copy of the minutes of the members of the Association of the Double Springs Community Water Association as adopted at its special meeting on January 28, 1965, and as the same appears of record in the minutes of said Association, which are in the custody of the undersigned.

Certified this the 8th day of March, 1965.

M. S. Fulgham
Secretary

j. The names and addressed of the members of the initial board of trustees who shall hold office until the first annual meeting of the members, and until their successors shall have been elected, and qualified, as provided in the by-laws, are:

M. S. Fulgham	Route 1	Maben, Mississippi
M. R. Dewberry	Route 1	Maben, Mississippi
W. R. Buckner, Jr.	Route 1	Maben, Mississippi
Hubert E. Fulgham	Route 1	Maben, Mississippi
Earl G. McIlwain	Route 1	Maben, Mississippi

The initial board of trustees shall have the direction of the affairs of the corporation and shall meet within 5 days after issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws and taking such other action as necessary to perfect the organization of the corporation and make a report thereof. Thereafter by-laws may be amended and officers elected as provided in such by-laws.

BOOK 150 PAGE 98

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

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

THE CHARTER OF INCORPORATION OF

DOUBLE SPRINGS COMMUNITY WATER ASSOCIATION, INC.

1. The corporate title of said company is:

DOUBLE SPRINGS COMMUNITY WATER ASSOCIATION, INC.

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
M. S. Fulgham	Route 1	Maben,	Mississippi
M. R. Dewberry	Route 1	Maben,	Mississippi
W. R. Buckner, Jr.	Route 1	Maben,	Mississippi
Hubert E. Fulgham	Route 1	Maben,	Mississippi
Earl G. McIlwain	Route 1	Maben,	Mississippi

Each incorporator being an adult resident citizen of Oktibbeha County, Mississippi.

3. The domicile is at c/o Fulgham's Grocery, Route 1, Maben, Mississippi
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This charter is for a non-profit, non-share rural water system corporation. There is to be no stock issued in this corporation.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

a. To own and operate a rural water system.

b. To associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end to construct, maintain and operate a private water system for the supplying of water for domestic, livestock and garden purposes, and for all other purposes not contrary to law, to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation, maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

c. To borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

d. To acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become a member or a stockholder of any corporation or association engaged in any related activities.

e. To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof.

f. To establish reserves and to invest the funds thereof in stocks, bonds and other property as the board of trustees may deem satisfactory.

g. To levy assessments in such manner and in such amount as may be provided in the by-laws of this corporation.

h. To have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act under which this corporation is incorporated.

i. The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

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NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Hubert E. Fulgham
M. S. Fulgham
W. R. Buckner Jr.
M. R. Dewberry
Earl G. McIlwain

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of Oktibbeha

This day personally appeared before me, the undersigned authority M. S. Fulgham, M. R. Dewberry, W. R. Buckner, Jr., Hubert E. Fulgham and Earl G. McIlwain, _____, _____, incorporators of the corporation known as the Double Springs Community Water 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 13th day of March, 1965.

Bert Williams - Notary Public
My Comm Expires: 1-26-66

STATE OF MISSISSIPPI
County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____, incorporators of the corporation known as the _____ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 19____.

_____

Received at the office of the Secretary of State this the 15th day of March A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., March 15, 1965

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

Joe T. Patterson
Attorney General

By Martin R. McLendon
Assistant Attorney General

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

BOOK 150 PAGE 101

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

KIWANIS CLUB OF HATTIESBURG CHILDREN'S SERVICE FUND, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 17th day of March A. D., 1965.

Paul B. Johnson
Governor

By the Governor

Heber Ladner
Secretary of State

RESOLUTION

WHEREAS, the Kiwanis Club of Hattiesburg, Mississippi, has for many years provided through its Childrens' Service Fund for the care, treatment, education and support of underprivileged children and for the assistance of all youth to adjust themselves to their existing environment and to the demands which they may encounter and in their selection of proper and suitable vocations; and,

WHEREAS, under the United States Internal Revenue Code and the regulations issued pursuant thereto, the funds collected and contributed for such activities are not exempt from taxation and do not constitute valid tax deductions unless the organization sponsoring the same has qualified with the Internal Revenue Service as an exempted organization; and,

WHEREAS, the Board of Directors of the Kiwanis Club of Hattiesburg, Mississippi, has determined that in order to facilitate compliance with the regulations governing such exempt organizations it would be desirable for the functions and activities of the Childrens' Service Fund to be conducted by a nonprofit, nonshare corporation, organized and incorporated pursuant to Miss. Code Ann. § 5310.1 (1942);

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Kiwanis Club of Hattiesburg, Mississippi, that T. Lewis Fowler, John H. Morgan and James F. McKenzie be, and they are hereby, authorized and directed to file an application with the Secretary of State of the State of Mississippi for a Charter of Incorporation for a nonprofit, nonshare corporation which shall be known as "Kiwanis Club of Hattiesburg Childrens' Service Fund, Inc." and said T. Lewis Fowler, John H. Morgan and James F. McKenzie are hereby further authorized and empowered to execute any and

all instruments deemed by them necessary, convenient or appropriate to effectuate such incorporation.

(END OF RESOLUTION)

CERTIFICATE

I, the undersigned JOHN H. MORGAN, Secretary of the Kiwanis Club of Hattiesburg, a Mississippi corporation, do hereby certify that the above and foregoing is a true, complete and correct copy of a resolution unanimously adopted by the Board of Directors of the Kiwanis Club of Hattiesburg, Mississippi, at a special meeting thereof held on Tuesday, December 22, 1964, as the same appears in the Minute Book of said corporation in my care and custody.

WITNESS my signature on this 22d day of December, A. D., 1964.

JOHN H. MORGAN

ARTICLES OF INCORPORATION OF KIWANIS CLUB OF HATTIESBURG CHILDREN'S SERVICE FUND, INC.

1. The name of the corporation shall be Kiwanis Club of Hattiesburg Children's Service Fund, Inc.

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

   (a) T. Lewis Fowler
   7 Cherokee Circle
   Hattiesburg, Mississippi

   (b) John H. Morgan
   217 South 20th Avenue
   Hattiesburg, Mississippi

   (c) James F. McKenzie
   400 South 22d Avenue
   Hattiesburg, Mississippi

   all of whom are adult resident citizens of the State of Mississippi.

3. The domicile of the corporation shall be 217 South 20th Avenue, Hattiesburg, Forrest County, Mississippi.

4. This corporation does not contemplate the distribution of gains, profits or dividends to the members thereof, and is organized for non-profit purposes; no part of any net earnings or assets thereof shall inure to the benefit of any member or any other individual and no shares of stock are to be issued by it.

5. The corporation shall have perpetual existence.

6. The purpose for which the corporation is created shall be to provide funds for the care, treatment, education and support of underprivileged children, to assist all worthy youth in obtaining vocational excellence, and to aid handicapped persons in regaining happy, useful lives; to expend its funds for the care, treatment and rehabilitation of underprivileged children; to furnish funds to schools, hospitals, or other institutions, or to individuals, associations, or groups, for the care, treatment, education, and support of such children, and for the purpose of research into such care, treatment and education; to pay the costs of transportation, care and treatment of such persons as may be suitable; to carry on programs of education, sports, hobbies, vocational guidance and other activities among children and young people for the purposes of furnishing wholesome recreation or other activities for such persons; to combat juvenile delinquency by any appropriate means; to raise funds for providing scholarships to needy students, and to make such scholarships available either as gifts or as loans; to raise and collect funds necessary for the carrying out of any of its purposes by any lawful means; to do all things and have all powers granted or allowed under the laws of the State of Mississippi to non-profit, non-share corporations; to do every act and thing

necessary to carry out and attain the above specified purposes to the same extent as natural persons might or could do; and to conduct all of its said business without pecuniary profit to any of its members.

7. The authorized number and qualification of members of the corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof shall be set forth in the bylaws of said corporation.

8. In the event of the dissolution or winding up of this corporation, after paying or adequately providing for the debts or obligations of this corporation, the directors, or persons in charge of liquidation, shall grant, convey, assign and transfer the remaining assets of this corporation unto:

(1) A state, a territory, a possession of the United States, or any political subdivision of any of the foregoing; or to the United States or the District of Columbia, to be used exclusively for public purposes.

(2) A corporation, trust, or community chest, fund or foundation:

(a) Created or organized in the United States or in any possession thereof, or under the law of the United States, any state or territory, the District of Columbia, or any possession of the United States;

(b) Organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals;

(c) No part of the net earnings of which inures to the benefit of any private shareholder or individual; and

(d) No substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

The assets transferred to any organization listed above shall be used within the United States, or any of its possessions, exclusively for the purposes specified in subparagraph (b).

No such organization listed above shall qualify for distribution unless such organization shall be an organization, association, fund, or foundation organized and operated exclusively for charitable, religious, scientific or educational purposes which is a tax-exempt, non-profit corporation under the United States Internal Revenue Code, and which is recognized as such by the United States Bureau of Internal Revenue.

If the corporation holds any assets in trust at the time of dissolution thereof, such assets shall be disposed of in such manner as may bedirected by decree of the Chancery Court in the county in which the dissolved corporation had its principal office, upon petition therefor by any person concerned in the liquidation.

WITNESS the signatures of the duly authorized incorporators on this 9th day of March, A.D., 1965.

T. LEWIS FOWLER

JOHN H. MORGAN

JAMES F. McKENZIE

STATE OF MISSISSIPPI

COUNTY OF FORREST

Personally appeared before me, the undersigned authority in and for said state and county, the within named T. LEWIS FOWLER, JOHN H. MORGAN and JAMES F. McKENZIE, who each acknowledged that they signed, executed and delivered the above and foregoing instrument on the day and year therein mentioned.

GIVEN under my hand and official seal on this 9th day of March, A.D., 1965.

NOTARY PUBLIC

MY COMMISSION EXPIRES:

Notary Public, Forrest County, Mississippi
My Commission Expires May 15, 1968

Received at the office of the Secretary of State, this the 12th day of March A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Miss.,

March 15, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLendon
Assistant Attorney General.

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BOOK 150 PAGE 109

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

NATCHEZ-ADAMS COUNTY TAXPAYERS RESEARCH 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 March A. D., 1965.

Paul B. Johnson
Governor

By the Governor

Secretary of State

MINUTES OF ORGANIZATIONAL MEETING OF NATCHEZ-ADAMS COUNTY TAXPAYERS RESEARCH ASSOCIATION

A meeting was held at 106 North Pearl Street, Natchez, Adams County, Mississippi, on the 15th day of February, 1965, at 4:30 P.M., for the purpose of organizing a civic association, with the following persons being present:

John T. Green, Andrew L. Peabody, William J. Feltus, Jr., A. S. Hudnall, George Pool, G. W. Gulmon, Robert Odom, and Adrian Lee, all of Natchez, Adams County, Mississippi.

Andrew L. Peabody was elected Chairman of the meeting and Adrian Lee was elected Secretary.

A discussion was held regarding a proposal by Andrew L. Peabody to form an association of persons in Natchez, Adams County, Mississippi, toward bettering the public affairs of the City of Natchez and County of Adams.

A discussion was generally held regarding this proposal.

Upon motion made, seconded and unanimously carried, all of the above named persons voted to join and did join in to form an association, to be known as the Natchez-Adams County Taxpayers Research Association, to carry out the following purposes:

> The general purposes shall be to advance the civic interests of Adams County, Mississippi; to promote integrity and good faith among the citizens of Adams County; to encourage active participation in all things pertaining to the operation of city and county governments in Natchez and Adams County, Mississippi; to uphold the principles of good government and to co-operate with all organizations engaged in worthwhile endeavors affecting public affairs; to encourage the application of the highest ethical standards in local government and to endeavor, by the exchange of methods, ideas and information, to increase efficiency in both city and county governments; to obtain and collect information about, and to conduct research in, the affairs of Natchez and Adams County, Mississippi; to promote efficiency and economy in the administration of public affairs by making such information and research available to the officials and citizens of Natchez and

Adams County, Mississippi; to encourage economy and efficiency in the conduct of public affairs by elected officials of Natchez and Adams County, Mississippi, and their compliance with statutes and ordinances governing the performance of their duties; to develop an interest on the part of its members and the citizens of Adams County in participating and voting in local, state and national elections; and to encourage and foster the active interest of its members in the civic affairs of the community; to institute appropriate legal proceedings, on behalf of its members, to recover monies unlawfully expended by officials of the hereinabove referenced county and city; and to do any and all things usual and standard in an organization of this type not prohibited by law.

Its plan of operation shall be to provide facilities for making research and statistics in public affairs; and the publication thereof so as to sustain the interest of its members and secure intelligent action on the part of its members in the accomplishment of its general purposes. It shall not be partisan or political.

To receive funds by members' subscriptions, or otherwise, for the purposes hereinabove set forth.

Upon motion duly made, seconded and carried, the following resolution was unanimously adopted:

"RESOLVED, that John T. Green, Andrew L. Peabody and William J. Feltus, Jr., all adult resident citizens of Natchez, Adams County, Mississippi, and members of the Natchez-Adams County Taxpayers Research Association, be, and they hereby are, authorized, directed and empowered, as incorporators, to make application to the State of Mississippi for the grant of a charter to the Natchez-Adams County Taxpayers Research Association containing the purposes as hereinabove set forth."

There being no further business, the meeting was adjourned.

Andrew L. Peabody
CHAIRMAN

Adrian Lee
SECRETARY

CERTIFICATE

It is hereby certified that the above and foregoing is a true and correct copy of a resolution adopted by the Natchez-Adams County Taxpayers Research Association at a meeting called and held on the 15th day of February, 1965, at which meeting the above listed citizens were present and voting.

IN TESTIMONY WHEREOF, witness my signature this the 12th day of March, 1965.

Adrian Lee
SECRETARY

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

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

THE CHARTER OF INCORPORATION OF

NATCHEZ-ADAMS COUNTY TAXPAYERS RESEARCH ASSOCIATION

1. The corporate title of said company is: Natchez - Adams County Taxpayers Research Association.

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
John T. Green	407 S. Commerce Street	Natchez	Mississippi
Andrew L. Peabody	Lower Woodville Road	Natchez	Mississippi
William J. Feltus, Jr.	370 Seargent S.Prentiss	Natchez	Mississippi

Each incorporator is an adult resident citizen of the State of Mississippi.

3. The domicile is at 106 North Pearl Street, Natchez, Mississippi
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.) This corporation is a non-profit, non-political corporation; no shares of stock shall be issued; the type of organization is to obtain and assemble information and conduct research in public affairs in Natchez and Adams County, Mississippi, and the political subdivisions thereof.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The general purposes shall be to advance the civic interests of Adams County, Mississippi; to promote integrity and good faith among the citizens of Adams County; to encourage active participation in all things pertaining to the operation of city and county governments in Natchez and Adams County, Mississippi; to uphold the principles of good government and to co-operate with all organizations engaged in worthwhile endeavors affecting public affairs; to encourage the application of the highest ethical standards in local government and to endeavor, by the exchange of methods, ideas and information, to increase efficiency in both city and county governments; to obtain and collect information about, and to conduct research in, the affairs of Natchez and Adams County, Mississippi; to promote efficiency and economy in the administration of public affairs by making such information and research available to the officials and citizens of Natchez and Adams County, Mississippi; to encourage economy and efficiency in the conduct of public affairs by elected officials of Natchez and Adams County, Mississippi, and their compliance with statutes and ordinances governing the performance of their duties; to develop an interest on the part of its members and the citizens of Adams County in participating and voting in local, state and national elections; and to encourage and foster the active interest of its members in the civic affairs of the community; [redacted] and to do any and all things usual and standard in an organization of this type not prohibited by law.

Its plan of operation shall be to provide facilities for making research and statistics in public affairs; and the publication thereof so as to sustain the interest of its members and secure intelligent action on the part of its members in the accomplishment of its general purposes. It shall not be partisan or political.

To receive funds by members' subscriptions, or otherwise, for the purposes hereinabove set forth.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: [signature]
[signature]
[signature]

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of Adams

This day personally appeared before me, the undersigned authority John T. Green Andrew L. Peabody, and William J. Feltus, Jr.,

incorporators of the corporation known as the Natchez-Adams County Taxpayers Research 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 12th day of March, 1965.

My Commission expires: Jan. 14, 1969

[signature] NOTARY PUBLIC

STATE OF MISSISSIPPI
County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 15th day of March A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[signature]
Secretary of State

Jackson, Miss., March 19, 1965

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

Joe T. Patterson
Attorney General

By Martin R. McLendon
Assistant Attorney General

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

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BOOK 150 PAGE 117

State of Mississippi

Office of Secretary of State
Jackson

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

THE CITY OF

HAZLEHURST, MISSISSIPPI

was pursuant to the provisions of the laws of Mississippi recorded in the Records of Incorporations in this office, in PHOTOSTAT BOOK, NUMBER ONE-HUNDRED FIFTY, PAGES 117-122.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this TWENTY-THIRD day of March, 1965.

Heber Ladner

SECRETARY OF STATE

C-46

[redacted]

BOOK 3 6 PAGE 353

IN THE CHANCERY COURT OF COPIAH COUNTY, MISSISSIPPI

IN THE MATTER OF THE EXTENSION OF
THE BOUNDARIES OF THE CITY OF
HAZLEHURST, MISSISSIPPI NO. 16082

DECREE CONFIRMING EXTENSION OF THE BOUNDARIES OF THE CITY OF HAZLEHURST, COUNTY OF COPIAH, MISSISSIPPI

This cause coming on for hearing on this day upon petition of the City of Hazlehurst, a municipality organized and existing under the laws of the State of Mississippi, and situated in the County of Copiah, State of Mississippi, for ratification, approval and confirmation of the extension of the boundaries of said City, and the Court, after hearing and considering said petition and the evidence submitted in support thereof, finds and adjudicates as follows, to-wit:

That at a regular recessed meeting held on January 5, 1965, the Mayor and Board of Aldermen of the City of Hazlehurst, Mississippi, duly and legally adopted an ordinance extending the corporate limits and boundaries of the said City, a copy of said ordinance being attached to the aforesaid petition as Exhibit "A".

That said ordinance has been published for the time and in the manner required by law in the Copiah County Courier, a newspaper published in in the City of Hazlehurst, County of Copiah, State of Mississippi, said newspaper having been in existence for at least twelve months prior to the publication of said ordinance.

That in and by said ordinance, the territory situated in Copiah County, Mississippi, and specifically described in Section 1 of said ordinance, proposed to be included in the corporate limits of said City of Hazlehurst,

That said ordinance in Section II thereof, defines the entire boundaries of the said City of Hazlehurst, Mississippi, after the addition of said territory proposed to be annexed to said City is included in the corporate limits as required by statute.

That said ordinance describes in general terms the proposed improvements to be made in the annexed territory and the amount and extent of such improvements and the approximate time within which said improvements are to be made. Said ordinance also contains a statement of the municipal or public services which the City proposed to render immediately in said annexed territory.

That there is attached to the petition as Exhibit "B" a map or plat of the municipal boundaries of the said City of Hazlehurst as they will exist in the event such enlargement becomes effective.

That part of said territory proposed to be annexed is within three miles of the Town of Gallman, Mississippi, and that process was had upon the said Town of Gallman, Mississippi, as required by statute.

That this court has heretofore fixed a date for the hearing of the aforesaid petition and that notice of said hearing has been given to all parties interested in, affected by, or having objection to the inclusion of the said proposed territory within the corporate limits of the City of Hazlehurst, Mississippi, in the time and manner required by law; that the aforesaid notice having been given in the manner and for the time required by law and the said petition of the City of Hazlehurst, Mississippi, being in the form and manner required by law, this Court now finds that it has full and complete jurisdiction in the premises.

The Court finds that the enlargement and extension of the boundaries of the City of Hazlehurst, Mississippi, to the extent hereinafter set forth, is reasonable and is required by public convenience and necessity and that

[redacted]

reasonable public and municipal services will be rendered in the annexed territory within a reasonable time and the aforesaid proposed enlargement of the boundaries of the City of Hazlehurst, Mississippi to the extent hereinafter set forth, should be approved, ratified and confirmed.

It is, therefore, ordered, adjudged and decreed that the aforesaid proposed enlargement of the limits and boundaries of the City of Hazlehurst, Mississippi, to the extent hereinafter set forth, is reasonable and is required by public convenience and necessity and that reasonable and public municipal services will be rendered in the annexed territory within a reasonable time; and it is further ordered, adjudged and decreed that the aforesaid enlargement of the limits and boundaries of the City of Hazlehurst, Mississippi, to the extent hereinafter set forth, be, and hereby is, approved, ratified, and confirmed and that the boundaries and limits of the said City of Hazlehurst, Mississippi, are altered by the annexation of the aforesaid territory, to the extent hereinafter described, be and they hereby are, extended and enlarged so as to embrace the territory within the following described boundary of city limit line, situated in Copiah County, Mississippi, to-wit:

Beginning at the southeast corner of Section 10, Township 10 North, Range 8 East, and running thence North along the Section line in a straight line to a point 450 feet south of the intersection of the East line of Section 3, and the south right-of-way line of Mississippi Highway #28 as it now runs; thence run east and parallel to the south right-of-way line of Highway #28 to the west line of the East ½ of the East ½ of Section 2, Township 10 North, Range 8 East; thence run north to a point that is 300 feet north of the north line of Section 2, Township 10 North, Range 8 East; thence west for 4771 feet, more or less, to the West line of Section 35, Township 1 North, Range 2 West; thence north to the northeast corner of the southeast quarter of Section 34, Township 1 North, Range 2 West; thence west along the half section line in a straight line to a point 200 feet west of the west right-of-way line of U. S. Highway 51 as it is now located; thence south on a line parallel to the west right-of-way line of U. S. Highway 51 as it is now located and 200 feet west of said right-of-way line to a point 200 feet north of the north right-of-way line of Highway 28 as shown on sheet 2 of 2 of the right-of-way map of Federal Aid Project F013-1(3), Copiah County, dated 7/18/62, revised 9/6/62, 9/21/62 and 10/17/62, of record with the Mississippi Highway Commission, Jackson, Mississippi, a copy being of record with the City Clerk of the City of Hazlehurst, Mississippi, and running thence westerly on a line parallel to the north right-of-way line of said Highway 28 and 200 feet north of the said north right-of-way line of Highway 28 to the east right-of-way line of Interstate Highway 55 as shown on right-of-way map, Federal Aid Project I-55-1(11)60, dated 2/1/62, revised 5/22/62, of record with the Mississippi Highway Commission, Jackson, Mississippi, a copy being of record with the City Clerk of the City of Hazlehurst, Mississippi, and running thence southerly along said east right-of-way line of Interstate Highway 55 to where it intersects the north right-of-way line of Gallatin Road, Old Highway 20, running thence 203.54 feet south 12 degrees 51 minutes 51 seconds west; thence south 5 degrees 45 minutes 11 seconds west in a straight line to where said projection intersects the east section line of section 8, Township 10 North, Range 8 East; thence south along said section line to a point where the east section line of Section 8, Township 10 North, Range 8 East, intersects a line extended west from the south line of the present City Limits; thence east along said line to a point 200 feet west of the west right-of-way line of U. S. Highway 51 as it now exists; thence southerly along a line parallel to and 200 feet west of the west right-of-way line of U. S. Highway 51 as it now exists to the south section line of Section 9, Township 10 North, Range 8 East; thence East along said south section line of Section 9 and continuing along the south section line of Section 10, Township 10 North, Range 8 East to the East right-of-way line of the Illinois Central Railroad; thence continuing east from said point along the south section line of Section 10, Township 10 North, Range 8 East 1460 feet; thence north in a straight line to the present southern boundary of the City of Hazlehurst, Mississippi; thence east along the present southern boundary of the City of Hazlehurst, Mississippi, to where said southern boundary intersects the west right-of-way line of the Hazlehurst-Monticello Road; thence southeasterly along the west right-of-way line of said Hazlehurst-Monticello Road to the south section line of Section 10, Township 10, Range 8 East; thence east along the said south section line of Section 10, Township 10 North, Range 8 East to the point of beginning.

[redacted]

BOOK 3 G PAGE 337

Be it further ordered, adjudged and decreed that this decree shall become effective after the passage of ten days from the date hereof.

ORDERED, ADJUDGED and DECREED, this the 11th day of March, 1965.

FILED
MAR 11 1965
Mrs. Ann B. Mullen Chancery Clerk
BOYD MULLEN
Irene Tivey D.C.

[signature]
CHANCELLOR

STATE OF MISSISSIPPI }
COPIAH COUNTY }

I, BOYD MULLEN, Clerk of the Chancery Court of the above named County and State, do certify that the foregoing instrument is a true and correct copy of the original as appears in Min. Book No. 3 G, Page 333 of the records of my office.

Witness my signature and seal of court this the 16th day of March 1965

Mrs. Ann B. Mullen Chancery Clerk
By Irene Tivey D. C.

BOOK 160 PAGE 123

State of [illegible]

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

[illegible]

is hereby approved.

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

Governor

By the Governor

Secretary of State

BOOK 151 PAGE 124

RESOLUTION TO INCORPORATE

OLIVE BRANCH RECREATIONAL CLUB, INC.

BE IT REMEMBERED, that at a meeting of the members of the Olive Branch Recreational Club, Inc on the 17 the day of March, 1965, the following resolution was duly offered and passed by the members of said Club.

BE IT REMEMBERED that Carl Gargano, M. C. Herrington, Dr. B. B. Hoover, Thomas W. Jones, Percy P. Pounders, Jr., all residents of Olive Branch, De Soto County, Mississippi.

are hereby empowered and directed to incorporate Olive Branch Recreational Club, Inc., as a non-profit corporation, without capital stock, under the provisions of Seetion 5310.1, Code of Mississippi, 1942 and amendments thereto.

The said non-profit corporation shall have its object and purposes as follows:

A..To associate its members together for their mutual benefit and to further the rehabilitation of said members and to that end to acquire by donation, purchase, and to construct, maintain and operate recreational facilities for its members and to engage in any activities related thereto.

B. To borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

C. To acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become a stockholder of any corporation or association engaged in any related activities.

D. To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof.

E. To establish reserves and to invest the funds thereof in stocks, bonds and other property as the board of trustees may deem satisfactory.

F. To levy assessments in such manner and in such amount as may be provided by the by-laws of this corporation.

G. To have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incident to carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the Act of which this corporation is incorporated.

H. The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

WITNESS THE SIGNATURES OF THE INCORPORATORS, this the 16th day of March, 1965.

W.B. Hoover MD	P.O. Box 337 Olive Branch, Miss
Carl Gargano	Route 1 Box 158, Olive Branch, Miss
R.R. Pounds Jr	Olive Branch, Miss 38654
M.C. Herrington	Olive Branch, Miss

STATE OF MISSISSIPPI

COUNTY OF DESOTO

Personally appeared before me the undersigned authority in and for the jurisdiction, foresaid, W.B. Hoover MD, Carl Gargano, R.R. Pounds Jr

each of whom acknowledged that they executed the foregoing charter application on the day and in the year therein set forth.

Given under my hand and seal of office, this the 17th day of March, 1965.

Notary Public

My Commission Expires:

[illegible] February 4, 1968

BOOK 150 PAGE 126

I, P. P. Poundee Jr. Secretary of the meeting of [illegible]

[illegible]

on March 17, 1965, do hereby certify that [illegible]

presided over said meeting of [illegible]

and that the same was duly held by the members of said Club and that the above and foregoing resolution was duly offered, enacted and passed and that this is a true and correct copy of said resolution.

WITNESS OUR SIGNATURES this the 17th day of March, 1965.

P. P. Poundee Jr.
Secretary

M. C. Herrington
President

STATE OF MISSISSIPPI

COUNTY OF DESOTO

SWORN TO and subscribed before me this 17th day of March, 1965.

[illegible]
Notary Public

My Commission Expires:

My Commission Expires February 4, 1968

BOOK 150 PAGE 127

THE CHARTER OF INCORPORATION OF

OLIVE BRANCH RECREATIONAL CLUB, INC.

ARTICLE I

The name of this corporation shall be Olive Branch Recreational Club, Inc.

ARTICLE II

The names of the incorporators are:

Carl Gargano	Route 1, Box 158 Olive Branch, Mississippi
M. C. Herrington	P. O. Box 275 Olive Branch, Mississippi
Dr. B. B. Hoover	P. O. Box 337 Olive Branch, Mississippi
Thomas W. Jones	May Wood Route Olive Branch, Mississippi
Percy P. Pounders, Jr.	Olive Branch, Mississippi

all of whom are adult resident citizens of Olive Branch, De Soto County, Mississippi.

ARTICLE III

The domicile is at Olive Branch, De Soto County, Mississippi.

ARTICLE IV

The nature of the business of the corporation and the objects and purposes for which, or for any of which, this corporation is formed are:

a. To associate its members together for their mutual benefit as a non-profit civic improvement society and to further the rehabilitation of said members and to that end to acquire by donation, purchase, lease, and to construct, maintain and operate recreational facilities for its members and to engage in any activities related thereto.

b. To borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

c. To acquire, and to hold, sue and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become stockholder of any corporation or association engaged in any related activities.

d. To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incident al thereof.

e. To establish reserves and to invest the funds thereof in stocks, bonds and other property as the board of trustees may deem satisfactory.

f. To levy assessments in such manner and in such amount as may be provided by the by-laws of this corporation.

g. To have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act of which this corporation is incorporated.

h. The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

ARTICLE V

The place where the principal business of the corporation is to be transacted is Olive Branch, County of DeSoto, State of Mississippi, ~~but the corporation may maintain offices and places of business at such other places within the State of Mississippi as the board of trustees may determine.~~

ARTICLE VI

The period of existence of this corporation shall be perpetual.

ARTICLE VII

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

ARTICLE VIII

Section 1. This corporation shall not have capital stock but its capital stock shall be represented by membership certificates.

Section 2. Members shall be admitted in this club under terms and conditions prescreibe by its by-laws. The corporation shall not be required to admit members if the capacity of its facilities is filled by the needs of its existing members.

Section 3. The membership fee in this corporation shall be fixed and determined by its by-laws. The voting power and property rights and interest of each member whose fees are fully paid and who is in good standing shall be equal and each member shall be entitled to one vote only. There shall be no voting by proxy. New members upon their admission in this corporation shall be entitled to one vote and to share in the property of the corporation equally with the old members. When a member has paid his membership fee in full he shall receive a certificate of membership. Assessments against members and determination of their liabilities shall be fixed by the by-laws of the corporation.

Section 4. This corporation is organized on a non-profit basis for the mutual benefit and rehabilitation of its members and consequently will not have profits from which to pay dividends on its capital. After all expenses of the corporation have been paid and reasonable reserves, as determined by the board of trustees, set aside, the net earnings of the corporation shall be accumulated in a surplus fund for the purpose of realizing, enlarging, extending and improving the facilities and property of the corporation and for such other purposes as the board of trustees may determine to be for the best interests of the corporation.

ARTICLE IX

The number of trustees shall not exceed 24. The names and addresses of those who are to serve as the first trustees until the trustees are elected by the members, which election must be not less than two months and not more than six months from the date of incorporation, are:

Carl Gargano	Route 1, Box 158 Olive Branch, Mississippi
M. C. Herrington	P. O. Box 275 Olive Branch, Mississippi
Dr. B. B. Hoover	P. O. Box 337 Olive Branch, Mississippi
Thomas W. Jones	Maywood Route Olive Branch, Mississippi
Percy P. Pounders, Jr.	Olive Branch, Mississippi

At the first annual meeting of the members, eitht (8) trustees shall be elected for a term of one year, eight (8) for a term of two years, and eight (8) for a term of three years. At each annual meeting thereafter, the members shall elect for a term of three years the number of trustees whose terms of office have expired.

ARTICLE X

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities arising against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors. The rights and powers that may be exercised by the corporation, in addition to the foregoing, are those conferred by Section 5310.1, Code of Mississippi of 1942, and amendments thereto.

SIGNATURES:

P. O. Box 337 Olive Branch, Miss.
Route 1 Box 158, Olive Branch, Miss.
Olive Branch, Miss. 38654
Olive Branch, Miss.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Desoto

This day personally appeared before me, the undersigned authority B B Hooker, MD, Carl Gargans, R P Pound Jr. M C Herrington

incorporators of the corporation known as Desoto Branch Recreational Club who acknowledged that (he) (they) signed and executed the above and foregoing three pages of typewritten articles of incorporation as (~~his~~) (their) act and deed on the [illegible] day of March, 1965.

[illegible]
Notary Public

My commission expires My Commission Expires February 4, 1968.

Received at the office of the Secretary of State, this the 24th day of March

A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

SECRETARY OF STATE.

Jackson, Miss.,

March 24, 1965

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

ATTORNEY GENERAL.

By _____
Assistant Attorney General.

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BOOK 150 PAGE 133

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PRENTISS COUNTY COMMUNITY FUND

is hereby 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 March A. D., 1965.

Paul B Johnson

Governor

By the Governor

Dalton Lodner

Secretary of State

THE CHARTER OF INCORPORATION OF PRENTISS COUNTY COMMUNITY FUND

1. The corporate title of said association is:

   PRENTISS COUNTY COMMUNITY FUND

2. The period of existence:

   The corporation shall have perpetual exestence.

3. The purposes for which the corporation is created:

   (a) To provide an agency to raise funds for various charitable, religious, benevolent, welfare and improvement societies and organizations, which operate in Prentiss County, Mississippi.

   (b) To raise funds by voluntary contributions, or otherwise, for various charitable, religious, benevolent, improvement and betterment societies and organizations operating in Prentiss County, Mississippi.

   (c) To promote, foster and encourage the general welfare, development and improvement of Prentiss County, Mississippi, and to do any and all lawful acts and things to accomplish such purposes.

   (d) To own, buy, sell, mortgage, lease or rent to or from others hold, occupy, use, improve, develop, exchange and make any lawful contract pertaining to property of all kinds, real, personal and mixed, wherever located.

   (e) To act as principal or agent in the transaction and conduct of any business, or businesses for which the corporation is created.

   (f) To enter into, make and perform contracts of every kind for any lawful purpose, with any person, firm, association, or corporation, town, city, county, body politic, state, territory, government or colony or dependency thereof.

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

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

   This is a non-profit, charitable corporation and no shares of stock are to be issued.

5. Street and Post Office addresses of initial registered office and name of initial registered agent at such address:

   Registered Office — North East Mississippi Hospital, Booneville, Mississippi.

   Registered Agent — B. G. Horton

6. Number of Directors constituting initial Board of Directors and Names and Street and Post Office addresses of initial Directors:

The initial Board of Directors shall consist of six (6) directors who will be

R. J. Bonds	Cherokee Park Booneville, Mississippi,
James W. Smith, Jr.	Evergreen Street Booneville, Mississippi,
B. G. Horton	Marietta Street Booneville, Mississippi,
Kenneth Pounds	Foster Park Booneville, Mississippi,
Billy Hester	Skyline Drive Booneville, Mississippi, and
M. W. Smith	Adams Street Booneville, Mississippi,

all of whom are adult resident citizens of the State.

7. Names and Street and Post Office addresses of the Incorporators:

R. J. Bonds	Cherokee Park Booneville, Mississippi,
James W. Smith, Jr.	Evergreen Street Booneville, Mississippi,
B. G. Horton	Marietta Street Booneville, Mississippi,
Kenneth Pounds	Foster Park Booneville, Mississippi,
Billy Hester	Skyline Drive Booneville, Mississippi, and
M. W. Smith	Adams Street Booneville, Mississippi,

all of whom are adult resident citizens of the State of Mississippi.

There is attached hereto and made a part hereof a Resolution authorizing the incorporators named herein to apply for and obtain this Charter of Incorporation, such Resolution being duly certified to.

8. The corporation shall not be required to make publication of its Charter, shall issue no shares of stock, shall divide no dividend or profits among its 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 cred-

itors.

Witness our signatures this the 3rd day of February, 1965.

INCORPORATORS:

R. J. Bonds — Kenneth Pounds

James W. Smith, Jr. — Billy Hester

B. G. Horton — M. W. Smith

STATE OF MISSISSIPPI

COUNTY OF PRENTISS

This day personally appeared before me, the undersigned authority, within and for the County and State aforesaid, R. J. Bonds, James W. Smith, Jr., B. G. Horton, Kenneth Pounds, Billy Hester and M. W. Smith, six of the incorporators of the corporation known as Prentiss County Community Fund, who acknowledged that they signed and executed the foregoing Application for Incorporation as their act and deed on the day and date therein expressed and each of whom acknowledged that he was an adult resident citizen of the State of Mississippi.

Given under my hand and official seal, this the 3rd day of February, 1965.

Agnes J. Carter
Notary Public

R E S O L U T I O N

RESOLVED, that this group of citizens of Booneville, Prentiss County, Mississippi, do hereby organize themselves into a charitable association to be known as "PRENTISS COUNTY COMMUNITY FUND" and that said society be incorporated under the laws of the State of Mississippi for the purpose of providing a central or single agency to raise funds for various civic, religious, benevolent, charitable, improvement and betterment societies and organizations operating in Prentiss County, Mississippi, and for the purpose of doing any and all lawful things to promote, foster and encourage the general welfare, development and improvement of Prentiss County, Mississippi, the corporate name of the society or association being "PRENTISS COUNTY COMMUNITY FUND" and that six members of this group, namely, R. J. Bonds, James W. Smith, Jr., B. G. Horton, Kenneth Pounds, Billy Hester and M. W. Smith, be and they are hereby authorized to apply for and obtain a Charter of Incorporation as set forth above; and they and each of them are hereby authorized to do any and all things necessary, proper and incident to applying for and obtaining said Charter of Incorporation.

C E R T I F I C A T E

I, M. W. Smith, hereby certify that the foregoing Resolution is a true, correct and full copy of a Resolution adopted at a meeting of Prentiss County Community Fund held at 7:00 o'clock P. M. on the 26th day of January, 1965; that I acted as Chairman of said meeting and certify to this Resolution as such, being duly authorized so to do.

WITNESS MY SIGNATURE, this the 3rd day of February, 1965.

M. W. Smith

BOOK 150 PAGE 138

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

A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Eldon Rudd
SECRETARY OF STATE.

Jackson, Miss.,

March 17, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLendon
Assistant Attorney General.

BOOK 150 PAGE 139

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

KINGS WATER 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 24th day of March A. D., 1965.

Governor

By the Governor

Secretary of State

THE CHARTER OF INCORPORATION

OF

THE KINGS WATER CLUB, INC.

1. The corporate title of said Company is Kings Water Club, Inc.

2. The name of the incorporators are:

NAME	STREET & NO.	CITY	STATE
W. L. Jones, Jr.	Route 4, Box 245A,	Vicksburg,	Mississippi
T. F. Akers	P. O. Box 491	Vicksburg,	Mississippi
Frank Hearn	Route 4, Box 257H,	Vicksburg,	Mississippi

All of the foregoing incorporators are adult citizens of Mississippi.

3. The domicile is at Route 4, Box 245A, Vicksburg, Mississippi

4. This corporation is organized under the provisions of Section 5310.1 et seq. of the Code of 1952 recompiled and is non-profit and no shares of stock shall be issued. This corporation is organized to own and operate a rural waterworks system.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purposes of the association being incorporated.

a. To associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end to construct, maintain and operate a private water system for the supplying of water for domestic, livestock and garden purposes to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operations, maintenance and repair of well, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

b. To borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of it property as security therefor in any manner permitted by law.

c. To acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become a member or a stockholder of any corporation or association engaged in any related activities.

d. To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof.

e. To establish reserves and to invest the funds thereof in stocks, bonds and other property as the board of trustees may deem satisfactory.

f. To levy assessments in such manner and in such amount as may be provided in the by-laws of this corporation.

g. To have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act under which this corporation is incorporated.

h. The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

i. This corporation shall not have capital stock, but its capital stock shall be represented by membership certificates.

j. Under the terms and conditions prescribed by its by-laws, this corporation shall admit as members only such persons as are bona fide occupants of farmsteads or rural residence having a reasonable accessibility to the sources of, and who are in need of having water supplied for domestic, livestock, and garden purposes from the water system constructed, maintained and operated by the corporation, but the corporation shall not be required to admit members if the capacity of its water system is exhausted by the needs of its existing members and all such other persons to whom it has been supplying water.

k. The membership fee in this corporation shall be fixed and determined by its by-laws. The voting power and property rights and interest of each member whose fees are fully paid and who is in good standing shall be equal and each member shall be entitled to one vote only. There shall be no voting by proxy. New members upon their admission in this corporation shall be entitled to one vote and to share in the property of the corporation equally with the old members. When a member has paid his membership fee in full he shall receive a certificate of membership. Assessments against members and a determination of their liabilities shall be fixed by the by-laws of the corporation.

1. This corporation is organized on a non-profit basis for the mutual benefit and rehabilitation of its members and consequently will not have profits from which to pay dividends on its capital. After all expenses of the corporation have been paid and reasonable reserves, as determined by the board of Directors, set aside, the net earnings of the corporation shall be accumulated in a surplus fund for the purpose of replacing, enlarging, extending and repairing the system and property of the corporation and for such other purposes as the board of trustees may determine to be for the best interests of the corporation.

m. The number of Directors shall be determined by the by-laws. The names and addresses of those who are to serve as the first Directors until the Directors are elected by the members, which election must be not less than two months and not more than six months from the date of incorporation are:

NAMES	
W. L.Jones, Jr.	Route 4, Box 245-A, Vicksburg Mississippi
Frank Hearn	Route 4, Box 257-H, Vicksburg Mississippi
T. F. Akers	P. O. Box 491, Vicksburg Mississippi
Leroy Conrad	Route 4, Box 254-B, Vicksburg Mississippi
Lloyd Harmon	Route 4, Box 212, Vicksburg Mississippi
Eugene Walker	Route 4, Box 169, Vicksburg Mississippi
Mrs. Gloria Miller	Route 4, Box 250-B, Vicksburg Mississippi
W. M. Walley	Route 4, Box 376-D, Vicksburg Mississippi
C. E. Wilson	Route 4, Box 414, Vicksburg Mississippi
Jessie P. Tedder	Route 4, Box 375, Vicksburg Mississippi

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

W. L. JONES, JR.

T. F. AKERS

FRANK HEARN

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

COUNTY OF WARREN

THIS DAY PERSONALLY appeared before me the undersigned authority in and for said County and State, the within named W. L. Jones, Jr. T. F. Akers and Frank Hearn, incorporators of the corporation known as the Kings Water District, 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 January, 1965.

GIVEN under my hand and official seal this the 23 day of January, 1965.

[signature]
~~NOTARY PUBLIC~~
Justice of the Peace

My commission expires:
1/31/68

Received at the office of the Secretary of State this the 18th day of March, 1965, together with the sum of $20.00 deposited to cover the recording fee and referred to the Attorney General for his opinion.

[signature]
SECRETARY OF STATE

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

Jackson, Mississippi, March 22, 1965

[signature]
ATTORNEY GENERAL

BY: [signature]
ASSISTANT ATTORNEY GENERAL

The undersigned Gloria Miller, the duly appointed Secretary of Kings Water Club, an unincorporated association in Vicksburg, Warren County, Mississippi, does by these presents certify that the following is a true and correct copy of a resolution that was passed by a majority of the members of Kings Water Club, an unincorporated association at its regular meeting in the Warren County, Mississippi, Courthouse on November 17, 1964, at the hour of 7:30 P. M., at which meeting a quorum was present to-wit:

"Leroy Conrad made a motion that W. L. Jones, Jr., Frank Hearn, and T. F. Akers be designated as members of Kings Water Club, an unincorporated association to make application for a charter to be issued by the Secretary of State for Kings Water Club, Inc., a nonprofit corporation for the purposes as outlined in the proposed charter. The motion was seconded by Mrs. Gloria Miller and it was carried unanimously."

WITNESS my signature this the 25th day of January, 1965.

Mrs. Gloria Miller, Sec.
MRS. GLORIA MILLER, SECRETARY
KINGS WATER CLUB, AN UNINCORPORATED ASSOCIATION

BOOK 150 PAGE 145

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

NORTHWEST MISSISSIPPI JUNIOR COLLEGE ALUMNI 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 24th day of March A. D., 1965.

Paul B Johnson
Governor

By the Governor

Secretary of State

RESOLUTION AUTHORIZING AND DIRECTING MEMBERS OF THE NORTHWEST MISSISSIPPI ALUMNI TO APPLY FOR ARTICLES OF INCORPORATION

WHEREAS, the members of the Northwest Mississippi Junior College Alumni Association have this the 14th day of November, 1964, convened in annual convention;

AND WHEREAS, it is now deemed advisable and expedient by the members of said association to apply for articles of incorporation to incorporate said association;

NOW, THEREFORE, be it resolved by the Northwest Mississippi Junior College Alumni Association in duly convened session as follows:

SECTION 1: That the Northwest Mississippi Junior College Alumni Association, a fraternal association with its domicile in the City of Senatobia, Mississippi, be incorporated as a non-profit, non-sharing corporation under the provisions of Section 5310.1, Mississippi Code of 1942 Recompiled, where applicable.

SECTION 2: That Roy E. Johnson, Mrs. Leon Hannaford, and Ruffin Fyfe are hereby authorized and designated by said association, being members of said association and also being adult residents and citizens of the State of Mississippi, be and they are hereby authorized and empowered and directed to make application to the Secretary of State of the State of Mississippi for a charter of incorporation of the said Northwest Mississippi Junior College Alumni Association as a non-profit, non-sharing corporation under the provisions of Section 5310.1, Mississippi Code of 1942 Recompiled, where applicable.

SECTION 3: That said persons be and they are hereby authorized to do and commit any and all acts necessary to make application for said charter of incorporation, and to sign all instruments or documents necessary or required by the Secretary of State in order to secure said charter of incorporation.

SECTION 4: That Mrs. Leon Hannaford, the secretary of this association, be and she is hereby authorized, empowered, and directed to certify a true and correct copy of this resolution to the Secretary of State of the State of Mississippi, making application for a charter of incorporation.

Passed and adopted in duly convened convention on this the 14th day of November, 1964.

Roy E. Johnson

Roy E. Johnson, President

Ruffin Pyle

Ruffin Pyle, Vice-President

Mrs. Leon Hannaford

Mrs. Leon Hannaford, Secretary

CERTIFICATE

I, Mrs. Leon Hannaford, do hereby certify that I am the duly appointed and acting secretary of the Northwest Mississippi Junior College Alumni Association, a fraternal organization located in the City of Senatobia, Mississippi, and that said corporation is composed of graduates and former students of Northwest Mississippi Junior College. I further certify that all of the above named persons are adult residents and citizens of the State of Mississippi and that the above resolution is a true and correct copy of the resolution passed and adopted by unanimous vote of all of the members of the said association present on the 14th day of November, 1964, in annual convened convention of the said association.

Witness my signature on this the 15th day of March, 1965.

Mrs. Leon Hannaford

Mrs. Leon Hannaford - Secretary
of the Northwest Mississippi
Junior College Alumni Association

THE CHARTER OF INCORPORATION OF NORTHWEST MISSISSIPPI JUNIOR COLLEGE ALUMNI ASSOCIATION, INC.

I.

The corporate title of the association is "Northwest Mississippi Junior College Alumni Association, Inc."

II.

The names and post office addresses of the incorporators, all of said incorporators being adult resident citizens of the State of Mississippi, are as follows:

Roy E. Johnson
406 West Main Street
Senatobia, Mississippi

Ruffin Fyfe
Sledge
Mississippi

Mrs. Leon Hannaford
214 Ward
Senatobia, Mississippi

The said incorporators were duly authorized and empowered by resolution of the Northwest Mississippi Junior College Alumni Association, Senatobia, Mississippi, the predecessors of this corporation, adopted in duly convened session to apply for this charter of incorporation and said resolution was duly spread on the minutes of the said association prior to application for this charter, and a certified copy thereof furnished to the Secretary of State of the State of Mississippi.

III.

The domicile of the corporation in this state is the City of Senatobia, Tate County, Mississippi, and the post office

address of the corporation is Northwest Mississippi Junior College, Senatobia, Mississippi.

IV.

This is a non-profit, non-sharing corporation and no shares of stock are to be issued.

V.

The period of existence of this corporation shall be perpetual by this charter of incorporation and shall be subject to alterations, amendments or repeal.

VI.

The purpose for which this corporation is created is to promote, encourage the pursuit of higher education and expecially on a junior college level; to assess and collect dues from alumni being graduates and former students of Northwest Mississippi Junior College; to levy, assess and collect special assessments from alumni of Northwest Mississippi Junior College for the purpose of setting up scholarships for students attending Northwest Mississippi Junior College; to improve the physical, mental, and moral conditions of mankind and especially the students, former students, and graduates of Northwest Mississippi Junior College; and the rights and powers that may be exercised by this corporation thereto are those conferred by the provisions of Section 5310.1, Mississippi Code of 1942 Recompiled.

VII.

This corporation shall not be required to make publication of its charter; shall issue no shares of stock; shall divide no

dividends nor profits among its members; shall make expulsion the only remedy for non-payment of dues; shall vest in each member the right to one vote in the election of officers; shall make the loss of members by death or otherwise the termination of such membership in the corporation assets; and there shall be no individual liability among the members of this corporation for corporation debts but the entire corporate property shall be liable for the claims of creditors.

Witness the signatures of the incorporators of the Northwest Mississippi Junior College Alumni Association, on this the 15th day of March, 1965.

Roy E. Johnson - President

Ruffin Fyfe - Vice-President

Mrs. Leon Hannaford
Mrs. Leon Hannaford - Secretary

STATE OF MISSISSIPPI
COUNTY OF TATE

PERSONALLY appeared before me, the undersigned authority in and for county and state aforesaid, the within named Roy E. Johnson, Ruffin Fyfe and Mrs. Leon Hannaford, who severly did on their oath state to me that they signed and delivered the above and foregoing articles of incorporation as the incorporators of the Northwest Mississippi Junior College Alumni Association, Inc. on the day and year therein indicated as their free and voluntary act and deed.

GIVEN under my hand and official seal of office this the 15th day of March, 1965.

Leon E. Hannaford

TITLE: Notary Public

(SEAL)

My commission expires My Commission Expires March 27, 1965

Received at the office of the Secretary of State, this the 18th day of March A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Ludlum
SECRETARY OF STATE.

Jackson, Miss.,

March 18, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLendon
Assistant Attorney General.

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BOOK 151 PAGE 155

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MID-STATE OPPORTUNITY, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 25th day of March A. D., 1965.

Paul B Johnson
Governor

By the Governor

Heber Ladner
Secretary of State

THE CHARTER OF INCORPORATION OF THE MID-STATE OPPORTUNITY, INC.

ARTICLE I

The name of this corporation shall be MID-STATE OPPORTUNITY, INC.

ARTICLE II

The names of the incorporators are:

Dr. T. T. Lewis, Charleston, Mississippi
Rex McRaney, Pope, Mississippi
Julius Miller, Oakland, Mississippi
Omar D. Craig, Oxford, Mississippi
J. M. Mounger, Calhoun City, Mississippi
Roland Lowe, Batesville, Mississippi
Clyde Pace, Coffeeville, Mississippi
Pete Fortner, Jr., Eupora, Mississippi
George Doris, Oakland, Mississippi
Pryor Bailey, Oakland, Mississippi
Richard M. Coleman, Enid, Mississippi
William O. Semmes, Grenada, Mississippi

Each of the above named incorporators is an adult resident citizen of the State of Mississippi.

ARTICLE III

The domicile is Charleston, Tallahatchie County, Mississippi.

ARTICLE IV

The corporation is non-profit and no shares of stock shall be issued.

ARTICLE V

The period of existence for this corporation shall be perpetual.

ARTICLE VI

The purposes for which this corporation is created are:

(1) To eliminate the paradox of poverty in Panola, Tallahatchie, Quitman, Grenada, and Tunica County if it desires to do so, by opening to everyone opportunity for education and training, the opportunity to work and the opportunity to live in decency and dignity as envisioned under the Economic Opportunity Act of 1964, the same being Public Law 88-452, 88th Congress of the United States of America, S. 2642, August 20, 1964, by developing a "Community Action Program" and any action needed. The association is empowered and authorized to take advantage of Titles I through VII of said Act and such other portions of

this Act and/or financial benefits which might become available thereunder or otherwise and any other similar legislation involved in carrying out the purposes of the Economic Opportunity Act.

(2) To either itself make provisions for implementing, operating, and/or administering such programs as it may consider desirable in order to accomplish its purposes as defined herein; and/or to otherwise delegate authority to, or contract with, or make provisions whereby such programs, services, and activities may be activated, operated, administered, or supervised by other local governmental or quasi-governmental departments, voluntary organizations, and others as it deems advisable; making such financial arrangements for allocation of funds for this purpose to same as it considers desirable.

(3) To support any benevolent or charitable undertaking.

(4) To support any literary or scientific undertaking.

(5) To support and encourage agriculture, horticulture, mechanic arts, public highways, parks and any other public undertaking.

(6) To establish Technical Advisory Committees consisting of such officers or other representatives of local or district governmental departments, voluntary or charitable organizations, and persons from low income groups.

(7) To make application for, receive, expand, or otherwise dispose of such funds and property (real or personal) as may be available from Federal, State, County, Municipal or other governmental authority of same, including such funds and properties which might be contributed or made available by foundations, business concerns, individuals or others; so long as the expenditure and/or the disposal of such funds or properties are for the purposes which the association is established to perform.

(8) To employ and/or discharge under such terms and conditions as they consider desirable an Executive Director and other staff required for its proper operation. The association will be empowered and authorized to contract with such other organizations, business concerns or governmental departments to perform such functions and services as may be required.

(9) To consult with and coordinate its activities with the Governor of the State of Mississippi or his designee or such Commission which may be subsequently established by the Governor or the Legislature of Mississippi to accomplish the purposes and goals for which this corporation is established.

(10) To elect directors of this corporation in the manner prescribed by the By-laws of the corporation, to consist of not less than 9 nor more than 11 directors. Each board of supervisors shall elect one director who shall have one vote.

ARTICLE VII

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors. The director designated by the board of supervisors of each participating county, shall be a member of the corporation; and said directors shall elect all other members of the board of directors from responsibl resident citizens of such counties.

Signatures: T. T. T. Lewis
Rex McRaney
Julius Miller
Omar D. Craig
J. M. Mounger
J. Roland Lowe
Pete Fortner Jr.
George Dorris
Omar Bailey
Richard M. Coleman

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Yalobusha

This day personally appeared before me, the undersigned authority Dr. T. T. Lewis, Rex McRaney, Julius Miller, Omar Craig, J. N. Maunger, Roland Lowe, Pete Fortner, Jr., George Dorris, Dryer Bailey and Richard M. Coleman

incorporators of the corporation known as MID-STATE OPPORTUNITY, INC. who acknowledged that (he) (they) signed and executed the above and foregoing three pages of typewritten articles of incorporation as (his) (their) act and deed on this the 8th day of February, 1965.

W. B. Ivey, Justice of the Peace
Notary Public

My commission expires 12-31-67.

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

incorporators of the corporation known as MID-STATE OPPORTUNITY, INC. who acknowledged that (he) (they) signed and executed the above and foregoing three pages of typewritten articles of incorporation as (his) (their) act and deed on this the _____ day of February, 1965.

_____
Notary Public

My commission expires _____.

BOOK 150 PAGE 160

Received at the office of the Secretary of State, this the 11th day of February A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Eldon Rodgers
SECRETARY OF STATE.

Jackson, Miss.,

February 12, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Helen H. Burks
Assistant Attorney General.

A RESOLUTION

BE IT RESOLVED that this Mid-State Opportunity Association apply for a non-profit charter of incorporation to be organized and to exist under the laws of the State of Mississippi for the following purposes:

(1) It is the purpose of this association to eliminate the paradox of poverty in Panola, Tallahatchie, [illegible], Grenada, and Quitman counties [illegible] Tunica county if it desires to do so, and [illegible] as occasions arise, by opening to everyone opportunity for education and training, the opportunity to work and the opportunity to live in decency and dignity as envisioned under the Economic Opportunity Actof 1964, the same being Public Law 88-452, 88th Congress of the United States of America, S.2642, August 20, 1964, by developing a "Community Action Program" and any action needed. The association is empowered and authorized to take advantage of Titles I through VII of said Act and such other portions of this Act and/or financial benefits which might become available thereunder or otherwise and any other similar legislation involved in carrying out the purposes of the Economic Opportunity Act.

(2) The association is authorized and empowered, to either itself make provisions for implementing, operating, and/or administering such programs as it may consider desirable in order to accomplish its purposes as defined herein; and/or to otherwise delegate authority to, or contract with, or make provisions whereby such programs, services, and activities may be activated, operated, administered, or supervised by other local governmental or quasi-governmental departments, voluntary organizations, and others as it deems advisable; making such financial arrangements for allocation of funds for this purpose to same as it considers desirable.

(3) The support of any benevolent or charitable undertaking.

(4) The support of any literary or scientific undertaking.

(5) The support and encouragement of agriculture, horticulture, mechanic arts, public highways, parks and any other public undertaking.

(6) The association is authorized and empowered to establish Technical Advisory Committees consisting of such officers or other representatives of local or district governmental departments, voluntary or charitable organizations, and persons from low income groups.

(7) The association is empowered and authorized to make application for, receive, expand, or otherwise dispose of such funds and property (real or personal) as may be available from Federal, State, County, Municipal or other governmental authority of same, including such funds and properties which might be contributed or made available by foundations, business concerns, individuals or others; so

long as the expenditure and/or the disposal of such funds or properties are for the purposes which the association is established to perform.

(8) The association is empowered and authorized to employ and/or discharge under such terms and conditions as they consider desirable, an Executive Director and other staff required for its proper operation; and will be empowered and authorized to contract with such other organizations, business concerns or governmental departments to perform such functions and services as may be required.

(9) The association being hereby established will consult with and coordinate its activities with the Governor of the State of Mississippi or his designee or such Commission which may be subsequently established by the Governor or the Legislature of Mississippi to accomplish the purposes and goals for which this association is established.

The following members of this association, or any five of their number, are authorized to apply to the proper officials of the State of Mississippi for the corporate charter of this association:

Dr. T. T. Lewis, Charleston, Mississippi

Rex McRaney, Pope, Mississippi

Julius Miller, Oakland, Mississippi

Omar D. Craig, Oxford, Mississippi

Mart Mounger, Calhoun City, Mississippi

Roland Lowe, Batesville, Mississippi

Clyde Pace, Coffeeville, Mississippi

Pete Fortner, Jr., Eupora, Mississippi

George Doris, Oakland, Mississippi

Pryor Bailey, Oakland, Mississippi

Richard M. Coleman, Enid, Mississippi

William O. Semmes, Grenada, Mississippi

The above Resolution was unanimously adopted on this the eighth day of February, 1965.

Mrs. James L. Bell
Secretary

Dr. T. T. Lewis
Chairman

I, Mrs. James L. Bell, Secretary of Mid-South Opportunity Association, certify that the above and foregoing three typewritten pages constitute a true and correct copy of the Resolution of said association, of February 8, 1965, as appears on pages 1 - 10 of the minutes of said association.

This, the 8th day of February, 1965.

Mrs. James L. Bell
Secretary
Mid-State Opportunity Association

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BOOK 150 PAGE 165

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CLEVELAND RECREATION ASSOCIATION, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 25th day of March A. D., 1965.

Paul B Johnson

Governor

By the Governor

Dillon Ladner

Secretary of State

MEETING OF CLEVELAND RECREATION ASSOCIATION
HELD ON MARCH 22, 1965

BE IT REMEMBERED, that at 1:00 o'clock P. M. on Monday, March 22, 1965, there was held in the offices of Superintendent of Education, Cleveland, Bolivar County, Mississippi, a meeting of the CLEVELAND RECREATION ASSOCIATION, INC., there being present more than a majority of the members, when and where the following proceedings were had and done, to-wit:

Charles H. Hughes, President, served as Chairman and called the meeting to order, Dana C. Moore, Jr., Secretary, served in such capacity.

RE: FORMING A CORPORATION OF CLEVELAND RECREATION ASSOCIATION, INC.

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

The general nature of the business of this corporation shall be for civic improvement and recreation in the City of Cleveland, Bolivar County, Mississippi, and to acquire by deed or lease and maintain, operate and control swimming pools; maintain, equip and operate playgrounds for children and adults; conduct athletic sports exhibitions and places of amusement within the City of Cleveland, Bolivar County, Mississippi; to acquire, hold and operate and dispose of any and all privileges, rights, franchises

and concessions (including but not limited to selling food, candy, gum, cakes, cookies, soft drinks, ice cream, and similar items, together with recreational uniforms and equipment); and to buy, sell, lease, mortgage and exchange any and all real and personal property which may be necessary, advantageous or proper in the conduct of its said business; to borrow money; to receive gift, legacies and donations from any source whatsoever; to make gifts, and to make appropriations from any and all of its resources from time to time to carry out the objects and purposes of the corporation; and to exercise all such power and authority to carry out the purposes and objects above specified, the purposes and essence of this corporation being purely for civic improvement and recreation. It is expressly declared that this is a corporation not for gain or individual profit, and that no dividend shall ever be declared or paid to any of its members, and that none of its property, real or personal, shall ever be used or expended except in carrying into effect the legitimate ends and aims of its being. It is further expressly declared that the benefits, use, and enjoyment of the recreational facilities and of all benefits resulting from the business of said CLEVELAND RECREATIONAL ASSOCIATION are and shall be limited solely to the bona fide members in good standing of said CLEVELAND RECREATIONAL ASSOCIATION.

It is further ordered and resolved that the following named members of this association, to-wit: CHARLES H. HUGHES, DANA C. MOORE, JR., AND JAMES E. OSWALT, serve as incorporators, and that they do the necessary in having the desired application for Charter of Incorporation prepared, sign same as incorporators, and do the necessary to procure a Charter, after which time an

organizational meeting will be held according to law.

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

There being no further business, motion to adjourn prevailed.

Charles H. Hughes
PRESIDENT

Rene C. Young, Jr.
SECRETARY

THE CHARTER OF INCORPORATION OF CLEVELAND RECREATION ASSOCIATION, INC.

1. The corporate title of said company is:

Cleveland Recreation Association, Inc.

2. The names of the incorporators are:

NAME	STREET & NO.	CITY & STATE
CHARLES H. HUGHES	808 YALE STREET	CLEVELAND, MISSISSIPPI
DANA C. MOORE, JR.	806 MAPLE STREET	CLEVELAND, MISSISSIPPI
JAMES E. OSWALT	914 EIGHTH AVENUE	CLEVELAND, MISSISSIPPI

The foregoing three incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at: 116 South Court Street, Cleveland, Mississippi.

4. The corporation is non-profit and no shares of stock are to be issued.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

Said corporation is to be a non-share, non-profit corporation, and the purposes for which it is created are as follows, to-wit: The general nature of the business of this corporation shall be for civic improvement and recreation in the City of Cleveland, Bolivar County, Mississippi, and to acquire by deed or lease and maintain, operate and control swimming pools; maintain, equip and operate playgrounds for children and adults; conduct athletic sports, exhibitions and places of amusement within the City of Cleveland, Bolivar County, Mississippi; to acquire, hold and operate and dispose of any and all privileges, rights, franchises and concessions (including but not limited to selling food, candy, gum, cakes, cookies, soft drinks, ice cream, and similar items, together with recreational uniforms and equipment); and to buy, sell, lease, mortgage and exchange any and all real and personal property which may be necessary, advantageous or proper in the conduct of its said business; to borrow money; to receive gifts, legacies and donations from any source whatsoever; to make gifts, and to make appropriations from any and all of its resources from time to time to carry out the objects and purposes of the corporation; and to exercise all such power and authority to carry out the

purposes and objects above specified, the purposes and essence of this corporation being purely for civic improvement and recreation. It is expressly declared that this is a corporation not for gain or individual profit, and that no dividend shall ever be declared or paid to any of its members, and that none of its property, real or personal, shall ever be used or expended except in carrying into effect the legitimate ends and aims of its being. It is further expressly declared that the benefits, use, and enjoyment of the recreational facilities and of all benefits resulting from the business of said corporation are and shall be limited solely to the bona fide members in good standing of said corporation.

7. This corporation shall not engage directly or indirectly in any political campaign or disseminate any propaganda, or attempt to influence legislation.

8. The method for the selection of membership and the payment of dues for such memberships, and the penalty for failure to pay same shall be by and under the direction of the By-laws of this corporation.

9. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

Charles H. Hughes
CHARLES H. HUGHES

Dana C. Moore, Jr.
DANA C. MOORE, JR.

James E. Oswalt
JAMES E. OSWALT

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

COUNTY OF BOLIVAR

This day personally appeared before me, the undersigned authority Charles H. Hughes, Dana C. Moore, Jr., and James E. Oswalt, incorporators of the corporation known as the CLEVELAND

RECREATION ASSOCIATION, INC. who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on the 22 day of March, 1965.

Neil L. Cox, Jr.
NOTARY PUBLIC

My Commission Expires:
8/6/65

BOOK 150 PAGE 172

Received at the office of the Secretary of State, this the 24th day of March A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Ladner
SECRETARY OF STATE.

Jackson, Miss.,

March 24, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLeod
Assistant Attorney General.

State of Mississippi

EXECUTIVE OFFICE

Jackson

The within and foregoing Amendment to the Charter of Incorporation of

PEOPLES BANK OF INDIANOLA

INDIANOLA, 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* 25th day of March, 1965.

Attest:

Secretary of State.

Governor.

BOOK 150 PAGE 174

State of Mississippi

Department of Bank Supervision

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

PEOPLES BANK OF INDIANOLA

INDIANOLA, MISSISSIPPI

is here approved.

In testimony whereof, I have hereunto set my hand and caused the Seal of the Department of Bank Supervision State of Mississippi to be affixed, this 24th *day of* March *19* 65

STATE COMPTROLLER.

AMENDMENT TO CHARTER OF INCORPORATION

OF

PEOPLES BANK OF INDIANOLA,

INDIANOLA, MISSISSIPPI

RESOLVED, That the common stock of the Peoples Bank of Indianola, Indianola, Mississippi, be increased from $100,000.00 to $150,000.00.

That the stock issued pursuant to this resolution shall possess the same rights, privileges and immunities as the presently outstanding stock, and no other, and

That the Charter of Incorporation of this Bank, as amended, be further amended by striking out Section 4 of the original Charter of Incorporation as amended and insert in lieu thereof the following:

SECTION 4

The capital stock of this Bank shall be One Hundred Fifty Thousand Dollars ($150,000.00) divided into one thousand five hundred (1,500) shares of common stock of the par value of One Hundred Dollars ($100.00) per share.

STATE OF MISSISSIPPI
COUNTY OF SUNFLOWER

I, the undersigned President of the Peoples Bank of Indianola, Indianola, Mississippi, do hereby certify that the above and foregoing is a true and correct copy of the resolution amending the Charter of the said Bank as the same was duly adopted at the special stockholders meeting held on the 22nd day of March, 1965, in accordance with by-laws of the Bank. And I do further certify that the said resolution was adopted by a majority in amount of all of the outstanding stock of said Bank.

In Testimony Whereof, Witness my signature and the seal of Peoples Bank of Indianola, Indianola, Mississippi, this the 22nd day of March, 1965.

President

ATTEST:

Cashier

BOOK 150 PAGE 176

Received at the office of the Secretary of State, this the 24th day of March A. D., 1965, together with the sum of $100.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

SECRETARY OF STATE.

Jackson, Miss.,

Mar. 25, 1965

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

ATTORNEY GENERAL.

By _____
Assistant Attorney General.

BOOK 130 PAGE 177

State of Mississippi

EXECUTIVE OFFICE

Jackson

The within and foregoing Amendment to the Charter of Incorporation of ARTHRITIS AND RHEUMATISM FOUNDATION-MISSISSIPPI CHAPTER CHANGING NAME TO:

THE MISSISSIPPI CHAPTER OF THE ARTHRITIS FOUNDATION

is hereby approved.

In Testimony Whereof, *I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the* 30th day of March, 1965.

Paul B. Johnson

Governor

BOOK 150 PAGE 178

CERTIFIED COPY OF RESOLUTION

"BE IT RESOLVED, That Article I of the Charter of this corporation be and the same is hereby amended so as to read as follows, to-wit:

"1. The corporate title of said company is: The Mississippi Chapter of the Arthritis Foundation."

I, Juanita Woods, Secretary of the Mississippi Chapter of the Arthritis Foundation, do hereby certify that the above and foregoing is a true and correct copy of a resolution passed by said association, and the same appears of record on its minutes, of which I am official custodian.

WITNESS my signature on this the 26 day of March, 1965.

Juanita Woods
SECRETARY

AMENDMENT OF CHARTER OF ARTHRITIS AND RHEUMATISM FOUNDATION - MISSISSIPPI CHAPTER

The Charter of Incorporation of Arthritis and Rheumatism Foundation - Mississippi Chapter which was approved on the 26th day of April, 1962, is hereby amended as follows:

Article I is hereby amended so as to read as follows, to-wit:

1. The corporate title of the company is: The Mississippi Chapter of the Arthritis Foundation.

WITNESS the hand and seal of the Mississippi Chapter of the Arthritis Foundation, by its duly authorized officer acting under and by virtue of a resolution of the corporation duly adopted on the 17 day of November, 1964.

THE MISSISSIPPI CHAPTER OF THE ARTHRITIS FOUNDATION

By _____
President
Norman A. Johnson, Jr.

Attest:

_____
Juanita Woods, Secretary

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for said county and state, Norman A. Johnson, Jr., President of The Mississippi Chapter of the Arthritis Foundation, who acknowledged that he signed and delivered the foregoing instrument as the act and deed of said corporation, duly and duly authorized so to do, and that he attached the seal of said corporation thereto.

GIVEN under my hand and official seal this the 23rd day of March, 1965.

_____
Notary Public

My commission expires _____

BOOK 150 PAGE 150

Received at the office of the Secretary of State, this the 29th day of March A. D., 1965, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

SECRETARY OF STATE.

Jackson, Miss.,

March 29, 1965

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

ATTORNEY GENERAL.

By _____
Assistant Attorney General.

BOOK 150 PAGE 161

State of Mississippi

EXECUTIVE OFFICE

Jackson

The within and foregoing Amendment to the Charter of Incorporation of

DUGAN MEMORIAL HOME 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 the* 30th day of March, 1965.

Secretary of State.

BOOK 150 PAGE 182

AMENDMENT TO ARTICLES OF INCORPORATION

OF

DUGAN MEMORIAL HOME ASSOCIATION, INC.

1. The name of the Corporation is "Dugan Memorial Home Association, Inc."

2. The Articles of Incorporation be amended by adding thereto a new paragraph designated as "7-A" to read:

"Upon dissolution or liquidation of this Corporation for any cause, its assets shall pass only to a corporation or agency exempt under the provision of Section 50-1E-3 of the Federal Internal Revenue Code or its then appropriate counterpart or to the City of West Point, Clay County, Mississippi, to be used by it only for public purposes, as may be determined by the Trustees at the time of dissolution or liquidation."

3. The amendment was adopted by the Trustees (the Corporation being a non-stock, non-profit, charitable corporation with only Trustees) at a meeting held on February 24, 1965.

4. There are no shares of this Corporation and no capital stock. The only persons that have a right to manage the Corporation are its five Trustees. All five Trustees voted for the amendment.

5. There were no votes against the Amendment.

James M. White,
President

(Seal)

Thos. J. Tubb,
Secretary

STATE OF MISSISSIPPI
CLAY COUNTY

Personally appeared before me, the undersigned authority of law in and for the County and State aforesaid, Thos. J. Tubb, Secretary o f Dugan Memorial Home Association, Inc., who being by me first duly sworn says that the facts stated in the foregoing Amendment to the Articles of Incorporation of Dugan Memorial Home Association, Inc. are true as stated, and that James M. White, President, and he as Secretary executed the said amendment.

Thos. J. Tubb

Sworn to and subscribed before me on this, the ____ day of February, 1965.

(Seal)

Notary Public

My commission expires _____.

BOOK 180 PAGE 184

Received at the office of the Secretary of State, this the 29th day of March A. D., 1965, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Dadeur
SECRETARY OF STATE.

Jackson, Miss.,

March 29, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Marion R. McFadden
Assistant Attorney General.

State of Mississippi

EXECUTIVE OFFICE

Jackson

The within and foregoing Amendment to the Charter of Incorporation of

THE STREET MEDICAL FOUNDATION

is hereby approved.

In Testimony Whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the 1st day of April, 1965.

Attest:

Secretary of State.

Governor.

RESOLUTION OF TRUSTEES, AMENDING CHARTER
OF THE STREET MEDICAL FOUNDATION

WHEREAS, on the 15th day of April, 1960, the Charter of Incorporation of The Street Medical Foundation was approved by the Governor of the State of Mississippi, which Charter is recorded in the Records of Incorporation in the office of the Secretary of State of the State of Mississippi, Office Photostat Book Number 103, Pages 408-414; and

WHEREAS, it is deemed to be in the best interest of the corporation and its Trustees that the Charter of Incorporation be amended so that the Corporation will qualify for a tax exempt status under the terms and conditions of the Internal Revenue Code of 1954;

NOW, THEREFORE, BE IT RESOLVED that the said Charter of Incorporation of The Street Medical Foundation be amended in accordance with the law so that Paragraphs 7 and 10 of the Charter will read as follows:

"7. This corporation is created exclusively for charitable and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954. It shall provide medical treatment and hospitalization for indigent persons, and on a charitable basis, it shall pay the cost of the medical treatment and hospitalization of such persons as may be selected from time to time by the Board of Trustees.

"The organization shall conduct, promote and encourage medical and scientific research,

education and development for the welfare and benefit of the general public in such fields and in such manner as may be selected from time to time by the Board of Trustees. The organization is established to serve charitable public interests and not private individual interests.

"For the purpose of carrying on the corporation and in furtherance of its charitable and scientific purposes within the meaning of Section 501(c)(3), the corporation may receive by gift, devise or purchase, property, cash or other assets from time to time dedicated to the purposes herein enumerated. All funds so received, as well as those received, if any, through rent or other means for the use of any equipment or for services provided by the corporation shall be used exclusively for the furtherance of the charitable and scientific purposes set forth herein (less administrative expenses). No activity of any kind shall be conducted other than those set out herein which promote and are in harmony with the exempt purposes for which the Foundation is organized.

"Provided further that no part of said activity shall be for the purpose of carrying on propaganda or otherwise attempting to influence any legislation; nor shall said corporation participate in any political transaction within the meaning of Section 501(c) of

BOOK 150 PAGE 188

the Internal Revenue Code of 1954, or commit any act which would cause said corporation to lose its exempt status within the meaning of Section 501(c)(3) of the 1954 Code."

"10. The corporation shall operate on a strictly non-profit basis, and all monies, properties, and other assets coming into its hands shall be used exclusively for the activities of said corporation, and no profits or dividends shall ever be divided among its members; that in the event of a dissolution or liquidation of said corporation, any assets so remaining in its possession, title to which may be in the name of said corporation, shall upon said dissolution or liquidation become the property of the Sisters of Mercy, a Mississippi corporation, if said Sisters of Mercy are exempt or entitled to exemption under Section 501(c)(3) of the Internal Revenue Code of 1954. If, however, said Sisters of Mercy are not exempt or are not entitled to exemption under Section 501(c)(3), then in that event such assets on dissolution or liquidation shall be distributed to an organization exempt or entitled to exemption under the provisions of said Section 501(c)(3) of the Internal Revenue Code of 1954 or its then appropriate counterpart, or to the state or local government for a public purpose."

All other provisions of said Charter shall not be amended or changed.

BE IT FURTHER RESOLVED that Dr. A. Street, President, and Richard M. Nicholls, Secretary of the corporation be, and they are hereby authorized, empowered and directed to make application to the appropriate officers of the State of Mississippi for approval of the foregoing Amendment to the Charter of Incorporation of The Street Medical Foundation, and are further authorized, empowered and directed to execute all necessary Application, Certificates and documents and do all things required to secure approval thereof.

APPROVED:

DR. A. STREET, PRESIDENT

ATTEST:

RICHARD M. NICHOLLS, SECRETARY

STATE OF MISSISSIPPI

COUNTY OF WARREN

I, the undersigned RICHARD M. NICHOLLS, Secretary of The Street Medical Foundation, do hereby certify that the above and foregoing is a true and correct complete copy of a Resolution unanimously adopted by the Trustees of The Street Medical Foundation at a special meeting of the said Trustees duly and legally held in accordance with the by-laws of said corporation on the 1st day of _____, 1965, at which meeting there were present and voting in person or by proxy all

of the Trustees of said corporation.

WITNESS my signature on this the 29 day of March, 1965.

RICHARD M. NICHOLLS, SECRETARY OF
THE STREET MEDICAL FOUNDATION

SWORN TO AND SUBSCRIBED

BEFORE ME THIS THE 29

DAY OF March, 1965.

NOTARY PUBLIC

MY COMMISSION EXPIRES: 1-29-68

AMENDMENT TO THE CHARTER OF INCORPORATION OF THE STREET MEDICAL FOUNDATION

The undersigned, The Street Medical Foundation, does hereby present to the Secretary of State of the State of Mississippi the following Amendment to its Charter of Incorporation, which Charter is duly recorded in the Records of Incorporation in the Office of the Secretary of State of the State of Mississippi, in Office Photostat Book Number 103, Pages 408-414.

The Amendment to the Charter of Incorporation being confined to Paragraphs 7 and 10 so that said paragraphs will read as follows:

"7. This corporation is created exclusively for charitable and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954. It shall provide medical treatment and hospitalization for indigent persons, and on a charitable basis, it shall pay the cost of the medical treatment and hospitalization of such persons as may be selected from time to time by the Board of Trustees.

"The organization shall conduct, promote and encourage medical and scientific research, education and development for the welfare and benefit of the general public in such fields and in such manner as may be selected from

time to time by the Board of Trustees. The organization is established to serve charitable public interests and not private individual interests.

"For the purpose of carrying on the corporation and in furtherance of its charitable and scientific purposes within the meaning of Section 501(c)(3), the corporation may receive by gift, devise or purchase, property, cash or other assets from time to time dedicated to the purposes herein enumerated. All funds so received, as well as those received, if any, through rent or other means for the use of any equipment or for services provided by the corporation shall be used exclusively for the furtherance of the charitable and scientific purposes set forth herein (less administrative expenses). No activity of any kind shall be conducted other than those set out herein which promote and are in harmony with the exempt purposes for which the Foundation is organized.

"Provided further that no part of said activity shall be for the purpose of carrying on propaganda or otherwise attempting to influence any legislation; nor shall said corporation engage in any prohibited transaction within the meaning of Section 503(c) of the

Internal Revenue Code of 1954, or commit any act which would cause said corporation to lose its exempt status within the meaning of Section 501(c)(3) of the 1954 Code."

"10. The corporation shall operate on a strictly non-profit basis, and all monies, properties, and other assets coming into its hands shall be used exclusively for the activities of said corporation, and no profits or dividends shall ever be divided among its members; that in the event of a dissolution or liquidation of said corporation, any assets so remaining in its possession, title to which may be in the name of said corporation, shall upon said dissolution or liquidation become the property of the Sisters of Mercy, a Mississippi corporation, if said Sisters of Mercy are exempt or entitled to exemption under Section 501(c)(3) of the Internal Revenue Code of 1954. If, however, said Sisters of Mercy are not exempt or are not entitled to exemption under Section 501(c)(3), then in that event such assets on dissolution or liquidation shall be distributed to an organization exempt or entitled to exemption under the provisions of said Section 501(c)(3) of the Internal Revenue Code of 1954 or its then appropriate counterpart, or to the state or local government for a public purpose."

All other provisions of said Charter shall remain in full force and effect.

WITNESS the signature of The Street Medical Foundation, this the 29 day of March, 1965.

THE STREET MEDICAL FOUNDATION

BY: _____
DR. A. STREET, PRESIDENT

ATTEST:

_____
RICHARD M. NICHOLLS, SECRETARY

STATE OF MISSISSIPPI

COUNTY OF WARREN

PERSONALLY appeared before the undersigned, a Notary Public in and for said County and State, the above named DR. A. STREET, who acknowledged that as President, of, for and on behalf of, and in the name of the said THE STREET MEDICAL FOUNDATION, he signed and delivered the foregoing instrument of writing on the day and year therein mentioned, and also appeared RICHARD M. NICHOLLS, who acknowledged that as Secretary of said Corporation he affixed its corporate seal thereton on the day and year therein mentioned.

GIVEN under my hand and Official Seal on this the 29 day of _____, 196___.

_____
NOTARY PUBLIC

MY COMMISSION EXPIRES: _____

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

A. D., 1965, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

SECRETARY OF STATE.

Jackson, Miss.,

April 1, 1965

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

ATTORNEY GENERAL.

By

Assistant Attorney General.

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BOOK 150 PAGE 197

State of Mississippi

Office of Secretary of State
Jackson

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

TOWN OF ANGUILLA, MISSISSIPPI

was pursuant to the provisions of the laws of Mississippi recorded in the Records of Incorporations in this office, in PHOTOSTAT BOOK, NUMBER ONE-HUNDRED FIFTY, PAGES 197-202.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this SECOND day of April, 1965.

Heber Ladner

SECRETARY OF STATE

C-46

IN THE CHANCERY COURT OF SHARKEY COUNTY, MISSISSIPPI

IN RE: EXTENSION OF BOUNDARIES OF TOWN OF ANGUILLA, MISSISSIPPI

NO. 5936

FINAL DECREE

This day this cause coming on to be heard on petition herein filed by the Town of Anguilla, Sharkey County, Mississippi, praying for enlargement and extension of the boundaries of said municipality, oral and documentary evidence introduced at the hearing, and the Court finding as matters of fact:

That the Town of Anguilla is a duly incorporated town of the State of Mississippi, and situate in the County of Sharkey, in said State, having as its fixed boundaries the following land situate in said County and State, to-wit:

> Beginning at the corner common to Sections 8, 9, 16 and 17, Township 13 North, Range 6 West; Thence, North 89 degrees 49 minutes West along the line between Sections 8 and 17, 2,800 feet more or less to the centerthread of Deer Creek; Thence, in a Southerly direction following the centerthread of Deer Creek 4,225 feet more or less to its intersection with the North and South centerline of Section 17; Thence, South along the said North and South centerline of Section 17, 1,585 feet more or less to the south line of the North one-half of the Southeast Quarter; Thence, South 89 degrees 44 minutes East along the said South line of the North one-half of the Southeast Quarter 2,628 feet to the line between Sections 16 and 17; Thence, South along the line between Sections 16 and 17, 1,320 feet to the corner common to Sections 16 and 21, South 89 degrees 40 minutes East 2,616 feet; Thence, North along the north and south centerline of Section 16, 5,280 feet to the line between Sections 9 and 16; Thence, North 89 degrees 44 minutes West along the line between Sections 9 and 16, 2,611 feet to the corner common to Sections 8, 9, 16 and 17 and the point of beginning. All in Township 13 North, Range 6 West, Sharkey County, Mississippi.

And further finding that by ordinance duly adopted on the 2nd day of February, 1965, in regular session assembled the Mayor and Board of Aldermen of said Town of Anguilla proposed to extend and enlarge the boundaries of said Town so as to add to the corporate limits thereof

the lands lying adjacent thereto and in said County, more particularly described as follows, to-wit:

> Beginning at a point where the centerthread of Deer Creek intersects the North and South centerline of Section 17, Township 13 North, Range 6 West; Thence, in a westerly direction following the centerthread of Deer Creek 971 feet more or less to a point where it intersects the division line between Mrs. G. C. Fields and Mrs. Hallie F. Green; Thence, South along the said division line between Mrs. Green and Mrs. Fields 2,800 feet more or less to the line between Sections 17 and 20; Thence South 89 degrees 44 minutes East on the line between Sections 17 and 20, 3,564 feet to the corner common to Sections 16, 17, 20 and 21; Thence, North on the line between Sections 16 and 17, 1,320 feet; Thence, North 89 degrees 44 minutes West 2,628 feet to the North and South centerline of Section 17; Thence, North along the North and South centerline of Section 17, 1,585 feet more or less to the centerthread of Deer Creek and the Point of Beginning. All in Township 13 North, Range 6 West, Sharkey County, Mississippi.

And finding further that said additional area and territory proposed to be incorporated within the limits of said Town is not located within three miles of any other existing municipality, and the incorporation thereof within the Town of Anguilla, will not affect in any way such other municipality.

And further finding that the entire boundaries of the said Town of Anguilla as changed and extended, containing the original boundaries together with the said added area will comprise that land situate in the County of Sharkey, and State of Mississippi, more particularly described as follows, to-wit:

> Beginning at the corner common to Sections 8, 9, 16 and 17, Township 13 North, Range 6 West; Thence, North 89 degrees 49 minutes West along the line between Sections 8 and 17, 2,800 feet more or less to the centerthread of Deer Creek; Thence in a Southerly direction following the centerthread of Deer Creek 4,225 feet to its intersection with the north and south centerline of Section 17; Thence in a westerly direction following the centerthread of Deer Creek 971 feet more or less to the division line between Mrs. G. C. Fields and Mrs. Hallie F. Green; Thence, South along the said division line between Mrs. Fields and Mrs. Green 2,800 feet more or less to the South line of said Section 17; Thence, South 89 degrees 44 minutes East along the line between Sections 17 and 20, 3,564 feet to the corner common to Sections 16, 17, 20 and 21; Thence, South 89 degrees 40

minutes East along the line between Sections 16 and 20, 2,616 feet; Thence, North along the north and south centerline of the said Section 16, 5,280 feet to the North line of the said Section 16; Thence, North 89 degrees 44 minutes West along the line between Sections 9 and 16, 2,611 feet to the corner common to Sections 8, 9, 16 and 17, and the Point of Beginning. All in Township 13 North, Range 6 West, Sharkey County, Mississippi.

And further finding that due publication of said original ordinance as passed by the Town of Anguilla was published as required by law in the Deer Creek Pilot, a newspaper published in the Town of Rolling Fork and having a general circulation in Sharkey County, Mississippi, certified copy of which ordinance is attached as Exhibit "A" to the petition herein filed; and further finding athat there is attached as Exhibit "B" to said petition a map prepared by Wallace Carter, Jr., Civil Engineer, showing the original boundaries of said municipality, the area to be added thereto, and the over-all boundaries of said Town as proposed to be changed.

And further finding that by decree previously entered in this cause, final hearing on said petition was set for 10 o'clock A. M., Friday, the 12th day of March, 1965, in vacation at the Courthouse in Greenville, Mississippi, and that said day and time having arrived after publication of notice thereof in said Deer Creek Pilot for three consecutive weeks preceding said hearing, proof of publication of which is on file in this cause, and posting true copies of said notice in three public places in said municipality for three weeks next preceding this hearing, and no protest of any kind having been filed, or any oral protest having been made at this hearing to said proposed extension and enlargement of the boundaries of said municipality.

And the Court now finding from the evidence presented at this hearing that the proposed enlargement of said municipality of Anguilla, is reasonable and is required by public convenience and necessity and that reasonable public and municipal services will be rendered in the

annexed territory within a reasonable time, and being fully advised in the premises.

IT IS NOW THEREFORE ORDERED, ADJUDGED AND DECREED:

I.

That the proposed enlargement and extension of the boundaries of the municipality of Anguilla, Mississippi, as particularly described in this decree, be and the same is hereby ratified and confirmed.

II.

That the boundaries of said municipality of Anguilla as altered shall be described as follows, to-wit:

> That certain land situate in the County of Sharkey, State of Mississippi, more particularly described as follows, to-wit:
>
> Beginning at the corner common to Sections 8, 9, 16 and 17, Township 13 North, Range 6 West; Thence, North 89 degrees 49 minutes West along the line between Sections 8 and 17, 2,800 feet more or less to the centerthread of Deer Creek; Thence in a Southerly direction following the centerthread of Deer Creek 4,225 feet to its intersection with the north and south centerline of Section 17; Thence in a westerly direction following the centerthread of Deer Creek 971 feet more or less to the division line between Mrs. G. C. Fields and Mrs. Hallie F. Green; Thence, South along the said division line between Mrs. Fields and Mrs. Green 2, 800 feet more or less to the South line of said Section 17; Thence South 89 degrees 44 minutes East along the line between Sections 17 and 20, 3,564 feet to the corner common to Sections 16, 17, 20 and 21; Thence, South 89 degrees 40 minutes East along the line between Sections 16 and 20, 2,616 feet; Thence, North along the north and south centerline of the said Section 16, 5,280 feet to the North line of the said Section 16; Thence, North 89 degrees 44 minutes West along the line between Sections 9 and 16, 2,611 feet to the corner common to Sections 8, 9, 16 and 17, and the Point of Beginning. All in Township 13 North, Range 6 West, Sharkey County, Mississippi.

III.

That after ten days from this date, no appeal having been taken from this decree, the Clerk of this Court shall forward to the Secretary of State of the State of Mississippi, a certified copy of this decree.

IV.

That a copy of a survey or plat of said extended corporate limits be filed in the plat records of said Sharkey County, Mississippi.

V.

That all costs in this behalf be assessed against the Town of Anguilla, Mississippi.

ORDERED, ADJUDGED AND DECREED this 12th day of March, 1965.

CHANCELLOR

STATE OF MISSISSIPPI
SHARKEY COUNTY

I, E. D. Shropshire, Clerk of the Chancery Court of the above named County and State, do certify that the foregoing instrument is a true and correct copy of the original as appears in Chancery Minute Book No. 13, Page 463, of the records of my office.

Witness my signature and seal of court this the 30th day of March, 1965 xxxx.

E. D. SHROPSHIRE, Chancery Clerk

By [signature] D. C.

BOOK 150 PAGE 203

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE POST OFFICE 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 SECOND DAY OF APRIL, A. D., 1965

Paul B Johnson

Governor

By the Governor

Secretary of State

BOOK 150 PAGE 204

MINUTES OF A MEETING OF THE

POST OFFICE CLUB

HELD IN THE OFFICES OF LOTT AND SANDERS IN THE AVEN BUILDING, GREENWOOD, MISSISSIPPI, ON MARCH 30, 1965.

The meeting of members of the Post Office Club was called to order by acting president Sam W. Williams. On motion made by Mr. W. A. Shurtleff, Jr., Stanny Sanders was elected as acting secretary.

Mr. Sam W. Williams called the group's attention to the fact that there is no private club on Howard Street in Greenwood, and stated that he thought the Post Office Club should give serious consideration to organizing a private dining club in this section of town. This suggestion was well received by the members present, who were in unanimous agreement that such a club, composed of a selected membership of people with similar interests, could provide not only a source of great pleasure but of great benefit to its members.

Stanny Sanders stated that he had just had occasion to help in the organization of a similar private dining club elsewhere in Greenwood, and suggested that the club incorporate as a non-profit, non-share fraternal organization. Thereupon John E. Ashcraft formally moved that the organization be incorporated as a fraternal organization on a non-profit, non-share basis. As a part of his motion, he moved that the corporation bear the corporate name of "The Post Office Club, Inc.," and that Sam W. Williams, W. A. Shurtleff, Jr., and John E. Ashcraft be authorized to apply for the charter. W. A. Shurtleff, Jr., seconded the motion, and it was unanimously carried.

After further discussion with reference to formation of the private dining club, the meeting adjourned.

Sam W. Williams, Acting President

Stanny Sanders, Acting Secretary

I, Stanny Sanders, acting secretary of The Post Office Club, hereby certify that the above and foregoing is a true and correct copy of the minutes of a meeting of said organization which was held at the offices of Lott and Sanders in the Aven Building in Greenwood, Mississippi, on March 30, 1965.

Witness my signature this the 30 day of March, 1965.

Stanny Sanders

THE CHARTER OF INCORPORATION
OF
THE POST OFFICE CLUB, INC.

1. The corporate title of said company is The Post Office Club, Inc.

2. The names and post office addresses of the incorporators, all of whom are adult resident citizens of the City of Greenwood, Leflore County, Mississippi, are Sam W. Williams, 609 Poplar, Greenwood, Mississippi; W. A. Shurtleff, Jr., 205 Peel, Greenwood, Mississippi; and John E. Ashcraft, 500 Bell, Greenwood, Mississippi.

3. The domicile of the corporation in the State of Mississippi will be Room 226, Aven Building, 210 West Washington Street, Greenwood, Mississippi.

4. This corporation is a non-profit corporation, and no shares of stock are to be issued.

5. The period of existence of the corporation is perpetual.

6. The purposes for which the corporation is created are as follows:

> The corporation will be a fraternal and social organization, having as its purpose the pleasure and recreation of its members and also the cultivation of sociability, cordiality, and friendship among its members. It will operate a private dining club and place of refreshment for the exclusive use of its selected members. This will be done on the basis that as people know each other better, they will understand and like each other better; and that in taking refreshment and dining together members of the Club will have the opportunity to exchange ideas on matters of common interest and to discuss common problems, hopes, and

aspirations. This will lead to the betterment, not only of the individual members of the Club, but of the community at large.

The rights and powers that are to be exercised by said corporation are as follows:

(a) To operate a private dining club and place of refreshment for the exclusive use of its selected members.

(b) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in, real or personal property or any interest therein, wherever situated.

(c) To sell, convey, mortgage, pledge, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(d) To sue and be sued, complain and defend, in its corporate name.

(e) To have a corporate seal which may be altered at pleasure, and to use the same by causing it or a facsimile thereof to be impressed or affixed or in any other manner reproduced.

(f) To make contracts.

(g) To elect or appoint officers and agents of the corporation and define their duties.

(h) To make and alter by-laws, not inconsistent with these articles of incorporation or with the laws of this state for the administration and regulation of the affairs of the corporation.

(i) To cease its corporate activities and surrender its corporate franchise.

(j) To have and exercise all powers necessary or convenient to effect any or all of the purposes for which this corporation is organized.

7. This corporation is not organized for profit, and no part of the net earnings of this corporation shall inure to the benefit of any private member or individual.

No activities of this corporation shall be undertaken that would adversely affect its status as a non-profit, non-share organization under the provisions of Section 501(c)(6) of the United States Internal Revenue Code of 1954 or under the provisions of Section 9220-15, Mississippi Code of 1942, as amended, or any amendatory legislation or applicable regulation.

This corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right 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 such members and 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. The corporation shall not be required to make publication of its charter.

INCORPORATORS

STATE OF MISSISSIPPI

COUNTY OF LEFLORE

This day personally appeared before me, the undersigned authority of law in and for said County and State, Sam W. Williams, W. A. Shurtleff, Jr., and John E. Ashcraft, all of

whom are adult resident citizens of the State of Mississippi, incorporators of the corporation known as The Post Office Club, Inc., who acknowledged that they signed and executed the above and foregoing articles of corporation as their act and deed on this the 30th day of March, 1965.

Given under my hand and official seal on this the 30th day of March, 1965.

Notary Public

My commission expires ~~Sept 29, 1966~~

Received at the office of the Secretary of State, this the 1st day of April, 1965, together with the sum of $20.00 deposited to cover the recording fee and referred to the Attorney General for his opinion.

Secretary of State

April 1, 1965

I 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.

Joe T. Patterson
Attorney General

By Martin R. McLendon
Assistant Attorney General

BOOK 150 PAGE 209

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE BYRD 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 SECOND DAY OF APRIL, A. D., 1965.

Paul B Johnson

Governor

By the Governor

Dikes Ladner

Secretary of State

BOOK 150 PAGE 210

MINUTES OF A MEETING OF THE
BYRD CLUB HELD IN THE OFFICES
OF LOTT AND SANDERS IN THE
AVEN BUILDING, GREENWOOD,
MISSISSIPPI, ON MARCH 29, 1965

The meeting was called to order by acting president C. J. McElroy. On motion of Mr. Louis Post, Jr., Stanny Sanders was elected as acting secretary.

Mr. Louis Post, Jr., discussed the fact that it would be very beneficial for The Byrd Club if the organization could be expanded so as to include among its members selected individuals of the Greenwood community and its surrounding area who have common backgrounds and common interests and who would like to have refreshments with and dine with their fellow members from time to time in an attitude of cordiality, sociability, and friendship. Mr. Post pointed out that such a group could do much toward the betterment of the understanding of common problems and common aims, and could contribute much to the welfare of this area and of the individuals who live here. He then suggested that the organization be incorporated under the laws of the State of Mississippi, and asked the advice of Mr. Stanny Sanders, an attorney, as to whether this could be done without too much cost and involvement. Mr. Sanders stated that in his opinion the suggested corporation could be organized on a non-profit, non-share basis without too much expense or procedural difficulty. Mr. Post then moved that the organization be incorporated as a fraternal organization under the corporate name of "The Byrd Club, Inc.," on a non-profit, non-share basis. He included as a part of his motion that C. J. McElroy, James K. Dickerson and Louis Post, Jr., all adult residents of Greenwood, Mississippi, be authorized to apply for a charter. C. J. McElroy seconded the motion and it was unanimously passed.

After some enthusiastic discussion as to the Club's future and its potential benefit to its members and to the community, the meeting adjourned.

C. J. McElroy, Acting President

Stanny Sanders, Acting Secretary

I, Stanny Sanders, acting secretary of The Byrd Club, hereby certify that the above and foregoing is a true and correct copy of the minutes of a meeting of said organization which was held at the offices of Lott and Sanders in the Aven Building in Greenwood, Mississippi, on March 29, 1965.

Witness my signature this the 29th day of March, 1965.

Stanny Sanders

THE CHARTER OF INCORPORATION
OF
THE BYRD CLUB, INC.

1. The corporate title of said company is The Byrd Club, Inc.

2. The names and post office addresses of the incorporators, all of whom are adult resident citizens of the City of Greenwood, Leflore County, Mississippi, are C. J. McElroy, 500 Taylor Drive, Greenwood, Mississippi; Louis Post, Jr., 507 Robert E. Lee Drive, Greenwood, Mississippi; and James K. Dickerson, 407 West Harding, Greenwood, Mississippi.

3. The domicile of the corporation in the State of Mississippi will be Room 226, Aven Building, 210 West Washington Street, Greenwood, Mississippi.

4. This corporation is a non-profit corporation, and no shares of stock are to be issued.

5. The period of existence of the corporation is perpetual.

6. The purposes for which the corporation is created are as follows:

The Club will be a fraternal and social organization, having as its purpose the pleasure and recreation of its members and also the cultivation of sociability, cordiality, and friendship among its members. It will operate a private dining club and place of refreshment for the exclusive use of its selected members. This will be done on the basis that as people know each other better, they will understand and like each other better; and that in taking refreshment and dining together members of the Club will have the opportunity to exchange ideas on matters of common interest and to discuss common problems, hopes, and aspirations. This will lead to

the betterment, not only of the individual members of the Club, but of the community at large.

The rights and powers that are to be exercised by said corporation are as follows:

(a) To operate a private dining club and place of refreshment for the exclusive use of its selected members.

(b) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in, real or personal property or any interest therein, wherever situated.

(c) To sell, convey, mortgage, pledge, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(d) To sue and be sued, complain and defend, in its corporate name.

(e) To have a corporate seal which may be altered at pleasure, and to use the same by causing it or a facsimile thereof to be impressed or affixed or in any other manner reproduced.

(f) To make contracts.

(g) To elect or appoint officers and agents of the corporation and define their duties.

(h) To make and alter by-laws, not inconsistent with these articles of incorporation or with the laws of this state for the administration and regulation of the affairs of the corporation.

(i) To cease its corporate activities and surrender its corporate franchise.

(j) To have and exercise all powers necessary or convenient to effect any or all of the purposes for which this corporation is organized.

7. This corporation is not organized for profit, and no part of the net earnings of this corporation shall inure to the benefit of any private member or individual.

No activities of this corporation shall be undertaken that would adversely affect its status as a non-profit, non-share organization under the provisions of Section 501(c)(6) of the United States Internal Revenue Code of 1954 or under the provisions of Section 9220-15, Mississippi Code of 1942, as amended, or any amendatory legislation or applicable regulation.

This corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right 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 such members and 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. The corporation shall not be required to make publication of its charter.

C. J. McElroy

Louis Post Jr.

James K. Dickerson

INCORPORATORS

STATE OF MISSISSIPPI

COUNTY OF LEFLORE

This day personally appeared before me, the undersigned authority of law in and for said County and State, C. J. McElroy, Louis Post, Jr., and James K. Dickerson, all of whom

are adult resident citizens of the State of Mississippi, incorporators of the corporation known as The Byrd Club, Inc., who acknowledged that they signed and executed the above and foregoing articles of corporation as their act and deed on this the 29th day of March, 1965.

Given under my hand and official seal on this the 29th day of March, 1965.

NOTARY PUBLIC

Notary Public

My commission expires Sept 29, 1966.

Received at the office of the Secretary of State, this the 1st day of April, 1965, together with the sum of $20.00 deposited to cover the recording fee and referred to the Attorney General for his opinion.

Secretary of State

April 1, 1965

I 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.

Attorney General

By Assistant Attorney General

BOOK 150 PAGE 215

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PRENTISS COUNTY C B 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 7th day of April A. D., 1965.

Paul B. Johnson

Governor

By the Governor

Secretary of State

RESOLUTION OF THE MEMBERS OF THE PRENTISS COUNTY C B CLUB OF PRENTISS COUNTY, MISSISSIPPI, AUTHORIZING THREE MEMBERS THEREOF TO EXECUTE AN APPLICATION FOR A CHARTER OF INCORPORATION.

WHEREAS, On the 5th day of January, 1965 a duly called meeting of the members of the Prentiss County C B Club of Prentiss County, Mississippi was had at the Courthouse at Booneville, Prentiss County, Mississippi, and a majority of all members being present; and,

Whereas, It was the unanimous desire of all members present to obtain a Charter of Incorporation of the Prentiss County C B Club; and,

WHEREAS, Jimmy Hodges, President of said Club, formally introduced the following Resolution, to-wit:

> A Resolution to authorize Ellis Finch, Dr. David Budlowe and Carmon Walden to execute an application for a Charter of Incorporation of the Prentiss County C B Club,

and moved that the same be accepted and adopted. Member Charles Bolton seconded the motion. A vote was taken thereon and unanimously adopted.

NOW, THEREFORE, BE IT RESOLVED AND ORDERED that Ellis Finch, Dr. David Budlowe and Carmon Walden, adult resident citizens of Prentiss County, Mississippi, be and they are hereby authorized, empowered and directed to execute an application for a Charter of Incorporation of the Prentiss County C B Club, as a non-profit, non-share corporation.

Unanimously adopted this 5th day of January, 1965.

Jimmy Hodges
President

ATTEST:

R. C. Balton
Secretary

THE CHARTER OF INCORPORATION OF THE PRENTISS COUNTY C B CLUB.

The Corporate Title is THE PRENTISS COUNTY C B CLUB.

The names and addresses of the Incorporators are:

Ellis Finch — Post Office, Box 46, Booneville, Miss., Street address, 202 Davis Street.

Dr. David Budlowe — Post Office, Box 163, Booneville, Miss., Street address, Elm Street (unnumbered)

Carmon Walden — Post Office, Box 71, Booneville, Miss., Street address, 106 State Street.

All of the above incorporators are adult resident citizens of the State of Mississip

The domicile of the Corporation is Main Street (unnumbered) Booneville, Mississippi.

The Prentiss County C B Club is non-profit and no shares of stock are to be issued.

The period of existence is perpetual.

The purposes for which the Corporation is created are for carrying on private short distance radio communications, as authorized and permitted by Part 95 of the Rules and Regulations of the Federal Communications Commission, and to promote understanding and courtesy among others sharing the eleven (11) meter band and to exchange ideas on citizens band equipment and their usage and to offer communication and assistance during times of disaster or distress.

The said Corporation shall not be required to make publication of its Charter, shall issue no shares of stock, shall divide no dividents 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 property of the Corporation may be distributed

~~the provisions of Chapter 4, Title 21, Mississippi Code of 1942, Recompiled, and amendments thereto~~

The Corporation may begin business operations immediately after the issuance of its Charter.

Respectfully submitted;

Ellis Finch

David Budlowe, M.D.

Carmon Walden

STATE OF MISSISSIPPI
PRENTISS COUNTY

Personally appeared before me, the undersigned official, in and for said State and County, the within named Ellis Finch, Dr. David Budlowe and Carmon Walden, who acknowledged that they executed the foregoing application for Charter of Incorporation as their act and deed.

Given under my hand and seal this 16th day of February, 1965.

Lennie Truitt
NOTARY PUBLIC

My Commission Expires:
April 14, 1965

Received at the Office of the Secretary of State this the 19th day of February, 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Haden
SECRETARY OF STATE

BOOK 150 PAGE 220

Jackson, Mississippi
March 1, 1965

I 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.

JOE T. PATTERSON, ATTORNEY GENERAL

BY: Martin R. McLeod
Asst. ATTORNEY GENERAL

BOOK 150 PAGE 221

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

ACKERMAN 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 7th day of April A. D., 1965.

Paul B Johnson
Governor

By the Governor

Secretary of State

CHURCH RESOLUTION AUTHORIZING INCORPORATION OF THE ACKERMAN BAPTIST CHURCH, ACKERMAN, MISSISSIPPI

WHEREAS, the Ackerman Baptist Church, Ackerman, Mississippi, by proper resolution and vote has heretofore named, elected, constituted and appointed John Keen, J. L. McGaugh, J. V. Trussell, R. L. Cooper and Lever Worrell, as its Trustees to manage and hold title to all of the properties and other assets of the said Ackerman Baptist Church; and

WHEREAS, the membership of said Ackerman Baptist Church, has on this date, at its regular monthly business meeting, determined, decided and voted by resolution to incorporate said church in preparation for a new building and/or repair program which it now appears that said church will enter upon, and in order to accomplish said purposes, adopted the following resolution, to-wit:

NOW, THEREFORE, BE IT RESOLVED by the Ackerman Baptist Church, Ackerman, Mississippi, that the above named Trustees, to-wit: John Keen, J. L. McGaugh, J. V. Trussell, R. L. Cooper and Lever Worrell, be, and they are hereby duly named, elected, constituted and appointed to act for said Ackerman Baptist Church and in its behalf in whatever action may be necessary or desirable to incorporate said church for religious purposes.

Be it further resolved that said above named Trustees be, and they are hereby furthermore authorized and empowered for and on behalf of said Ackerman Baptist Church to act as

incorporators, to enter into written agreements, contracts, and covenants with church building and savings associations, banking corporations and any and all other persons, firms or corporations necessary to accomplish the issuance of a bond program, or otherwise borrowing money with which to finance new construction and/or repairs and to take any and all other steps as may be necessary or advisable to effect a corporation, or for the purpose of issuing building bonds, or otherwise borrowing money with which to finance new construction and/or repairs for said Ackerman Baptist Church.

Be it further resolved that the above named Trustees are furthermore authorized and empowered to pledge, encumber and hypothecate the property and assets of the Ackerman Baptist Church, to enter into contracts, to borrow money, to issue bonds, make, execute and deliver promissory notes, and any and all other like actions and matters which may be necessary or advisable for new church building construction or repairs.

Be it further resolved that the above named Trustees shall continue in office with full authority herein granted until successors have been duly and properly elected and qualified in the manner and form heretofore decided upon, or as may hereinafter be decided upon, by said Ackerman Baptist Church.

Be it further resolved that any and all successor Trustees of said church be vested with the same authority herein granted until their successors have been duly and properly elected and qualified as hereinabove mentioned.

Be it further resolved that the said Ackerman Baptist

Church be bound by this resolution, and the acts of its Trustees.

A motion to adopt the foregoing resolution was seconded, and, the question being put to a roll call vote said motion received the affirmative vote of a majority of the members present, and, therefore, this resolution is adopted by the Ackerman Baptist Church at its regular monthly business meeting on this the 10th day of March, 1965.

CERTIFICATE

STATE OF MISSISSIPPI,
COUNTY OF CHOCTAW.

I, M. D. SKINNER, Church Clerk for the Ackerman Baptist Church, Ackerman, Mississippi, do hereby certify that the foregoing constitutes a true and correct copy of the proceedings had, and the resolution adopted by, the Ackerman Baptist Church at its regular monthly business meeting held on March 10th, 1965, insofar as the same relate to the incorporation of said church and the authority delegated and granted to the Board of Trustees of said church and the borrowing of money for the purpose of providing funds to defray the expenses of a new building program and/or repairs for the Ackerman Baptist Church.

I do further certify that, prior to the making of this certificate, the said proceedings have been spread at length upon the Minutes of the said Ackerman Baptist Church for the regular business meeting held on March 10th, 1965.

IN WITNESS WHEREOF, I have hereunto set my hand on this the 11th day of March, 1965.

Maxie D Skinner
Church Clerk

BOOK 150 PAGE 226

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

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

THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is: Ackerman Baptist Church

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
J. V. Trussell	P. O. Drawer 370	Ackerman,	Mississippi
John Keen	Route 3, Box 170	Ackerman,	Mississippi
J. L. McGaugh	Route 3, Box 196	Ackerman,	Mississippi
R. L. Cooper	P. O. Box 223	Ackerman,	Mississippi
Lever Worrell	P. O. Box 132	Ackerman,	Mississippi

All of the above named incorporators are bona fide, adult, resident citizens of Choctaw County, State of Mississippi.

3. The domicile is at Ackerman, Mississippi
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This is a church, and, therefore, a religious corporation or organization. This corporation is non-profit and no shares of stock shall be issued.

5. Period of existence shall be perpetual.

This being a non-profit corporation, the period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purpose for which the corporation is created:

1. To further by all proper and legal agencies and means the religious and moral instruction and the support of public worship, building of churches and chapels, and the maintenance of all missionary undertakings.
2. To secure and circulate literature with reference to religious and moral instruction.
3. To collect tithes and offerings from members and the public, to make gifts and appropriations from any and all its resources from time to time, to carry out the objects and purposes of the corporation, to hypothecate its income and its property of all kinds for the purpose of repairing and maintaining or building of churches or other structures used or maintained for the purposes of the corporation, to generally organize and act as a Baptist Church in all respects not contrary to law.
4. To carry out all purposes and objects whether specified herein or not, which are desirable, advantageous, or incidental to the purposes for which this corporation is formed.
5. To borrow money and secure same and/or issue bonds of the corporation for the purpose of building, maintaining, or repairing buildings or structures which are used in connection with the purpose of this corporation.
6. No dividends shall be declared or paid to members and no member or members shall personally gain or secure individual profit from said corporation.
7. None of the real or personal property shall ever be used or expended except in carrying out legitimate ends and aims of the corporation.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by existing laws, and amendments thereto.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

BOOK 150 PAGE 228

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Witness our signatures, this the 24th day of March, 1965.

Signatures: J. V. Trussell
John Leon
J. L. McGaugh
R. L. Cooper
Lever Worrell

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Choctaw

This day personally appeared before me, the undersigned authority J. V. Trussell, John Leon, J. L. McGaugh, R. L. Cooper, Lever Worrell, incorporators of the corporation known as the Ackerman Baptist Church who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 24th day of March, 19 65

My Commission expires; Jan., 1, 1968 W. W. Stephenson, Circuit Court Clerk

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 30th day of March A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Rodgers
Secretary of State

Jackson, Miss., March 30, 1965

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

Joe T. Patterson
Attorney General

By Martin R. McLendon
Assistant Attorney General

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

BOOK 150 PAGE 229

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

JEFFERSON COUNTY CHAMBER OF COMMERCE, 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 7th day of April A. D., 1965

Paul B. Johnson
Governor

By the Governor

Secretary of State

RESOLUTION

WHEREAS, the Jefferson County Chamber of Commerce is now duly organized and of service in Jefferson County, Mississippi; and,

WHEREAS, said Chamber of Commerce is desirous of being incorporated under the Laws of the State of Mississippi, as a non-profit corporation; and,

WHEREAS, said organization is now duly and legally in session.

NOW, THEREFORE, be it resolved by the Jefferson County Chamber of Commerce that said organization be incorporated under the Laws of the State of Mississippi, Jefferson County Chamber of Commerce, Inc., domiciled at the Town Hall, Fayette, Mississippi, and that said Corporation be non-profit, no shares, and that the period of existence shall be perpetual.

Further, that R. J. Allen, Jimmie Walker, Carroll J. McLaurin, and Farar Truly be, and they are hereby authorized and directed to act as incorporators of the Jefferson County Chamber of Commerce, Inc., being adopted this the 22nd day of March, A. D., 1965.

I, Marie Farr Walker, Secretary of the Jefferson County Chamber of Commerce, Inc., do hereby certify that the foregoing is a true and exact copy of the Resolution adopted at a regular meeting of the Chamber of Commerce on the 20th day of February, A. D., 1965.

WITNESS my signature this the 25 day of March, A. D., 1965.

Marie Farr Walker
Secretary

Sworn to and subscribed before me this the 25 day of March, A. D., 1965.

Benjamin T. Smith
Notary Public

My Commission Expires:

May 7, 1965

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

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

THE CHARTER OF INCORPORATION OF

JEFFERSON COUNTY CHAMBER OF COMMERCE, INC.

1. The corporate title of said company is:

Jefferson County Chamber of Commerce, Inc.

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
R. J. Allen	Main Street (no number)	Fayette	Mississippi
Jimmie Walker	Main Street (no number)	Fayette	Mississippi
Carroll J. McLaurin	Main Street (no number)	Fayette	Mississippi
Farar Truly	Main Street (no number)	Fayette	Mississippi

Each incorporator is an adult resident citizen of the State of Mississippi.

3. The domicile is at Town Hall (Poindexter St.) (Street and No.) Fayette (City) Mississippi (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This corporation is non-profit and no shares of stock will be issued.

This is a Community Service Organization, organized for the purpose of encouraging and promoting a better Business, Agricultural, and Industrial Climate.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights ond powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

A. The Corporation shall be a Community Service Corporation and shall advise and assist merchants, wholesale dealers, existing industry, new industry, new industry prospects, and agriculture producers and markets in helping to create more income for the area.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: R. J. Allen
Jimmie Walker
Carroll J. McLaurin
Farer Truly

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of Jefferson

This day personally appeared before me, the undersigned authority R. J. Allen, Jimmie Walker, Carroll J. McLaurin, Farer Truly, incorporators of the corporation known as the Jefferson County Chamber of Commerce, 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 March, 1965

My Comm. expires May 7, 1965

Margorie T. Smith
Notary Public

STATE OF MISSISSIPPI
County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 29th day of March A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Ladner
Secretary of State

Jackson, Miss., March 29, 1965

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

Joe T. Patterson
Attorney General

By Martin R. McLendon
Assistant Attorney General

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

BOOK 150 PAGE 234

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

HARLAND CREEK COMMUNITY WATER 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 7th day of April A. D., 1965

Paul B. Johnson
Governor

By the Governor

Secretary of State

HARLAND CREEK COMMUNITY WATER ASSOCIATION

MINUTES OF SPECIAL MEETING HELD MARCH 9, 1965

A special meeting of the members of the Harland Creek Community Water Association was held at 4:00 P.M. o'clock in Baughn's Store, Holmes County, Mississippi. The meeting was called to order by the President and it was determined that a quorum was present. The members were advised of the procedure to be followed in organizing a nonprofit corporation for the purpose of establishing a rural waterwork system.

After a full discussion it was the unanimous opinion of those present that the Harland Creek Community Water Association should own and operate a rural waterwork system and that it should apply for a charter. On motion made, seconded and unanimously passed, Aubrey Pierce, Oscar Rogers, Thena L. Baughn, Joe C. Ables and H. V. Spell, each being adult resident citizens of Holmes County, Mississippi, were authorized to apply for a Charter of Incorporation for the Harland Creek Community Water Association, under Section 5310.1, as amended by Chapter 267 of the Mississippi Laws of 1964, of the Mississippi Code of 1942 recompiled.

There being no further business to come before the members of the Association, the meeting was adjourned.

Thena L. Baughn
Secretary

CERTIFICATE

I, Thena L. Baughn, Secretary of the Harland Creek Community Water Association, do hereby certify that the above and foregoing constitutes a true, correct and compared copy of the minutes of the members of the Association of the Harland Creek Community Water Association, as adopted at its special meeting on March 9, 1965, and as the same appears of record in the minutes of said Association, which are in the custody of the undersigned.

Certified this the 10th day of March, 1965.

Thena L. Baughn
Secretary

BOOK 150 PAGE 236

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

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

THE CHARTER OF INCORPORATION OF

Harland Creek Community Water Association

1. The corporate title of said company is: Harland Creek Community Water Association

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Aubrey Pierce	Route 1	Lexington,	Mississippi
Oscar Rogers	Route 4	Lexington,	Mississippi
Thena L. Baughn	Route 1	Lexington,	Mississippi
Joe C. Ables	Route 1	Lexington,	Mississippi
H. V. Spell	Route 1	Lexington,	Mississippi

Each incorporator is an adult resident citizen of the State of Mississippi.

3. The domicile is at 100 Oak Street (Street and No.) Lexington (City) Mississippi (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This charter is for a non-profit, non-share rural water system corporation. There is to be no stock issued in this corporation.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

a. To own and operate a rural water system.

b. To associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end to construct, maintain and operate a private water system for the supplying of water for domestic, livestock and garden purposes, and for all other purposes not contrary to law, to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied, and to engage in any activity relatedthereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation and maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

c. To borrow from any source, money, goods or services without limitations as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

d. To acquire, and to hold, own and excercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become a member or a stockholder of any other corporation or association engaged in any related activities.

e. To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the non-profit corporation or incidental thereof.

f. To establish reserves and to invest the funds thereof in stocks, bonds, and other property as the board of directors may deem satisfactory.

g. To levy assessments in such manner and in such amount as may be provided in the by-laws of this non-profit corporation.

h. To have and exercise all powers, privileges and rights conferred on non-profit corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this non-profit corporation is formed, except such as are inconsistent with the express provisions of the act under which this non-profit corporation is incorporated.

i. The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors

8. The names and addressed of the members of the initial board of directors who shall hold office until the first annual meeting of the members, and until their successors shall have been elected, and qualified, as provided in the by-laws, are: Aubrey Pierce, Route 1, Lexington, Mississippi;
Oscar Rogers, Route 4, Lexington, Mississippi;
Thena L. Baughn, Route 1, Lexington, Mississippi;
Joe C. Ables, Route 1, Lexington, Mississippi;
H. V. Spell, Route 1, Lexington, Mississippi.

The initial board of directors shall have the direction of the affairs

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

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of the corporation and shall meet/5 days after issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws and taking such other actions as necessary to perfect the organization of the corporation and make a report thereof. Thereafter by-laws may be amended and officers elected as provided in such by-laws.

Signatures: Aubrey Pierce
Oscar Rogers
Thena L Baughn
Joe C. Ables
H V Spell
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of HOLMES

This day personally appeared before me, the undersigned authority, Aubrey Pierce, Oscar Rogers, Thena L. Baughn, Joe C. Ables, H. V. Spell, _____, _____, incorporators of the corporation known as the Harland Creek Community Water 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 15 day of March, 1965

Mrs Elaine Ellington, Chancery Clerk

STATE OF MISSISSIPPI
County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____, incorporators of the corporation known as the _____ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 19____

_____

Received at the office of the Secretary of State this the 31st day of March A.D., 1965, together with the sum of $20 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Eddie Rader
Secretary of State

Jackson, Miss., April 1, 1965

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

Joe T. Patterson
Attorney General

By Martin B McLendon
Assistant Attorney General

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

BOOK 150 PAGE 239

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

OXFORD LITTLE-UNS BASEBALL 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 7th day of April A. D., 1965.

Paul B Johnson

Governor

By the Governor

Heber Ladner

Secretary of State

BOOK 150 PAGE 240

WHEREAS, it is the opinion of the Board of Commissioners of the Oxford Little-uns Baseball League that it will be to the advantage of said organization to incorporate,

BE IT HEREBY RESOLVED that the following commissioners be designated as incorporators and authorized, directed, and empowered to make application to the Secretary of State, State of Mississippi, for a grant of charter of incorporation: Rufus Jones, Robert Hickey, Harold Haney and Hugh C. Wiley, Jr.

* * * * *

I, Hugh C. Wiley, Jr., Secretary of the Oxford Little-uns Baseball League, do hereby certify that the foregoing is a true and correct copy of a resolution adopted by the Oxford Little-uns Baseball League Board of Commissioners at its meeting of March 19, 1965.

Hugh C. Wiley Jr.
SECRETARY

* * * * *

STATE OF MISSISSIPPI
COUNTY OF LAFAYETTE

This day personally appeared before me, the undersigned authority in and for the State and County aforesaid, Hugh C. Wiley, Jr., who is known by me to be the Secretary of the Oxford Little-uns Baseball League, and who signed the foregoing document on this the 19th day of March, 1965.

Peter A. Stevens
NOTARY PUBLIC

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

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

THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is: Oxford Little-Uns Baseball League

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Rufus Jones		University	Miss.
Robert Hickey	Bank of Oxford	Oxford	Miss.
Harold Haney		Universtiy	Miss.
Hugh C. Wiley, Jr.	Oxford City Hall	Oxford	Miss.

All incorporators are adult resident citizens of Mississippi.

3. The domicile is at City Hall (Street and No.) Oxford (City) Miss. (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

The corporation is Non-Profit and no shares of stock shall be issued. This is a baseball organization designed to give recreation to boys between the ages of eight to twelve years. It is sponsored by the following civic clubs of Oxford:

Oxford Lions Club
Oxford Rotary Club
Oxford Jaycees
Oxford V. F. W.
Oxford American Legion
Oxford Civitan Club

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purpose for which this corporation is created is not contrary to law and is a recreation program for boys between the ages of eight and twelve years.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Rufus Jones
Robert Hickey
Hugh C. Wiley, Jr.
Harold Haney

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of Lafayette

This day personally appeared before me, the undersigned authority Rufus Jones, Robert Hickey, Harold Haney, Hugh C. Wiley, Jr., incorporators of the corporation known as the Oxford Little-Uns Baseball League who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 19th day of March, 19 65

My commission expires: 7-19-67 Russell A. Blair Notary Public

STATE OF MISSISSIPPI
County of

This day personally appeared before me, the undersigned authority

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

Received at the office of the Secretary of State this the 31st day of March A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Arthur Loadholt
Secretary of State

Jackson, Miss., March 31, 1965

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

Joe T. Patterson
Attorney General

By Martin R. McLendon
Assistant Attorney General

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

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BOOK 150 PAGE 245

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

HANCOCK CIVIC ACTION 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 8th day of April A. D., 1965.

Paul B. Johnson
Governor

By the Governor

Secretary of State

BOOK 150 PAGE 246

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

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

THE CHARTER OF INCORPORATION OF

HANCOCK CIVIC ACTION ASSOCIATION, INC.

1. The corporate title of said company is: Hancock Civic Action Association, Inc.

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Dan M. Russell, Jr.,	153 Main Street	Bay St. Louis,	Mississipp
A. C. Mitchell	209 N. Second Street	Bay St. Louis,	Mississipp
James N. Travirca	Green Meadow Road	Bay St. Louis,	Mississipp

All of the above incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 153 Main Street (Street and No.) Bay St. Louis (City) Mississippi (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

There is no capital stock and no class or classes thereof.

Said corporation is a non-profit organization.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To engage in the activities of improving the health, welfare, education, rehabilitation, employment, and wholesome opportunities for the citizens of Hancock County, Mississippi; [illegible] to improve the area and welfare of its people, regardless of race, creed or color.

To cooperate with all public and private agencies, including city, county, state and federal governments toward the accomplishment of said endeavor.

To study and to make surveys of the problems of poverty, and social ills, including illiteracy, unemployment, poor health, dilapidated housing, and other associated problems; and to sponsor programs, plans and projects for the alleviation of such problems.

To establish and operate projects rendering services to the citizens of the area referred to; to receive gifts, services, donations and financial aid from individuals, the public in general and both public and provate organizations to aid this organization in carrying out its purposes.

To establish, sponsor and aid youth training and educational programs.

To sponsor programs of progress through elimination of poverty or the cause or causes of poverty through employment opportunities, improved human performances, motivation and productivity, and bettering the conditions under which people live, learn and work.

To enter into contracts and agreements with any state, local or public agency or agencies, private institutions, federal government or any other organization, for assistance, cooperation and aid, both financial or in services rendered which would redound to the best interest and welfare of this organization in the promotion and carrying out of its intents and purposes.

To aid, assist and cooperate with individuals, groups of individuals, partnerships, corporations, small business concerns in the applying for and procuring of funds from the federal government or such other agency thereof, for small business loans.

To employ such legal, secretarial, clerical, administrative, and technical assistance including any and all other services as is necessary to carry out the purpose of this organization and to pay adequate compensation for said services.

To expend every effort and resource possible in sponsoring and promoting the reduction of illiteracy, the rehabilitation and retraining of physically and mentally handicapped persons, providing health, rehabilitation, employment, educational and related services to young men not qualified for military services, improving the living conditions of the elderly, improving the housing and living facilities and home management skills, providing services to enable families from rural areas to meet problems of urban living, providing recreation and physical fitness services and facilities, and such other services as will promote to the health, wealth and welfare of the people of Hancock County, Mississippi, and adjacent counties thereto.

The Board of Directors shall consist of not less then seven nor more than fifteen directors. The Mayor and Board of Aldermen of each municipality and the Board of Supervisors of the county shall each elect one director who shall have one vote. The directors designated by the said Boards shall be members of the corporation .

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

BOOK 150 PAGE 248

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Dan M. Russell Jr
James M. Travirca
A. C. Mitchell

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of Hancock

This day personally appeared before me, the undersigned authority Dan M. Russell, Jr., A. C. Mitchell & James N. Travirca, incorporators of the corporation known as the Hancock Civic Action Association, Inc. who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 26th day of March, 19 65

Notary Public My commission expires 8/28/65

STATE OF MISSISSIPPI
County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 30th day of March A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., March 31, 1965

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

Joe T. Patterson
Attorney General

By Jules W. Burks
Assistant Attorney General

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

HANCOCK CIVIC ACTION ASSOCIATION

Pre-Organizational Meeting Minutes

153 Main Street, Bay Saint Louis, Mississippi

March 25, 1965

Dan M. Russell, Jr., acted as temporary chairman called the meeting to order.

The following were present:

Dan M. Russell, Jr., 153 Main Street, Bay St. Louis, Mississippi
A. C. Mitchell, 209 North Second Street, Bay St. Louis, Mississippi
James N. Travirca, Green Meadow Road, Bay St. Louis, Mississippi
Eric Larsen, Kiln, Mississippi
William P. Kenney, Dunbar Avenue, Bay St. Louis, Mississippi
Reginald Robinson, 710 St. Frances, Bay St. Louis, Mississippi
(It was announced that another person who desires to be a member was unable to be present at the meeting.)

It was explained that the meeting was called for the purpose of forming a civic improvement organization in Hancock County, Mississippi, with its primary purpose of engaging in any and all activities which would work toward the improvement of the health, welfare, education, rehabilitation and employment opportunities for the people of Hancock County and adjoining counties of Mississippi, and to promote and sponsor projects and programs for such purposes for the needy citizens of said area, regardless of race, creed or color.

That these purposes could be accomplished by working in conjunction and close association with the local, state and federal governments in their anti-poverty program.

A motion was made by James N. Travirca that Dan M. Russell, Jr. be elected as Chairman. The motion being duly seconded by Eric Larsen. There being no further nominations the said Dan M. Russell, Jr., was unanimously elected.

A. C. Mitchell was nominated by William P. Kenney and seconded by Eric Larsen for secretary of the organization. There being no further nominations A. C. Mitchell was unanimously elected.

Reginald Robinson moved that this group undertake the formation of an area organization and that a committee be appointed by the Chairman to draw up a proposed Charter of Incorporation , the by-laws and other necessary instruments. The name of the organization to be Hancock Civic Action Association and that it operate primarily in Hancock County and adjacent counties thereto.

James N. Travirca seconded the motion which was unanimously adopted.

Dan M. Russell, Jr., Chairman, appointed A. C. Mitchell and James N. Travirca to work with the Chairman in the preparation of the proposed Charter of Incorporation, by-laws and all other necessary documents to consummate its aims and purposes.

A motion was made by William P. Kenney and seconded by A. C. Mitchell "that the members present and one other member not present who have expressed their willingness to serve in the organization be named by this group as the Board of Directors of said organization."

The motion was unanimously carried.

A. C. Mitchell made a motion that the following resolution be adopted:

"BE IT RESOLVED that the HANCOCK CIVIC ACTION ASSOCIATION, an unincorporated organization and association, with domicile headquarters at 153 Main Street, Bay St. Louis, Mississippi, be organized as a non-profit organization under the provisions of Section 5310.1 of the Mississippi Code of 1942 and all amendments thereto, and that the following members of the organization, to-wit: Dan M. Russell, Jr., 153 Main Street, Bay St. Louis, Mississippi, A. C. Mitchell, 209 N. Second Street, Bay St. Louis, Mississippi, James N. Travirca, be and they are hereby duly and fully authorized to apply for a Charter of Incorporation as such non-profit organization, and to do and perform any all acts necessary or advisable to complete and perfect the organization of said corporation".

William P. Kenney seconded the motion, and on roll call the motion was unanimously carried.

James N. Travirca made a motion that the Chairman be authorized to appoint a nominating committee with the responsibility of selecting nominees, officers of Chairman, vice-chairman, secretary and treasurer and to recommend the adding of another board member with the present group.

The motion was duly seconded by Eric Larsen and unanimously adopted.

Mr. Russell appointed the following to serve on the nominating committee:

A. C. Mitchell
William P. Kenney
Reginald Robinson

The Chairman suggested that the next meeting be held on Wednesday, March 31, 1965 at 7:30 P. M. at 153 Main Street, Bay St. Louis, Mississippi. The suggestion was unanimously concurred in and the meeting was adjourned.

CERTIFICATE

I, A. C. MITCHELL, acting secretary of Hancock Civic Action Association, do hereby certify that the foregoing is a true and correct copy of the minutes of the meeting held by Hancock Civic Action Association on March 25, 1965.

A. C. Mitchell
ACTING SECRETARY

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BOOK 150 PAGE 253

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BENTON COUNTY SADDLE 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 8th of April A. D., 1965.

Paul B. Johnson

Governor

By the Governor

Secretary of State

BOOK 150 PAGE 254

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

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

THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is: Benton County Saddle Club, Inc,

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Bill Young		Michigan City,	Mississippi
Arthur Carpenter		Michigan City,	Mississippi
M. J. Faulkenberry		Michigan City,	Mississippi
William O. Hudspeth		Ashland,	Mississippi
Percy Brown, all adult resident citizens of Benton County, Mississippi.		Ashland,	Mississippi

3. The domicile is at Ashland, Mississippi
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This is a Non-profit Corporation without capital stock, organized for recreational purposes only.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To conduct rodeos, operate concession stands in connection with rodeos and to sponsor horse shows and related activities.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

BOOK 150 PAGE 256

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Percy H. Broun
M. J. Faulkenberry
[illegible]
[illegible]
[illegible]
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of Benton

This day personally appeared before me, the undersigned authority Bill Young, Arthur Carpenter, M. J. Faulkenberry, William O. Hudspeth, Percy Brown, incorporators of the corporation known as the Benton County Saddle Club, Inc. who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 26th day of February, 1965

Delilah A. Mann
My Commission Expires January 23, 1969

STATE OF MISSISSIPPI
County of

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____, incorporators of the corporation known as the _____ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 19____

_____

Received at the office of the Secretary of State this the 1st day of March A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., March 1, 1965

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

Joe T. Patterson
Attorney General

By Martin R. McLendon
Assistant Attorney General

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

RESOLUTION

Be it resolved by Benton County Saddle Club Association that Bill Young, Arthur Carpenter, M.J. Faulkenberry, William O. Hudspeth & Percy Brown, all adult resident citizens of the State of Mississippi, members, be and they are hereby authorized to file an application for charter so that said Association be incorporated as a Non-profit corporation of the State of Mississippi, without capital stock, for the purpose of conducting rodeos, operating concession stands in connection with rodeos and sponsoring Horse Shows and related activities for recreational purposes only.

The foregoing resolution was unanimously adopted at a meeting of the Benton County Saddle Club Association at a regular meeting held at the regular meeting place of said Association in Benton County Mississippi, this the 23rd day of February, 1965.

President

Secretary

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BOOK 150 PAGE 259

State of Mississippi

Office of
Secretary of State
Jackson

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

MODERN DIXIE LIFE INSURANCE COMPANY

was, pursuant to the provisions of Title 21, Code of Mississippi of 1942, as amended, Recorded in the Records of Incorporations in this office, in PHOTOSTAT BOOK, NUMBER ONE-HUNDRED FIFTY, PAGES 259-298.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this TWELFTH day of April, 1965.

Heber Ladner

Secretary of State

C-53

CERTIFICATE

STATE OF MISSISSIPPI

BE IT KNOWN, THAT, WHEREAS

Rubel L. Phillips
3960 Eastline Drive
Jackson, Mississippi

W. E. Harreld
Harreld Chevrolet
Canton, Mississippi

Charles J. Jackson
Mississippi Chemical Corp.
Yazoo City, Mississippi

O. B. Marshall
5906 Westmore Drive
Jackson, Mississippi

C. V. Thomas
Farmington Road
Corinth, Mississippi

Plumer Smith
Melody Park
Corinth, Mississippi

S. L. Reed
Belzoni, Mississippi

Clyde Q. Sheely
State College, Mississippi

F. Andre Wise
Hazlehurst, Mississippi

Lee Ray Medley
2329 Wild Valley Drive
Jackson, Mississippi

Wayne Heil
727 Hickory Ridge Drive
Jackson, Mississippi

T. L. Forrester
1705 Terry Road
Jackson, Mississippi

D. Cliff Russell
Yazoo City, Mississippi

George J. Gordon
Gordon Furniture Company
Belzoni, Mississippi

Earl L. Phillips
Capital Electric Power Assn.
Clinton, Mississippi

W. A. "Bill" Taylor
Taylor Machine Works
Louisville, Mississippi

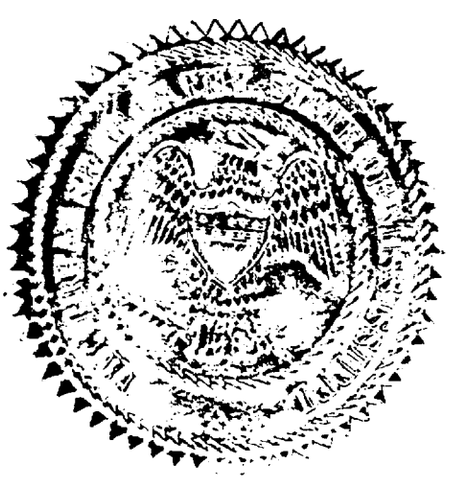
B. K. Cooper
178 E. Griffith
Jackson, Mississippi

have associated themselves with the intention of forming a corporation under the name of Modern Dixie Life Insurance Company for the purpose of organizing and conducting a corporation to be engaged in the life insurance business with a capital of Four Hundred Thousand Dollars and a surplus of Six Hundred Thousand Dollars, with the authority to begin business when $260,000.00 of capital stock and $390,000.00 of surplus shall have been paid in and have complied with

the provisions of the statutes of this state in such case made and provided, as appears from the Certificates of the President, Secretary, and Directors of said corporation duly approved by the Commissioner of Insurance and recorded in this office.

NOW, THEREFORE, I, Heber Ladner, Secretary of State of the State of Mississippi, do hereby certify that Rubel L. Phillips, W. E. Harreld, Charles J. Jackson, O. B. Marshall, C. V. Thomas, Plumer Smith, S. L. Reed, Clyde Q. Sheely, F. Andre Wise, Lee Ray Medley, Wayne Heil, T. L. Forrester, D. Cliff Russell, George J. Gordon, Earl L. Phillips, W. A. "Bill" Taylor, and B. K. Cooper their associates and successors, are legally authorized and established as, and are hereby made an existing corporation under the name of MODERN DIXIE LIFE INSURANCE COMPANY, with powers, rights, and privileges, and subject to the duties, liabilities and restrictions which by law appertain thereto.

WITNESS my official signature hereunto subscribed, and the Great Seal of the State of Mississippi hereunto affixed, this, the 12th day of April, A. D., 1965



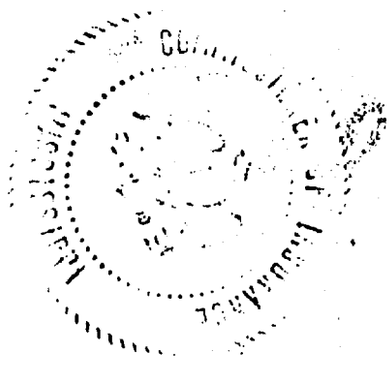
Heber Ladner

SECRETARY OF STATE

CERTIFICATE

I, Walter Dell Davis, Commissioner of Insurance, do hereby certify that the Articles of Association of Modern Dixie Life Insurance Company, together with all proceedings relating to the organizational meeting thereof, were this day filed with me, and that the same are this day by me approved, and the same is hereby referred to the Secretary of State for further handling.

Witness my signature on this, the 9 day of April, 1965.



Walter Dell Davis

INSURANCE COMMISSIONER

CERTIFICATE OF WAIVER OF NOTICE OF FIRST MEETING FOR THE PURPOSE OF ORGANIZATION

We, the undersigned, being all of the corporators of Modern Dixie Life Insurance Company, do hereby certify that we and each of us do hereby respectfully and severally waive all of the statutory and other requirements as to notice of the time, place and purpose of the first meeting of the corporators of Modern Dixie Life Insurance Company for the purpose of organization and do hereby further waive the giving of a copy of said notice to each subscriber at least seven (7) days before the appointed time for said meeting and do hereby waive the making of the affidavit of the corporator giving such notice and all of the other requirements of notice provided by Section 5657 of the Mississippi Code of 1942, as amended, and do further certify that we and each of us do hereby consent that the first meeting of the corporators may be held at the Dixie Building, 416 South State Street, Jackson, Mississippi, at 2:00 P.M., on Saturday, April 3, 1965, and we do further certify that we and each of us do hereby enter our appearance at said meeting for all purposes and that we and each of us do hereby consent to the transaction of any and all business that may properly come before the meeting.

[illegible]	F. Andre Wise
[illegible]	Lee Ray Medley
[illegible]	O. P. Marshall
Geo J Gordon	[illegible]
[illegible]	Turner Smith
T. L. Forester	Wayne Hull

W E Ragsdale
R C Russell
W A (Bill) Taylor Jr.
B. L. Cooper

Each and every one of the corporators having hereto waived the notice of the first meeting for the purpose of organization and of the time, place and purposes of the meeting, which said waiver is in the following words and figures, to-wit:

"CERTIFICATE OF WAIVER OF NOTICE
OF FIRST MEETING FOR THE PURPOSE
OF ORGANIZATION

We, the undersigned, being all of the corporators of Modern Dixie Life Insurance Company, do hereby certify that we and each of us do hereby respectfully and severally waive all of the statutory and other requirements as to notice of the time, place and purpose of the first meeting of the corporators of Modern Dixie Life Insurance Company for the purpose of organization and do hereby further waive the giving of a copy of said notice to each subscriber at least seven (7) days before the appointed time for said meeting and do hereby waive the making of the affidavit of the corporator giving such notice and all of the other requirements of notice provided by Section 5657 of the Mississippi Code of 1942, as amended by Chapter 426, Section 1, of the laws of 1958, and do further certify that we and each of us do hereby consent that the first meeting of the corporators be held at the Dixie Building, 416 South State Street, Jackson, Mississippi, at 2:00 P. M., on Saturday, April 3, 1965, and we do further certify that we and each of us do hereby enter our appearance at said meeting for all purposes and that we and each of us do hereby consent to the transaction of any and all business that may properly come before the meeting,"

and being now in session at said first meeting the following proceedings were had:

At said meeting Lee Ray Medley was elected temporary Chairman and Rubel L. Phillips was elected temporary Clerk, and

said temporary Clerk was thereupon duly sworn by Dallas H. Williams, Jr., Notary Public of Hinds County, Mississippi, and subscribed the following oath, to-wit:

"STATE OF MISSISSIPPI

COUNTY OF HINDS

"I, Rubel L. Phillips, having been duly elected temporary Clerk of the first meeting of the corporators of Modern Dixie Life Insurance Company on the 3rd day of April, 1965, do hereby solemnly swear that I will correctly keep and record the proceedings of this meeting to the best of my ability and so as to accurately reflect those things said and done at said meeting and until such time as a permanent Secretary or Clerk shall have been elected, SO HELP ME GOD.

Rubel L. Phillips
RUBEL L. PHILLIPS

SUBSCRIBED AND SWORN TO before me on this the 3 day of April, 1965.

Dallas H. Williams, Jr.
NOTARY PUBLIC

My Commission Expires:

[illegible]

Thereupon it was moved and seconded and unanimously voted that said officers serve as permanent officers of said organizational meeting and Rubel L. Phillips agreed to be bound by the oath previously subscribed, and whereupon By-Laws of the Corporation were submitted to the corporators and, being first fully discussed, it was moved and duly seconded that said By-Laws be adopted,

whereupon the corporators unanimously adopted the By-Laws submitted, a true and correct copy of which said By-Laws are attached hereto, marked Exhibit "A", and made a part hereof as if copied at full length herein.

Thereupon, the meeting proceeded with the election of members of the Board of Directors of the Corporation, whereupon the following named corporators, having previously subscribed the Articles of Association, were named as Directors to serve until the next annual meeting of the Directors, to-wit:

Charles J. Jackson
S. L. Reed
Earl L. Phillips
George J. Gordon
C. V. Thomas
T. L. Forrester
Lee Ray Medley
W. A. (Bill) Taylor, Jr.
W. E. Harreld
B. K. Cooper

Thereupon, there being no further business to transact, the meeting adjourned.

WAIVER OF NOTICE OF FIRST MEETING OF CORPORATORS OF MODERN DIXIE LIFE INSURANCE COMPANY FOR THE PURPOSE OF ORGANIZATION

I, the undersigned corporator of Modern Dixie Life Insurance Company, do hereby waive all statutory and other requirements as to notice of the time, place and purpose of the first meeting of the corporators of Modern Dixie Life Insurance Company for the purpose of organization and do hereby further waive the giving of a copy of said notice to each subscriber and all other requirements of notice provided by Section 5657, Mississippi Code of 1942, as amended, and do hereby consent that the first meeting of the corporators may be held at 416 South State Street, Jackson, Mississippi, at 2:00 o'clock P.M. on Saturday, April 3, 1965, and do hereby enter my appearance at said meeting for all purposes and do hereby consent to the transaction of any and all other business that may properly come before the meeting.

Clyde R. Sheely

STATE OF MISSISSIPPI

COUNTY OF Hinds

Sworn to and subscribed before me, this the 31st day of March, 1965.

NOTARY PUBLIC

My Commission Expires:

My Commission Expires July 26, 1966

MINUTES OF FIRST MEETING OF THE BOARD OF DIRECTORS OF MODERN DIXIE LIFE INSURANCE COMPANY

B e it remembered that on Saturday, April 3, 1965 there was held a meeting of the incorporators of Modern Dixie Life Insurance Company consisting of the individuals who had theretofore subscribed their names to the Articles of Association of the said Modern Dixie Life Insurance Company, whereat

Charles J. Jackson, S. L. Reed, Earl L. Phillips, George J. Gordon, C. V. Thomas, T. L. Forrester, Lee Ray Medley, W. A. "Bill" Taylor, Jr., W. E. Harreld, and B. K. Cooper,

were elected as members of the Board of Directors of said Company, each Director so elected being an incorporator of said Company;

And the meeting of said incorporators having adjourned and all members of the Board of Directors having been elected at said meeting being present, the said Board proceeded forthwith to hold a meeting of the Board of Directors of Modern Dixie Life Insurance Company, whereat Charles J. Jackson was elected as Chairman of the Board of Directors and Earl S. Phillips was elected as Secretary of the Board of Directors, and whereat Lee Ray Medley was unanimously elected President of Modern Dixie Life Insurance Company, Bill Cooper was elected Executive Vice President, T. M. French was elected Vice President of Administration, Rubel L. Phillips was elected Secretary, and Andre Wise was elected Treasurer.

The Board of Directors reviewed the acts of the incorporators at the initial meeting, and upon motion made and duly seconded, it was unanimously agreed that all of the acts of the

incorporators be approved and ratified by this Board.

Upon motion made, seconded and unanimously adopted, the President of the corporation and the Secretary of the corporation were directed to proceed forthwith to do any and all things necessary and proper to complete the organization of the Company, to obtain a charter of incorporation and to qualify the Company for the purpose of entering into the insurance business as expeditiously as possible, and to do any and all things necessary, incidental and proper to accomplish the full and complete organization of the Company.

IN WITNESS WHEREOF, the President, the Secretary and the members of the Board of Directors hereunto subscribe their names and by these present certify as to the accuracy of the foregoing proceedings on this the 3rd day of April, 1965.

Lee Ray Medley
PRESIDENT

Rubel L. Phillips
SECRETARY

Charles J. Jackson

[illegible]

[illegible] L. Forester

Geo J Gordon

[illegible] Phillips

[illegible]

Lee Ray Medley

[illegible]

[illegible]

BOARD OF DIRECTORS

CERTIFICATE

We, the undersigned, being the President, the Secretary and members of the Board of Directors, respectively, of Modern Dixie Life Insurance Company, namely; Lee Ray Medley, Rubel L. Phillips, Charles J. Jackson, S. L. Reed, Earl L. Phillips, George J. Gordon, C. V. Thomas, T. L. Forrester, W. A. "Bill" Taylor, Jr., W. E. Harreld, and B. K. Cooper, and being a majority of the Board of Directors of said Modern Dixie Life Insurance Company, do hereby certify that the following Articles of Association were subscribed by the corporators whose names are subscribed thereto and that said Articles of Association were formally adopted at a meeting of the corporators duly held by Lee Ray Medley, one of the corporators as hereinafter shown, and which said meeting was held pursuant to a waiver of notice by each and everyone of said corporators at the Dixie Building, 416 South State Street, Jackson, Mississippi, at 2:00 o'clock P. M. on Saturday, April 3, 1965. A copy of said Articles of Association with the names of the corporators who subscribed thereto, together with the proceedings had and done at said meeting, are set forth on the pages next following this certificate.

ARTICLES OF ASSOCIATION OF

MODERN DIXIE LIFE INSURANCE COMPANY

I.

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

MODERN DIXIE LIFE INSURANCE COMPANY

II.

The within named and undersigned corporators, being more than ten in number, and all being residents of the State of Mississippi, and whose post office addresses are as hereinafter shown, do by these presents hereby subscribe these Articles of Association, and do set forth and declare their intention to form a corporation for the purpose of operating a life insurance company as a domestic stock company and under the laws of the State of Mississippi, and as herein elsewhere described and set forth, said corporators and their addresses being as follows:

Rubel L. Phillips
3960 Eastline Drive
Jackson, Mississippi

W. E. Harreld
Harreld Chevrolet
Canton, Mississippi

Charles J. Jackson
Mississippi Chemical Corporation
Yazoo City, Mississippi

O. B. Marshall
5906 Westmore Drive
Jackson, Mississippi

C. V. Thomas
Farmington Road
Corinth, Mississippi

Plumer Smith
Melody Park
Corinth, Mississippi

S. L. Reed
Belzoni, Mississippi

Clyde Q. Sheely
State College, Mississippi

F. Andre Wise
Hazlehurst, Mississippi

Lee Ray Medley
2329 Wild Valley Drive
Jackson, Mississippi

Wayne Heil
727 Hickory Ridge Drive
Jackson, Mississippi

T. L. Forrester
1705 Terry Road
Jackson, Mississippi

D. Cliff Russell
Yazoo City, Mississippi

George J. Gorden
Gorden Furniture Company
Belzoni, Mississippi

Earl L. Phillips
Capital Electric Power Assn.
Clinton, Mississippi

W. A. "Bill" Taylor
Taylor Machine Works
Louisville, Mississippi

B. K. Cooper
178 E. Griffith
Jackson, Mississippi

III.

The domicile of the corporation is Dixie Building, 416 South State Street, Jackson, Hinds County, Mississippi.

IV.

The company is to be a stock company; is to have an authorized capital stock in the amount of One Million Dollars; is to have 200,000 shares of common stock and said stock shall have a par value of $2.00 per share. However, the Corporation shall have the right to begin business when $260,000.00 shall have been paid in as capital stock and $390,000.00 shall have been paid in as surplus by the sale of 130,000 shares of common stock at a price of Five Dollars per share.

V.

The sale price per share of stock shall be $5.00, $2.00 of which said sum shall include the value designated as par, and $3.00 of which said sum shall represent paid in surplus. The Board of Directors shall have full power and authority to change the sale price of said stock if desired.

VI.

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

VII.

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

(a) The right to issue life insurance policies upon the lives of such persons as may apply to the company for insurance protection, whether by reason of solicitation by the company or

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

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

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

(d) The right to obtain reinsurance on the risks of this corporation as may be assumed by it under policies to be

issued by this company and covering the lives of its policy holders, subject, however, to such regulations as to reinsurance as may be by law imposed.

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

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

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

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

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

(j) The right to lend money when secured by first lien against real estate appraised at not less than 150% of the amount of the loan, and the right to lend money to policyholders when secured by a pledge of the policy, such loans, however, to be within such limits as may be imposed by statute or proper regulation of the Insurance Commission.

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

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

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

VIII.

The Corporation shall have $260,000.00 paid in capital stock and $390,000.00 surplus paid in before it shall commence to do business, and shall have the inherent power, as provided by law, to amend these Articles of Association and to increase or decrease its capital stock, as provided by law, by a majority vote of its stockholders at any regular or special meeting of the stockholders, said meeting, however, if a special meeting, to be after ten days written notice to each of the stockholders at the address of such stockholder as furnished by the stockholder to the corporation, but such amendment, increase or decrease of capital stock, or other change or amendment, shall be in keeping with the laws of this jurisdiction and the regulations imposed upon life insurance corporations by the Insurance Commissioner or by other governmental agencies properly vested with jurisdiction thereof.

The Company is to be organized under the laws of the State of Mississippi, is to conform generally and specifically to the provisions, requirements, and conditions prescribed by law and is to enjoy all of the powers conferred upon it by the laws of the State of Mississippi, and all amendments thereof.

IN WITNESS WHEREOF, the undersigned and within named corporators have hereunto attached their signatures on this, the 3rd day of April, 1965.

Rubel L. Thierry

W E Henry

Carl J. Jackson

O B Marshall

W. Thomas

Turner Smith

[illegible] Reed

Clyde Q. Sheely

Lee Ray Medley

Wayne Hill

T. L. Forester

D. Cliff Russell

Geo J. Gordon

F. Andre Wise

Earl S. Phillips

W. A. (Bill) Taylor Jr.

B. K. Cooper

CORPORATORS

Lee Ray Medley

President

[illegible]

Vice-President

[illegible]

Secretary

F. Andre Wise

Treasurer

[illegible]

Chairman of Board of Directors

WITNESSES TO ABOVE SIGNATURES:

[illegible]

Lee Ray Medley

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for said county and state, Rubel L. Phillips and Lee Ray Medley, who, being by me first duly sworn say on oath that they personally witnessed the execution of the above and foregoing Articles of Association by W. E. Harreld, Charles J. Jackson, O. B. Marshall, C. V. Thomas, Plumer Smith, S. L. Reed, Clyde Q. Sheely, F. Andre Wise, Wayne Heil, T. L. Forrester, D. Cliff Russell, George J. Gorden, Earl L. Phillips, W. A. "Bill" Taylor, and B. K. Cooper, on the day and year and for the purpose therein stated.

Rubel L. Phillips
RUBEL L. PHILLIPS

Lee Ray Medley
LEE RAY MEDLEY

SWORN TO AND SUBSCRIBED before me, this the 2 day of April, 1965.

Dana H. Williams
NOTARY PUBLIC

My Commission Expires:

_____

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 Rubel L. Phillips, W. E. Harreld, Charles J. Jackson, O. B. Marshall, C. V. Thomas, Plumer Smith, S. L. Reed, Clyde O. Sheely, F. Andre Wise, Lee Ray Medley, Wayne Heil, T. L. Forrester, D. Cliff Russell, George J. Gorden, Earl L. Phillips, W. A. "Bill" Taylor, and B. K. Cooper, each of whom acknowledged that they did sign, execute and deliver the above and foregoing Articles of Association on the day and year and for the purposes therein named, as their own free and voluntary act and deed.

WITNESS MY SIGNATURE and seal of office, this the 3 day of April, 1965.

Dana H. Williams Jr.
NOTARY PUBLIC

My Commission Expires:

[illegible] 22, 1966

BY - LAWS

OF

MODERN DIXIE LIFE INSURANCE COMPANY

ARTICLE I

OFFICES

The principal office of the corporation in the State of Mississippi shall be located in the City of Jackson, County of Hinds. The corporation may have such other offices, either within or without the State of Mississippi, as the Board of Directors may designate or as the business of the corporation may require from time to time.

The registered office of the corporation required by the Charter to be maintained in the State of Mississippi may be, but need not be, identical with the principal office in the State of Mississippi, and the address of the registered office may be changed from time to time by the B oard of Directors, as provided by Section 5309-22, Code of 1942, as amended by Chapter 235, Laws 1962, Section 12.

ARTICLE II

SHAREHOLDERS

Section 1. Annual Meeting. The annual meeting of the shareholders ahll be held on the first Friday in the month of April in each year, beginning with the year 1966, at the hour of 2:00 o'clock P. M., for the purpose of electing directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday in the State of Mississippi,

such meeting shall be held on the next succeeding business day. If the election of directors shall not be held on the day designated herein for any annual meeting of the shareholders, or at any adjournment thereof, the board of directors shall cause the election to be held at a special meeting of the shareholders as soon thereafter as conveniently may be.

Section 2. Special Meetings. Special meetings of the shareholders, for any purpose or purposes, unless otherwise prescribed by statute, may be called by the president or by the board of directors, and shall be called by the president at the request of the holders of not less than one-tenth of all the outstanding shares of the corporation entitled to vote at the meeting.

Section 3. Place of Meeting. The board of directors may designate any place, either within or without the State of Mississippi, as the place of meeting for any annual meeting or for any special meeting called by the board of directors. A waiver of notice signed by all shareholders entitled to vote at a meeting may designate any place, either within or without the State of Mississippi, as the place for the holding of such meeting. If no designation is made, or if a special meeting be otherwise called, the place of meeting shall be the registered office of the corporation in the State of Mississippi.

Section 4. Notice of Meeting. Written or printed notice stating the place, day, and hour of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten nor more than fifty days before the date of the meeting, either personally or by mail, by or at the direction of the president, or the secretary, or the officer or persons calling the meeting, to each shareholder of record entitled

to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the shareholder at his address as it appears on the stock transfer books of the corporation, with postage thereon prepaid.

Section 5. Closing of Transfer Books or Fixing of Record Date. For the purpose of determining shareholders entitled to notice of or to vote at any meeting of shareholders or any adjournment thereof, or shareholders entitled to receive payment of any dividend, or in order to make a determination of shareholders for any other proper purpose, the board of directors of the corporation may provide that the stock transfer books shall be closed for a stated period but not to exceed, in any case, 30 days. If the stock transfer books shall be closed for the purpose of determining shareholders entitled to notice of or to vote at a meeting of shareholders, such books shall be closed for at least 30 days immediately preceding such meeting. In lieu of closing the stock transfer books, the board of directors may fix in advance a date as the record date for any such determination of shareholders, such date in any case to be not more than 10 days and, in case of a meeting of shareholders, not less than 10 days prior to the date on which the particular action, requiring such determination of shareholders, is to be taken. If the stock transfer books are not closed and no record date is fixed for the determination of shareholders entitled to receive payment of a dividend, the date on which notice of the meeting is mailed or the date on which the resolution of the board of directors declaring such dividend is adopted, as the case may be, shall be the record date for such determination

of shareholders. When a determination of shareholders entitled to vote at any meeting of shareholders has been made as provided in this section, such determination shall apply to any adjournment thereof except where the determination has been made through the closing of the stock transfer books and the stated period of closing has expired.

Section 6. Voting Lists. The officer or agent having charge of the stock transfer books for shares of the corporation shall make, at least 25 days before each meeting of shareholders, a complete list of the shareholders entitled to vote at such meeting, or any adjournment thereof, arranged in alphabetical order, with the address of, and the number of shares held by, each, which list, for a period of 20 days prior to such meeting, shall be kept on file at the registered office of the corporation and shall be subject to inspection by any shareholder at any time during usual business hours. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any shareholder during the whole time of the meeting. The original stock transfer book shall be prima facie evidence as to who are the shareholders entitled to examine such list or transfer books or to vote at any meeting of shareholders.

Section 7. Quorum. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If less than a majority of the outstanding shares are represented at a meeting, a majority of the shares so represented may adjourn the meeting from time to time without further notice. At such adjourned meeting at which a quorum shall be present or represented, any

business may be transacted which might have been transacted at the meeting as originally notified. The shareholders present at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough shareholders to leave less than a quorum.

Section 8. Proxies. At all meetings of shareholders, a shareholder may vote by proxy executed in writing by the shareholder or by his duly authorized attorney in fact. Such proxy shall be filed with the secretary of the corporation before or at the time of the meeting. No proxy shall be valid after six months from the date of its execution, unless otherwise provided in the proxy.

Section 9. Voting of Shares. Subject to the provisions of Section 11 of this Article II, each outstanding share entitled to vote shall be entitled to one vote upon each matter submitted to a vote at a meeting of shareholders.

Section 10. Voting of Shares by Certain Holders. Shares standing the the name of another corporation may be voted by such officer, agent, or proxy as by-laws of such corporation may prescribe, or, in the absence of such provision, as the board of directors of such corporation may determine.

Shares held by an administrator, executor, guardian, or conservator may be voted by him, either in person or by proxy, without a transfer of such shares into his name. Shares standing in the name of a trustee may be voted by him, either in person or by proxy, but no trustee shall be entitled to vote shares held by him without a transfer of such shares into his name.

Shares standing the the name of a receiver may be voted by such receiver, and shares held by or under the control of a

receiver may be voted by such receiver without the transfer thereof into his name if authority so to do be contained in an appropriate order of the court by which such receiver was appointed.

A shareholder whose shares are pledged shall be entitled to vote such shares until the shares have been transferred into the name of the pledgee, and thereafter the pledgee shall be entitled to vote the shares so transferred.

Shares of its own stock belonging to the corporation or held by it in a fiduciary capacity shall not be voted, directly or indirectly, at any meeting, and shall not be counted in determining the total number of outstanding shares at any given time.

Section 11. Cumulative Voting. At each election for directors every shareholder entitled to vote at such election shall have the right to vote, in person or by proxy, the number of shares owned by him for as many persons as there are directors to be elected and for whose election he has a right to vote, or to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes on the same principle among any number of candidates.

Section 12. Informal Action by Shareholders. Any action required to be taken at a meeting of the shareholders, or any other action which may be taken at a meeting of the shareholders, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereof.

ARTICLE III

BOARD OF DIRECTORS

Section 1. General Powers. The business and affairs of the corporation shall be managed by its board of directors.

Section 2. Number, Tenure, and Qualifications. The number of directors of the corporation shall be not less than 9 nor more than 25. The first board shall consist of 10 members who shall be elected by the incorporators to serve until the first annual meeting of the stockholders, and thereafter the number shall be fixed annually by the stockholders at the annual meeting.

Section 3. Regular Meetings. A regular meeting of the board of directors shall be held without other notice than this by-law immediately after, and at the same place as, the annual meeting of shareholders. The board of directors may provide, by resolution, the time and place, either within or without the State of Mississippi, for the holding of additional regular meetings without other notice than such resolution.

Section 4. Special Meetings. Special meetings of the board of directors may be called by or at the request of the president or any two directors. The person or persons authorized to call special meetings of the board of directors may fix any place, either within or without the State of Mississippi, as the place for holding any special meeting of the board of directors called by them.

Section 5. Term of Office of Directors. Except as provided by statute for the filling of vacancies which may occur during the year, the directors shall hold office until the next annual meeting of shareholders and until their successors are elected.

Section 6. Order of Business at Directors' Meetings.

The order of business at any regular or special meeting of the board of directors shall be:

1. Calling the roll.
2. Secretary's proof of due notice of meeting.
3. Reading and disposal of unapproved minutes.
4. Reports of officers.
5. Unfinished business.
6. New business.
7. Adjournment.

Section 7. Transactions at Directors' Meeting.

The transactions of any meeting of the board of directors however called and noticed or whereever held, shall be as valid as though had at a meeting duly held after regular call and notice, if a quorum be present and if, either before or after the meeting, each of the directors not present sign a written waiver of notice or a consent to holding such meeting or an approval of the minutes thereof. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

Section 8. Notice. Notice of any special meeting shall be given at least two days previously thereto by written notice delivered personally or mailed to each director at his business address, or by telegram. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any director may waive notice of any

meeting. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the board of directors need be specified in the notice or waiver of notice of such meeting.

Section 9. Quorum. A majority of the number of directors fixed by Section 2 of this Article III shall constitute a quorum for the transaction of business at any meeting of the board of directors, but if less than such majority is present at a meeting, a majority of the directors present may adjourn the meeting from time to time without further notice.

Section 10. Manner of Acting. The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors.

Section 11. Vacancies. Any vacancy occurring in the board of directors may be filled by the affirmative vote of a majority of the remaining directors though less than a quorum of the board of directors. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. Any directorship to be filled by reason of an increase in the number of directors shall be filled by election at an annual meeting or at a special meeting of shareholders called for that purpose.

Section 12. Compensation. By resolution of the board of directors, the directors may be paid their expenses, if any, of attendance at each meeting of the board of directors, and may

be paid a fixed sum for attendance at each meeting of the board of directors or a stated salary as director. No such payment shall preclude any director from serving the corporation in any other capacity and receiving compensation therefor.

Section 13. Presumption of Assent. A director of the corporation who is present at a meeting of the board of directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his dissent shall be entered in the minutes of the meeting or unless he shall file his written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

Section 14. Power to Establish Reserve. The board of directors may set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and may abolish any such reserve in the manner in which it was created.

Section 15. Power to Borrow Money. The board of directors shall have the power to borrow money for the purpose of meeting the corporation's obligations in connection with the ownership, operation, repair, maintenance, and control of its property.

ARTICLE IV

OFFICERS

Section 1. Number. The officers of the corporation shall be a president, one or more vice presidents (the number thereof

to be determined by the board of directors), a secretary, and a treasurer, each of whom shall be elected by the board of directors. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the board of directors. Any two or more offices may be held by the same person, except the offices of president and secretary, and except the offices as Chairman of the Board of Directors and President of the Corporation.

Section 2. Election and Term of Office. The officers of the corporation to be elected by the board of directors shall be elected annually by the board of directors at the first meeting of the board of directors held after each annual meeting of the shareholders. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided.

Section 3. Removal. Any officer or agent elected or appointed by the board of directors may be removed by the Board of Directors whenever in its judgment the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may

be filled by the board of directors for the unexpired portion of the term.

Section 5. President. The president shall be the principal executive officer of the corporation and subject to the control of the board of directors, shall in general supervise and control all of the business and affairs of the corporation. He shall, when present, preside at all meetings of the shareholders and of the board of directors. He may sign, with the secretary or any other proper officer of the corporation thereunto authorized by the board of directors, certificates for shares of the corporation, any deeds, mortgages, bonds, contracts, or other instruments which the board of directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the board of directors or by these by-laws to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of president and such other duties as may be prescribed by the board of directors from time to time.

Section 6. The Vice Presidents. In the absence of the president or in the event of his death, or inability or refusal to act, the vice president (or in the event there be more than one vice president, the vice presidents in the order designated at the time of their election, or in the absence of any designation, then in the order of their election) shall perform the duties of the president, and when so acting, shall have all the powers of and be subject to all the restrictions upon the president. Any vice president may sign, with the secretary or an assistant secretary, certificates for

shares of the corporation, and shall perform such other duties as from time to time may be assigned to him by the president or by the board of directors.

Section 7. The Secretary. The secretary shall: (a) keep the minutes of the shareholders' meetings and of the board of directors' meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these by-laws as required by law; (c) be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents, the execution of which on behalf of the corporation under its seal, is duly authorized; (d) keep a register of the post office address of each shareholder which shall be furnished to the secretary by such shareholder; (e) sign with the president, or a vice president, certificate for shares of the corporation, the issuance of which shall have been authorized by resolution of the board of directors; (f) have general charge of the stock transfer books of the corporation; (g) in general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him by the president or by the board of directors.

Section 8. The Treasurer. If required by the board of directors, the treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the board of directors shall determine. He shall: (a) have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for monies due and payable to the corporation from any source whatsoever, and deposit all such monies in the

name of the corporation in such banks, trust companies, or other depositaries as shall be selected in accordance with the provisions of Article V of these by-laws; and (b) in general perform all the duties incident to the office of treasurer and such other duties as from time to time may be assigned to him by the president or by the board of directors.

Section 9. Assistant Secretaries and Assistant Treasurers. The assistant secretaries, when authorized by the board of directors, may sign with the president or a vice-president certificates for shares of the corporation the issuance of which shall have been authorized by a resolution of the board of directors. The assistant treasurers shall respectively, if required by the board of directors, give bonds for the faithful discharge of their duties in such sums and with such sureties as the board of directors shall determine. The assistant secretaries and assistant treasurers, in general, shall perform such duties as shall be assigned to them by the secretary or the treasurer, respectively, or by the president or the board of directors.

Section 10. Salaries. The salaries of the officers shall be fixed from time to time by the board of directors and no officer shall be prevented from receiving such salary by reason of the fact that he is also a director of the corporation.

ARTICLE V

CONTRACTS, LOANS, CHECKS AND DEPOSITS

Section 1. Contracts. The board of directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or

confined to specific instances.

Section 2. Loans. No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the board of directors. Such authority may be general or confined to specific instances.

Section 3. Checks, Drafts, etc. All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents or the corporation and in such manner as shall from time to time be determined by resolution of the board of directors.

Section 4. Deposits. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositaries as the board of directors may select.

ARTICLE VI

CERTIFICATES FOR SHARES AND THEIR TRANSFER

Section 1. Certificates for Shares. Certificates representing shares of the corporation shall be in such form as shall be determined by the board of directors. Such certificates shall be signed by the president or a vice president and by the secretary or an assistant secretary. All certificates for shares shall be consecutively numbered or otherwise identified. The name and address of the person to whom the shares represented thereby are issued, with the number of shares and date of issue, shall be entered on the stock transfer books of the corporation. All certificates surrendered to the corporation for

transfer shall be cancelled and no new certificate shall be issued until the former certificate for a like number of shares shall have been surrendered and cancelled, except that in case of a lost, destroyed, or mutilated certificate a new one may be issued therefor upon such terms and indemnity to the corporation as the board of directors may prescribe.

Section 2. Transfer of Shares. Transfer of shares of the corporation shall be made only on the stock transfer books of the corporation by the holder of record thereof or by his legal representative, who shall furnish proper evidence of authority to transfer, or by his attorney thereunto authorized by power of attorney duly executed and filed with the secretary of the corporation, and on surrender for cancellation of the certificate for such shares. The person in whose name shares stand on the books of the corporation shall be deemed by the corporation to be the owner thereof for all purposes.

ARTICLE VII

FISCAL YEAR

The fiscal year of the corporation shall begin on the first day of January and end on the thirty-first day of December in each year.

ARTICLE VIII

DIVIDENDS

The board of directors may from time to time declare, and the corporation may pay, dividends on its outstanding shares in the manner and upon the terms and conditions provided by law and its articles of incorporation.

ARTICLE IX

SEAL

The board of directors shall provide a corporate seal which shall be circular in form and shall have inscribed thereon the name of the corporation and the State of incorporation and the words, "Corporate Seal".

ARTICLE X

WAIVER OF NOTICE

Whenever any notice is required to be given to any shareholder or director of the corporation under the provisions of these by-laws or under the provisions of the articles of incorporation or under the provisions of the Charter, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XI

AMENDMENTS

These by-laws may be altered, amended, or repealed and new by-laws may be adopted by the board of directors at any regular or special meeting of the board of directors.

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority at law in and for said county and state, Charles J. Jackson, S. L. Reed, T. L. Forrester, Earl L. Phillips, George J. Gordon, C. V. Thomas, L. Ray Medley, Rubel L. Phillips, W. E. Harreld, W. A. "Bill" Taylor, and B. K. Cooper,

each being personally known to me, who, being by me first duly sworn, do certify and state on their oaths that the above named Lee Ray Medley is President of Modern Dixie Life Insurance Company, that Rubel L. Phillips is Secretary of said company, and that each of the other affiants herein named are members of the Board of Directors, and that the affiants herein named constitute and are the President and Secretary and a majority of the Board of Directors of said Modern Dixie Life Insurance Company, and that the foregoing proceedings of the corporators of said company and of the meeting of the Board of Directors of said company are true and correct as therein stated.

WITNESS MY SIGNATURE and official seal of office,

this the 2 day of April, 1965.

Dorcas H. Williamson
NOTARY PUBLIC

My Commission Expires:

My Commission Expires Dec. 22, 1968

BOOK 150 PAGE 299

State of Mississippi

Office of Secretary of State
Jackson

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

CITY OF PASCAGOULA, MISSISSIPPI

was pursuant to the provisions of the laws of Mississippi recorded in the Records of Incorporations in this office, in PHOTOSTAT BOOK, NUMBER ONE-HUNDRED FIFTY, PAGES 299-305.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this THIRTEENTH day of April, 1965.

Heber Ladner

SECRETARY OF STATE

C-46

BOOK 150 PAGE 300

City of PASCAGOULA

Mississippi

On The Gulf Coast • Recreation • Commercial Fishing • Heavy And Diversified Industry • Tourist Attractions

BEN L. BRIGGS, MAYOR
VINCENT P. ROS, CLERK AND TAX COLLECTOR
ALVIN H. CHARLTON, SUPT. OF PUBLIC WORKS

April 6, 1965

Honorable Heber Ladner
Secretary of State
New Capitol
Jackson, Mississippi

Dear Mr. Secretary:

In accordance with the Statute so made and provided, I hereby transmit under the certificate and seal of my office the results of the election of March 30, 1965, wherein the voters of the City of Pascagoula, Mississippi, voted as to whether or not they would change the form of government from Mayor-Council form to that of Council-Manager form.

The vote on the proposition submitted to the electorate as certified to me by the Municipal Election Commission is as follows:

Proposition No. 1:

"For the present form of government"

Total.....1,587

"For the Council-Manager form of government"

Total.....1,591

According to these tabulations the Council-Manager form of government prevailed by a total of 4 votes.

Attached hereto is the report of the Election Commission and their finding as to the result of the election.

Respectfully submitted,

Ben L. Briggs, Mayor

Attested: Vincent P. Ros
Vincent P. Ros, City Clerk

ORDER

This day there came on before the Mayor and Board of Councilmen the report of the Municipal Election Commission of the City of Pascagoula, Mississippi for the election held on Tuesday, March 30, 1965, concerning the change of the present form of government. The report of the Election Commission is hereby received and filed in this cause, which reflects that the electorate voted to change the present form of government to Council-Manager form by a majority of 4 votes.

ORDERED, this the 6th day of April, 1965.

Mayor - BEN L. BRIGGS

Voted: Aye

Councilman-ALVIN CHARLTON

Voted: Nay

Councilman-VINCENT J. ROS

Voted: Aye

FILED 4:20 P.M. BOOK 150 PAGE 302

2nd DAY OF April 19 65

CITY OF PASCAGOULA

CLERK

TO THE MAYOR AND BOARD OF COUNCILMEN OF THE CITY OF PASCAGOULA, MISSISSIPPI:

REPORT OF THE ELECTION COMMISSION OF THE CITY OF PASCAGOULA

We have canvassed the returns of the election held on March 30, 1965 in which the voters of the city voted on the question of whether to continue the present commission form of government or to adopt the council-manager form of government. The returns submitted by the managers of the election showed that 1,580 electors voted in favor of the present commission form of government and 1,593 electors voted in favor of the council-manager form of government. Two requests were filed with the election commission for a recount of the ballots. We granted such requests. Our recount showed that 1,587 electors voted in favor of the present form of government and 1,591 electors voted in favor of the council-manager form of government.

Before we declared the result of the election, numerous protests were filed charging irregularities in the conduct of the election. So that the City Council might be fully advised of the facts, we conducted a hearing on such protests, allowing both sides full opportunity to be heard thereon. A transcript of the testimony before the election commission was made, and will be furnished the City Council.

We find from the testimony, and from the records available to the commission, that a serious irregularity did take place, and that the propositions voted on by the electors did not conform to the order adopted by the City Council calling such election on March 30th. The minutes of the City reflect the adoption of the proper order on February 10, 1965. This order properly provided that the only proposition to be submitted to the electorate was whether the present commission form of government should be retained or the council-manager form of government adopted. The City Clerk was directed to give public notice to conform with such order and did so, the first publication of such notice

having been carried in the Chronicle in its issue of March 5, 1965. We further find that after the first publication of such proper notice that Hon. Joe A. Moore, an attorney representing the proponents of the change to the council-manager form of government, objected to the published notice on the ground that it did not include the proposition of whether the councilmen should be elected from wards, or from the municipality at large. The commission further finds that the City Clerk, on his own initiative, and without consultation with the election commission, acting on the individual protest of Mr. Moore, caused the publication to be changed so as to include proposition No. 2, as shown on the official ballot, and a new publication was made in the March 8, 15, 22 and 29th issues of the Chronicle. Mr. Moore was given an opportunity to testify, but refused.

The commission further finds that the City Clerk had been advised by the proper legal authorities prior to the first proper publication of the notice that in view of the fact that the City Council had not elected to create wards in the municipality prior to the election, that if the election carried in favor of the council-manager form of government, that councilmen would be elected from the municipality at large, and not from wards, and that the prior law allowing the electors to vote on whether they wanted the councilmen to be elected from wards or the municipality at large had been repealed by implication by the latter 1962 amendments to such laws.

We find that the ballots, which were prepared by the City Clerk, did not conform to the order of the City Council calling the election, and that in view of the 1962 amendments that proposition No. 2 should not have been on the ballot, and that it was improperly placed on the ballot without the authority of the City Council, or the election commission.

An affidavit was filed that Mrs. James E. Baber, an election officer at the Pinecrest Precinct, attempted to influence the outcome of the election in the

Pinecrest Precinct by openly soliciting, within the voting precinct, voters to vote in favor of the council-manager form of government, although she was an election official and was prohibited by law from so doing. The evidence is in sharp conflict on this point and we make no finding thereon.

We submit these findings to the City Council and suggest they study the transcript of the evidence taken by the commission, and take additional testimony if they so desire, and obtain proper legal advice before certifying the returns of the election to the Secretary of State.

As we view the law, we have no authority to order a new election. Our sole duty is to canvas the returns and to ascertain and declare the result of the election.

Subject to the specific findings made herein, we declare and certify the results of the election as herein set out.

Respectfully submitted, this the 2nd day of April, A. D., 1965.

THE ELECTION COMMISSION OF THE CITY OF PASCAGOULA

O. L. McLeod
Chairman

Member

J. L. Murray
Member

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Book 15 C Page 3

STATE OF MISSISSIPPI

COUNTY OF JACKSON

CITY OF PASCAGOULA

I, the undersigned, Vincent P. Ross, Clerk of the City of Pascagoula, Mississippi, do hereby certify that the above is a true and correct copy of Order, which was duly adopted by the Board of Mayor and Councilmen of the City of Pascagoula, Mississippi, at a recessed regular meeting held on the 6th day of April, 1964, as appears of record of the Minutes of said meeting, Minute Book 44.

WITNESS MY HAND AND SEAL of the City of Pascagoula, Mississippi, this the 6th day of April, A. D., 1965.

CITY CLERK

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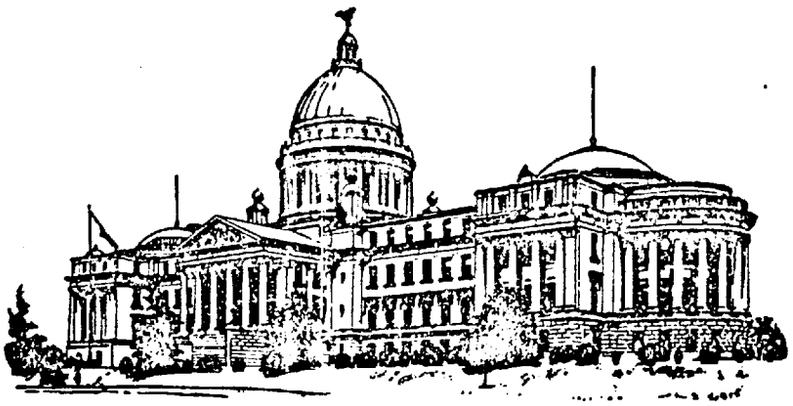
BOOK 150 PAGE 307

State of Mississippi



OFFICE OF

Secretary of State

JACKSON

I, HEBER LADNER, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of

LUCEDALE AREA FEEDER PIG ASSOCIATION. (AAL)

hereto attached, together with a duplicate thereof, were pursuant to the provisions of Chapter 5, Title 19, Code of Mississippi of 1942, and amendments thereto, filed in my office this the 13th day of April, 1965, and one copy thereof recorded in this office in Record of Incorporations Photostat Book No. 150, at pages 307-312, 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 April, 1965

John Ladner

Secretary of State.

RESOLUTION

BE IT RESOLVED by the LUCEDALE AREA FEEDER PIG ASSOCIATION, in regular meeting assembled on the 23 day of March, 1965, at the regular meeting place of said association in Lucedale, Mississippi, that this association be chartered under the laws of the State of Mississippi as a non-profit and non-share corporation, and that S. S. Orso, D. M. Fallen and Robert L. Lewis, three members of this association in good standing, are hereby authorized to apply for the said Charter of Incorporation of the Lucedale Area Feeder Pig Association.

CERTIFICATE

I, B. J. Hilbun, the duly elected and acting Secretary of the Lucedale Area Feeder Pig Association, do hereby certify that the above and foregoing is a true and correct copy of a resolution which was duly and legally adopted and passed by the said Lucedale Area Feeder Pig Association in regular meeting assembled on the 23 day of March, 1965 as the same appears from the minutes of said meeting in my custody.

WITNESS my signature on the 23 day of March, 1965.

B. J. Hilbun
Secretary

ARTICLES OF ASSOCIATION AND INCORPORATION
OF
LUCEDALE AREA FEEDER PIG ASSOCIATION (AAL)
(A Non-Stock Cooperative)

STATE OF MISSISSIPPI

COUNTY OF GEORGE

BE IT KNOWN, that on this 23 day of March, 1965, before me Carl L. Havard, Chancery Clerk ~~Notary Public~~ in and for the County of George, State of Mississippi, duly commissioned and qualified, and in my presence:

PERSONALLY CAME AND APPEARED

S. S. Orse	Rt. 1, Wilmer, Ala.
D. M. Fallon	Rt. 5, Lucedale, Miss.
Robert L. Lewis	Rt. 4, Lucedale, Miss.
T. A. Lott	Rt. 5, Lucedale, Miss.
Hubie Parker	Lucedale, Miss.

a majority of whom are residents of the State of Mississippi, who each declared unto me, Notary, that they are all engaged in the production of agricultural products, and, availing themselves of the provisions of the Constitution and Laws of the State of Mississippi relating to the organization and formation of cooperative associations, and particularly of Article 2, Chapter 5, Title 19 of the Mississippi Code of 1942, as amended, and do, by these presents, bind themselves, their successors and assigns, as well as such other person or persons as may become associated with them hereafter, into an association and body corporate in law for the objects and purposes, and under the terms and stipulations hereinafter, named and set forth, which they adopted as the charter of their association to-wit:

ARTICLE I

Name. The name of the association shall be LUCEDALE AREA FEEDER PIG ASSOCIATION. (AAL)

ARTICLE II

Domicile. The domicile of the association shall be at Lucedale, Mississippi, in George County, where its principal business will be transacted.

ARTICLE III

Duration. The term for which the association shall exist is ninety-nine (99) years.

ARTICLE IV

Purposes. The purposes for which this association is formed shall be to engage in an Educational Program designed to supplement the income of farmers in the area by building a market for surplus feeder pigs and to improve the quality of hogs and promote the hog enterprise in the area and to engage in the business of grading, marketing, buying, selling, shipping and otherwise handling feeder pigs and hogs for its members. However, it may engage in any other business granted, authorized or allowed to associations organized and operated under the provisions of Article 2, Chapter 5, Title 19 of the Mississippi Code of 1942, as amended. 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 V

Powers. The association shall have all the powers, privileges and rights granted, authorized or allowed to associations organized and operated under Article 2, Chapter 5, Title 19 of the Mississippi Code of 1942, as amended, and all other powers authorized or allowed to corporations by other laws of the State of Mississippi, insofar as they are not in conflict with the expressed provisions of the law under which the association is organized.

ARTICLE VI

Directors. The management of the business and affairs of the association shall be vested in a Board of Directors consisting of Nine (9) persons, each of whom shall be a member in good standing of the association, but the number thereof may be increased or decreased at any annual meeting of the members; provided, however, that the number thereof shall never be less than five (5). At the first annual meeting of the members of this association all directors shall be elected for a term of one year and shall hold office until their successors have been elected and qualified.

ARTICLE VIII

Section 1. This association shall have no capital stock, but membership therein shall be evidenced by membership certificate to be issued under the terms and conditions prescribed by the Board of Directors and by the by-laws.

Section 2. Any person, firm or corporation engaged in the production of agricultural products to be handled by or through the association, including lessees and tenants of land used for the production thereof, and the lessors and landlords who receive as rent all or a part of the crop raised on the leased premises, may, subject to the approval of the Board of Directors, become a member of this association by entering into a membership agreement with the association in the form prescribed by the Board of Directors, and by paying a membership fee, the amount of which shall be fixed in the by-laws. Membership in the association shall be personal to the member and shall not be transferrable, seizable, or inheritable.

Section 3. The voting rights in the association shall be equal and each member shall have only one vote.

ARTICLE VIII

This association shall be operated without profit, and is authorized to retain from the sales proceeds only such amounts as are necessary and adequate

(1) For all expenses, including provisions for depreciation and other valuation reserves;

(2) To pay off indebtednesses incurred by the association in the conduct of its affairs;

(3) For the promotion of feeder pig, hog and livestock development and to conduct an educational program or programs, livestock exhibits, defray the expenses thereof, and for other related purposes.

WITNESS OUR SIGNATURES, this the day and year first mentioned above, in the County of George, State of Mississippi.

S S Orso	Rt. 1, Wilmer, Ala.
D M Falls	Rt. 5, Lucedale, Miss.
Robert L Lewis	Rt. 4, Lucedale, Miss.
T A Lott	Rt. 5, Lucedale, Miss.
✓ Hubie Parker	Lucedale, Miss.

SWORN TO AND SUBSCRIBED before me by each of the above named incorporators, this the 26th day of March A.D., 1965

Carl L. Havard, Chancery Clerk
~~Notary Public~~
George County, Mississippi

My Commission
Expires: 1st Monday, January, 1968

By S. Lavallet D.C.
S. Lavallet

ACKNOWLEDGEMENT

STATE OF MISSISSIPPI)
)
COUNTY of GEORGE)

This day personally appeared before me, the undersigned authority S.S. Orso, D.M. Fallon, and, Robert L. Lewis incorporators of the corporation known as the Lucedale Area Feeder Pig Association (AAL) 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 March, 1965

Carl L. Havard, Chancery Clerk

George County, Mississippi

By S Lavallet D. C.
S. Lavallet

(SEAL) My Commission Expires
1st Monday January 1968

BOOK 150 PAGE 313

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PONTOTOC COUNTRY CLUB, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 15th day of April A. D., 1965.

Governor

By the Governor

Secretary of State

MINUTES AND RESOLUTION AUTHORIZING APPLICATION FOR CHARTER

Be it remembered that a Special Meeting of the group known as the Organizational Group for the formation of a proposed country club to be known as the Pontotoc Country Club was held in the law office of C. D. Thomas, Attorney at Law, Room 202 of the First National Bank Building, in the City of Pontotoc, County of Pontotoc, State of Mississippi, at 2:00 P. M. on the 9th day of April, 1965.

William F. Boone, the Chairman of the group, called the meeting to order and directed the Secretary, C. D. Thomas, to call the roll of the members of the Organizational Group.

The following members answered present:

William F. Boone
Alf Williams
George Simon
Farrell Berryhill
Charles Thomas

There were no members absent.

The Secretary then stated that this meeting was called especially to consider the following business: To assemble and to authorize, direct and empower the incorporators of the proposed corporation to be known as the Pontotoc Country Club to make application for a grant of charter of a corporation for the Pontotoc Country Club, Inc., and to authorize the incorporators to do everything deemed necessary to make formal application to receive the Charter.

Whereupon, there was a motion made by George Simon as follows: That William F. Boone, Alf Williams, George Simon, Farrell Berryhill, and Charles Thomas be authorized, for and on behalf of the association known as the Pontotoc Country Club Organizational Group, to make application for a grant of charter with the Secretary of State of the State of Mississippi for the formation of a nonprofit nonshare corporation to be known as the Pontotoc Country Club, Inc.

The motion was seconded by Alf Williams.

There was no discussion on the motion and upon the call for a vote, the following members voted affirmatively:

Alf Williams, George Simon, Farrell Berryhill, William F. Boone, and Charles Thomas.

Those members voting no: None

There being no further business the meeting adjourned upon motion of George Simon and seconded by Alf Williams.

C. D. Thomas
Secretary - Pontotoc Organizational Group for formation of Country Club to be known as Pontotoc Country Club, Inc.

This is to certify that the foregoing constitutes a true and exact copy of the Minutes and Resolution adopted by Organizational Group for establishment of a country club to be known as Pontotoc Country Club as the same appears in the minutes and records of the Organizational Group.

Witness my signature on this the 9th day of April, 1965.

C. D. Thomas, Secretary
Organizational Group for
Pontotoc Country Club

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

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

THE CHARTER OF INCORPORATION OF

PONTOTOC COUNTRY CLUB, INC.

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

2. The names of the incorporators are:
(The application must show affirmatively that all incorparators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Alf Williams	308 East Oxford Street	Pontotoc	Mississippi
George Simon	320 East Oxford Street	Pontotoc	Mississippi
William F. Boone	308 North Main Street	Pontotoc	Mississippi
Farrell Berryhill	402 Brooks Street	Pontotoc	Mississippi
Charles Thomas	Miss. Highway # 9 North	Pontotoc	Mississippi

Each incorporator is an adult resident citizen of the State of Mississippi.

3. The domicile is at 202 First National Bank Building, Pontotoc, Mississippi
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

The organization shall be a nonprofit nonshare corporation.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powe that are to be exercised by said corporation, which said rights and powers shall be limited to those re sonably necessary to accomplish the stated purpose of the association being incorporated:

To purchase land for the purpose of constructing, operating and maintaining a golf course, country club, and other recreational facilities including, but not limited to tennis courts and a swimming pool or swimming pools; to carry on the related activities incident to a country club and recreational facilities such as a golf course, tennis courts, swimming pool or swimming pools, and other recreational facilities; to exercise all the rights and powers which shall be reasonably necessary to accomplish the purpose of the association being incorporated including the right to borrow money and to secure any loan or loans to be made to the corporation by the property of the corporation; to exercise all the rights given by the laws of the State of Mississippi.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stoc shall divide no dividends or profits among its members, shall vest in each member the right to one vo in the election of all officers, shall make the loss of membership, by death or otherwise, the termin tion of all interest of such members in the corporate assets, and there shall be no individual liabilitie against the members for corporate debts, but the entire corporate property shall be liable for the clai of creditors.

NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Alf Williams
George Simon
William Boone
Farrell Berryhill
Charles Thomas

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Pontotoc

This day personally appeared before me, the undersigned authority Alf Williams George Simon, William F. Boone, Farrell Berryhill Charles Thomas, incorporators of the corporation known as the Pontotoc Country Club, Inc. who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the 9th day of April 1965.

Commission expires 9-28-68 Margaret L. Sewell
Notary Public

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 13th day of April A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State

Jackson, Miss., April 13, 1965

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

Joe T. Patterson
Attorney General

By Martin McLendon
Assistant Attorney General

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

BOOK 150 PAGE 318

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

FRIENDLY CHANNEL CHASERS

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 15th day of April A. D., 1965.

Paul B. Johnson
Governor

By the Governor

Heber Ladner
Secretary of State

WHEREAS, it is the opinion of the Association of Citizens Band Radio Operators in the Counties of Panola, Lafayette, and pontotoc, who are organized under the name Friendly Channel Chasers, that it will be to the advantage of said organization to incorporate.

BE IT HEREBY RESOLVED that the following commissioners be designated as incorporators and authorized, directed, and empowered to make application to the Secretary of State, State of Mississippi, for a grant of Charter of incorporation: James R. Armstrong, William H. Hudson, and Eddie G. Hatley.

I, Jacki Morrow, Secretary of the Friendly Channel Chasers, do hereby certify that the foregoing is a true and correct copy of a resolution adopted by the Friendly Channel Chasers at its regular monthly meeting on March 5, 1965.

Jacki Morrow
SECRETARY

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

This day personally appeared before me, the undersigned authority in and for the State, Jacki Morrow, who is known by me to be the Secretary of the Friendly Channel Chasers, and who signed the foregoing document on this the 3rd day of April 1965.

Henry E. Hughes
NOTARY PUBLIC

My commission expires:
May 28, 1968

BOOK 150 PAGE 320

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

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

THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is: Friendly Channel Chasers

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
James R. Armstrong		Batesville	Miss.
William Hudson	Route 4	Batesville	Miss.
Eddie Hatley		Abbeville	Miss.

All incorparators are adult resident citizens of Mississippi. A certified copy of resolution of an existing association is attached here too.

3. The domicile is at 426 South Lamar (Street and No.) Oxford (City) Mississippi (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

The said corporation is Non-Profit and no shares of stock shall be issued. The type of organization is a citizens band radio group.

5. Period of existence shall be perpetual.

RECEIVED APR 12 1965 SECRETARY OF STATE

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purpose for which it is created:

(1) Improve radio technique, transmission, reception and procedure.

(2) Provide service to the community in times of need such as tornado, lost or downed airplane, lost persons or disaster.

(3) Recreation for the members.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

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NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures James R. Armstrong
William H. Hudson
Eddie G. Hatley

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Lafayette

This day personally appeared before me, the undersigned authority James R. Armstrong, William H. Hudson, Eddie G. Hatley, _____, _____, _____, _____, incorporators of the corporation known as the Friendly Channel Chasers who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 5 day of March, 1965

My Commission expires 7-19-67 Russell Black
Notary Public

STATE OF MISSISSIPPI

County of Lafayette

This day personally appeared before me, the undersigned authority James R. Armstrong, William H. Hudson, Eddie G. Hatley, _____, _____, _____, _____, incorporators of the corporation known as the Friendly Channel Chasers who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 5 day of March, 1965

Received at the office of the Secretary of State this the 12th day of April A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., April 12, 1965

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

Joe T. Patterson
Attorney General

By Martini R. McLendon
Assistant Attorney General

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

BOOK 150 PAGE 323

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CALHOUN WATER ASSOCIATION

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 13th day of April A. D., 1965.

Paul B. Johnson

Governor

By the Governor

Secretary of State

THE CHARTER OF INCORPORATION OF

CALHOUN WATER ASSOCIATION

1. The corporate title of said company is:

Calhoun Water Association

2. The names of the incorporators are:

L. E. Mauldin	Route #5	Laurel, Mississippi
L. G. Sims	Route #5	Laurel, Mississippi
W. M. "Woody" Rogers	Route #5	Laurel, Mississippi

All of the above incorporators are adult resident citizens of Mississippi authorized by the Calhoun Water Association, an organization, to apply for this charter, a certified copy of the resolution of said Calhoun Water Association authorizing this action, marked Exhibit "A", being attached hereto.

3. The domicile is at Route No. 5, Laurel, Mississippi

4. This corporation is non-profit and no shares of stock are to be issued, said corporation being formed for the purpose of owning and operating a rural water works association, the purposes and powers being more fully set out in paragraph No. 6.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

a. The nature of the business of the corporation and the objects and purposes for which it is formed are:

(1) To associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end to construct, maintain, and operate a private water system for supplying water for domestic, livestock and garden purposes or other rural usage to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation, maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

(2) To borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

(3) To acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become a member or a stockholder of any corporation or association engaged in any related activities.

(4) To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof.

(5) To establish reserves and to invest the funds thereof in stocks, bonds and other property as the board of trustees may deem satisfactory.

(6) To levy assessments in such manner and in such amount as may be provided in the by-laws of this corporation.

(7) To have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act under which this corporation is incorporated.

(8) The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

b. The names and addresses of the members of the initial board of trustees who shall hold office until the first annual meeting of the members, and until their successors shall have been elected, and qualified, as provided in the by-laws, are:

L. G. Sims, Route #5, Laurel, Mississippi.

J. R. "Bob" Davis, whose mailing address is P. O. Box 341, Laurel, Mississippi, but whose residence is Route #5, Laurel.

W. M. "Woody" Rogers, Route #5, Laurel, Mississippi.

W. W. Kitchens, Route #7, Laurel, Mississippi.

L. E. Mauldin, Route #5, Laurel, Mississippi.

The initial board of trustees shall have the direction of the affairs of the corporation and shall meet within five days after issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws and taking such other action as necessary to perfect the organization of the corporation and make a report thereof. Thereafter by-laws may be amended and officers elected as provided in such by-laws.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall 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.

This the 1st day of April, 1965.

L. E. Mauldin

L. E. Mauldin, Incorporator

L. G. Sims

L. G. Sims, Incorporator

W. M. (Woody) Rogers

W. M. "Woody" Rogers
Incorporator.

STATE OF MISSISSIPPI
COUNTY OF JONES

This day personally appeared before me, the undersigned authority, L. E. MAULDIN, L. G. SIMS AND W. M. "WOODY" ROGERS, incorporators of the corporation known as the Calhoun Water Association, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 1st day of April, 1965.

Notary Public

My Commission Expires:

_____

2nd Received at the office of the Secretary of State this the ____ day of April, A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., April 2, 19

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

Attorney General

By:

EXCERPT FROM MINUTES OF CALHOUN WATER ASSOCIATION
AN UNINCORPORATED ORGANIZATION

The Calhoun Water Association met in special meeting, duly called, on the 16th day of February, 1965, at 7:30 o'clock p.m., in the Calhoun High School Auditorium, and among the business transacted, a motion was duly made, seconded and carried as follows:

> "RESOLVED, that L. E. Mauldin, L. G. Sims, and W. M. "Woody" Rogers, be, and they are hereby, authorized to prepare, or have prepared, and to execute an application for a Charter of Incorporation of the Calhoun Water Association, and that among the powers and purposes of said charter shall be a provision that the said corporation may own and operate a rural water works system."

CERTIFICATE

I, Dicky Mauldin, the duly elected, qualified and acting secretary of the Calhoun Water Association, do hereby certify that the above and foregoing is a true and correct copy of a resolution which was passed by the Calhoun Water Association in a special meeting held on the 16th day of February, 1965, which meeting was duly called, and held in the Calhoun High School Auditorium.

Witness my signature this the 17th day of February, 1965.

Dicky Mauldin, Secretary

EXHIBIT "A"

BOOK 150 PAGE 328

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BOARD OF DIRECTORS OF EAST MISS. JR. COLLEGE WESLEY FOUNDATION

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 7th day of April A. D., 1965.

Paul B Johnson

Governor

By the Governor

John Ladner

Secretary of State

THE CHARTER OF INCORPORATION OF BOARD OF DIRECTORS OF EAST MISS. JR. COLLEGE WESLEY FOUNDATION

1. The corporate title of said company is Board of Directors of East Miss. Jr. College Wesley Foundation.

2. The names and post office addresses of the incorporators are: A. Gene Crago, Scooba, Mississippi; James Martindale, Scooba, Mississippi; Mrs. Ida Madison, Scooba, Mississippi. Each of said incorporators is an adult resident citizen of the State of Mississippi.

3. The domicile of the corporation in this State is Scooba, Mississippi.

4. This corporation is nonprofit and no shares of stock are to be issued.

5. The period of existence of this corporation is perpetual.

6. The purposes for which the corporation is created and a statement of the rights and powers that are to be exercised by said corporation: to perform the functions of a Wesley Foundation as defined by the Discipline of the Methodist Church and thereby to promote the religious training and activities of students at East Mississippi Jr. College, Scooba, Mississippi; to purchase, own, sell, convey, mortgage, lease, rent and otherwise to handle real and personal property and to do any and all other things which may be reasonably necessary to accomplish the purpose stated herein; the corporation shall issue no shares of stock, shall divide no dividends or profit among its members; expulsion shall be the only remedy for nonpayment of dues; each member shall have the right to one vote in the election of all officers; the loss of membership, by death or otherwise, shall terminate all interest of such members in the corporate assets; there shall be no individual liabilities against the members for corporate debts but the entire corporate property shall be liable for the claims of creditors.

A. Gene Crago
A. GENE CRAGO, Incorporator

James Martindale
JAMES MARTINDALE, Incorporator

MRS. IDA MADISON, Incorporator

RESOLUTION

BE IT RESOLVED that Board of Directors of East Miss. Jr. College Wesley Foundation take all steps necessary to incorporate as a Mississippi, nonprofit, nonshare corporation.

BE IT FURTHER RESOLVED that A. Gene Crago, James Martindale and Mrs. Ida Madison, who are members of this organization and who are all adult resident citizens of the State of Mississippi, be and they are hereby authorized and directed to apply for a charter of incorporation, to execute the charter of incorporation as incorporators and to do any and all other things necessary to incorporate this organization.

CERTIFICATE

I, the undersigned Secretary of Board of Directors of East Miss. Jr. College Wesley Foundation, do hereby certify that the above and foregoing Resolution was duly adopted at a meeting of the members of said organization held in Scooba, Mississippi, on March 8, 1965; that the said Resolution is included in the minutes of said organization.

WITNESS MY SIGNATURE this 8th day of March, 1965.

Christine V. Covington
SECRETARY

STATE OF MISSISSIPPI

COUNTY OF KEMPER

Personally appeared before me, the undersigned authority in and for the State and County aforesaid, A. Gene Crago, James Martindale, and Mrs. Ida Madison, the incorporators of the corporation known as Board of Directors of East Miss. Jr. College Wesley Foundation, who, after being duly sworn, stated on oath that they and each of them are adult resident citizens of the State of Mississippi, and who acknowledged that they and each of them signed, executed and delivered the above and foregoing articles of incorporation, being duly authorized so to do.

GIVEN under my hand and official seal this the 2nd day of April, 1965.

My Commission Expires Jan. 15, 1969

Clara E. Briggs
Notary Public

Received at the office of the Secretary of State, this the 26th day of March

A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Miss.,

April 6, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLendon
Assistant Attorney General.

BOOK 150 PAGE 332

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SACRED HEART PARENTS AND TEACHERS 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 13th day of April A. D., 1965.

Paul B. Johnson
Governor

By the Governor

Secretary of State

STATE OF MISSISSIPPI

COUNTY OF JACKSON

RESOLUTION

This is to certify that a General Meeting of the Membership of the Sacred Heart Parish Parents and Teachers Club properly convened and held a meeting on the 1st day of February, 1965, and the following resolution was duly adopted:

"Resolved that the Sacred Heart Parish Parents and Teachers Club of Pascagoula, Mississippi, shall be duly incorporated as a non-profit organization and Paul Frederic, Sidney F. Peck, Jr., Martha Shannon and Mrs. Louie Webb are hereby appointed to act as incorporators for said organization, said organization to be incorporated in accordance with the Laws of the State of Mississippi."

Witness my signature this the 29th day of January, 1965.

Martha E. Shannon
Secretary

BOOK 150 PAGE 334

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

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

THE CHARTER OF INCORPORATION OF

SCHOOL
SACRED HEART / PARENTS AND TEACHERS CLUB , INC.

1. The corporate title of said company is: SACRED HEART PARENTS AND TEACHERS CLUB

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Pol Frederic	1476 Washington Avenue	Pascagoula,	Mississippi
Mrs. Joseph Shannon	1603 North Brookwood Dr.,	Pascagoula,	Mississippi
Mrs. Louis Webb	1510 Belair Ct.,	Pascagoula,	Mississippi
Sidney F. Beck, Jr.	1410 Clairmont,	Pascagoula,	Mississippi

Each incorporator is adult resident citizen of the State of Mississippi.

3. The domicile is at Sacred Heart School (Street and No.) Pascagoula, (City) Mississippi (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.) School

Sacred Heart/Parents and Teachers Club, Inc., shall be a non-profit corporation and no shares of stock shall be issued and the type of the organization is fraternal.

Membership in said corporation shall consist of persons interested in the welfare of Sacred Heart School.

Membership shall be immediate upon payment of dues unto said organization and non-payment of dues shall ipso facto terminate membership. Termination of membership shall be the only penalty of non-payment of dues.

Membership in said corporation shall vest one (1) vote in each member for the purpose of electing any and all officers of said corporation.

Upon termination of membership in said corporation the member whose membership is thereby terminated shall thereby lose his vote.

Termination of membership for any reason shall terminate all interest of any member whose membership is terminated in the corporate assets.

There shall be no individual liabilities against members of said corporation for corporate debts, but the corporate property shall be liabilities for claims of creditors.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

Purposes for which this caporation is formed is to give corporate existance to the members of a fraternal association known as Sacred Heart Scho Parents and Teachers Club; to promote the generalwelfare of the students of Sacred Heart School including but not limited to the development of educational facilities, church and home life; to engage in activities deemed necessary to raise funds to provide physical equipment of any nature whatsoever for said School, and to defray expenses of said school.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

BOOK 150 PAGE 336

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Pol M. Frederic Jr.
Martha E. Shannon
Mrs. Lewis Webb
Sidney F. Beck, Jr.

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of JACKSON

This day personally appeared before me, the undersigned authority Pol Frederic, Sidney F. Beck, Jr., Mrs. Joseph Shannon, Mrs. E. L. Webb, , ,

incorporators of the corporation known as the Sacred Heart Parents and Teachers Club who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 17th day of February, 1965

Judith K. Hudson
My Commission Expires Aug. 21, 1968

STATE OF MISSISSIPPI
County of

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

, , ,

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

Received at the office of the Secretary of State this the 19th day of February A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Arthur Hudson
Secretary of State

Jackson, Miss., February 19, 1965

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

Joe T. Patterson
Attorney General

By Martin R. McLendon
Assistant Attorney General

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BLUEFIELD COMMUNITY WATER 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 19th day of April A. D., 1965.

Paul B. Johnson
Governor

By the Governor

Secretary of State

BLUEFIELD COMMUNITY WATER ASSOCIATION, INC.

MINUTES OF SPECIAL MEETING HELD FEBRUARY 18, 1965

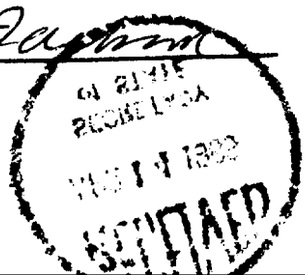
A special meeting of the members of the Bluefield Community Water Association was held at 7:00 P.M. in the Prairie Grove Church, Oktibbeha County, Mississippi. The meeting was called to order by the President and it was determined that a quorum was present. The members were advised of the procedure to be followed in organizing a non-profit corporation for the purpose of establishing a rural waterworks system.

After a full discussion, it was the unanimous opinion of those present that the Bluefield Community Water Association should own and operate a rural waterworks system and that it should apply for a charter. On motion made, seconded and unanimously passed, George Sanders, Arnold S. Jackson, Donald Mosley, Clifton Johnston, and A. B. Daniels, Jr., each being adult resident citizens of Oktibbeha County, Mississippi, were authorized to apply for a Charter of Incorporation for the Bluefield Community Water Association under Section 5310.1 of the Mississippi Code of 1942, recompiled.

On motion duly made, seconded and unanimously passed, the following additional resolution was unanimously approved: "The initial board of trustees shall have the direction of the affairs of the corporation and shall meet within 5 days after issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws and taking such other action as necessary to perfect the organization of the corporation and make a report thereof. Thereafter by-laws may be amended and officers elected as provided in such by-laws."

There being no further business to come before the members of the association, the meeting was adjourned.

Arnold S. Jackson
Secretary



CERTIFICATE

I, Arnold S. Jackson, Secretary of the Bluefield Community Water Association do hereby certify that the above and foregoing constitutes a true, correct and compared copy of the minutes of the members of the Association of the Bluefield Community Water Association as adopted at its special meeting on February 18, 1965, and as the same appears of record in the minutes of said Association, which are in the custody of the undersigned.

Certified this the 7 day of April, 1965.

Arnold S. Jackson
Secretary

BOOK 150 PAGE 340

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

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

THE CHARTER OF INCORPORATION OF

BLUEFIELD COMMUNITY WATER ASSOCIATION, INC.

1. The corporate title of said company is: BLUEFIELD COMMUNITY WATER ASSOCIATION, INC.

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
George Sanders	Route 2	Starkville,	Mississippi
Arnold S. Jackson	Route 2	Starkville,	Mississippi
Donald Mosley	Route 2	Starkville,	Mississippi
Clifton Johnston	Route 2	Starkville,	Mississippi
A. B. Daniels, Jr.	Route 2	Starkville,	Mississippi

Each incorporator being an adult resident citizen of Oktibbeha County, Mississippi.

3. The domicile is at Sander's Store, Route 2, Starkville, Mississippi
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This charter is for a non-profit, non-share rural water system corporation. There is to be no stock issued in this corporation.

5. Period of existence shall be perpetual.

The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

a. To own and operate a rural water system.

b. To associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end to construct, maintain and operate a private water system for the supplying of water for domestic, livestock and garden purposes, and for all other purposes not contrary to law, to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation, maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

c. To borrow from any source, money, goods, or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

d. To acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become a member or a stockholder of any corporation or association engaged in any related activities.

e. To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof.

f. To establish reserves and to invest the funds thereof in stocks, bonds and other property as the board of trustees may deem satisfactory.

g. To levy assessments in such manner and in such amount as may be provided in the by-laws of this corporation.

h. To have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act under which this corporation is incorporated.

i. The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

j. The names and addresses of the members of the initial board of trustees who shall hold office until the first annual meeting of the members, and until their successors shall have been elected, and qualified, as provided in the by-laws, are:

George Sanders	Route 2	Starkville, Mississippi
Arnold S. Jackson	Route 2	Starkville, Mississippi
Donald Mosley	Route 2	Starkville, Mississippi
Clifton Johnston	Route 2	Starkville, Mississippi
A. B. Daniels, Jr.	Route 2	Starkville, Mississippi

The initial board of trustees shall have the direction of the affairs of the corporation and shall meet within 5 days after issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws and taking such other action as necessary to perfect the organization of the corporation and make a report thereof. Thereafter by-laws may be amended and officers elected as provided in such by-laws.

NOTE:—This application must be filled with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: George Sanders
Arnold S. Jackson
A. B. Daniel Jr.
Henry Clifton Johnston (Clifton)
Donald Mosley

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Oktibbeha

This day personally appeared before me, the undersigned authority George Sanders, Arnold S. Jackson, Donald Mosley, Clifton Johnston and A. B. Daniels, Jr., , ,

incorporators of the corporation known as the Bluefield Community Water Association, Inc. who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as ~~their~~ (their) act and deed on this the 13th day of April, 1965

Ben F Hilburn Jr
My comm Expires Jan 28, 1966

STATE OF MISSISSIPPI

County of

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

, , ,

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 14th day of April A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., April 15, 1965

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

Joe T. Patterson
Attorney General

By Martin R McLendon
Assistant Attorney General

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

BOOK 150 PAGE 344

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CENTRAL CHRISTIAN 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 19th day of April A. D., 1965.

Paul B Johnson
Governor

By the Governor

Secretary of State

CHARTER OF INCORPORATION

CENTRAL CHRISTIAN CHURCH

Jackson, Mississippi

I.

The corporate title of said company is CENTRAL CHRISTIAN CHURCH.

II.

The names of the incorporators are Joseph R. Brock, 4516 Larchmont, Jackson, Mississippi; Charles E. Powers, 531 Clubview Drive, Jackson, Mississippi; and W. W. Sykes, 1410 McDowell Road, Jackson, Mississippi. All of the above named incorporators are bona fide, adult, resident citizens of the State of Mississippi.

III.

The domicile of the Corporation is 450 Culbertson Street, Jackson, Mississippi.

IV.

Amount of capital stock and particulars as to class and classes thereof: None. This is to be a non-profit religious Corporation.

This Corporation shall not be required to make publication of its charter; shall issue no shares of stock, shall divide no dividends or profits among its members shall vest in each member the right to one vote in the election of all officers; shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets; there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

V.

The number of shares for each class and par value thereof: None.

VI.

Period of existence (not to exceed ninety-nine (99) years) is perpetual. (Non-profit corporation may have perpetual existence.)

VII.

The purposes for which the corporation is created:

1. To further by all proper and legal agencies and means the religious and moral instruction and the support of public worship, building of churches and chapels, and the maintenance of all missionary undertakings.

2. To secure and circulate literature with reference to religious and moral instruction.

3. To collect tithes and offerings from members and the public, to make gifts and appropriations from any and all its resources, from time to time, to carry out the objects and purposes of the corporation, to hypothecate its income and its property of all kinds for the purpose of repairing and maintaining or building of churches or other structures used or maintained for the purposes of the corporation, to generally organize and act as a locally governed independent Christian Church in all respects not contrary to law.

4. To carry out all purposes and objects whether specified herein or not, which are desirable, advantageous, or incidental to the purposes for which this corporation is formed.

5. To borrow money and secure same and issue bonds of the corporation for the purpose of building, maintaining, or repairing buildings or structures which are used in connection with the purposes of this corporation.

6. No dividends shall be declared or paid to members and no members shall personally gain or secure individual profit from said corporation.

7. None of the real or personal property shall ever be

used or expended except in carrying out legitimate ends and aims of the corporation. The rights and powers that may be exercised by this corporation shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated.

VIII.

Number of shares of each class to be subscribed and paid before the corporation may begin business. None.

Joseph R. Brock
Joseph R. Brock

Charles E. Powers
Charles E. Powers

W. W. Sykes
W. W. Sykes

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned Joseph R. Brock, Charles E. Powers and W. W. Sykes, incorporators of the Corporation known as Central Christian Church, who each acknowledged that they signed, executed and delivered the above and foregoing Articles of Incorporation as their act and deed on this the 10 day of April, 1965.

Notary Public

My Commission Expires:

My Commission Expires Sept. 11, 1967

Received at the Office of the Secretary of State this the 15th day of April, 1965, A. D., together with the sum of Twenty Dollars ($20.00) deposited to us as recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Mississippi, April 15, 1965

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

Attorney General

BY: Assistant Attorney General

CHURCH BUILDING & SAVINGS ASSOCIATION

Church Resolution Authorizing Incorporation

CENTRAL CHRISTIAN Church

450 Culbertson St., Jackson, Miss.
Address

WHEREAS, the above named Church, by proper resolution has heretofore named, constituted and appointed Joseph R. Brock, Charles E. Powers, and W. W. Sykes, as its Trustees to manage and hold title to properties and other assets of the Church, and

WHEREAS, the membership of said Church, at a meeting duly called for said purpose, determined, decided and voted by resolution to incorporate said Church and issue building bonds for repairs and new construction through Church Building & Savings Association, and in order to accomplish said purpose, adopted the following resolution, to-wit:

"Be it resolved that the above named Trustees be and they are hereby duly named, constituted and appointed to act for said Church and in its behalf in whatever action may be necessary or desirable to incorporate said Church for religious Purposes; and they are, furthermore, authorized and empowered for and on behalf of the Church to act as incorporators, to enter into written agreements, contracts and covenants with Church Building & Savings Association, and any and all other persons or firms necessary to accomplish the issuance of a bond program to finance repairs and new construction, and to take any and all other steps as may be necessary or advisable to effect a corporation or for the purpose of issuing building bonds for repairs to said Church or for new construction. The named Trustees are, furthermore, authorized and empowered to hypothecate the properties of the Church or its assets, to enter into contracts, to issue bonds, make promissory notes, borrow money, or any other like matters which may be necessary or advisable for new church building construction or repair.

"Be it further resolved that the named Trustees shall continue in office with full authority herein granted until Successor Trustees have been duly and properly elected and qualified.

"Be it further resolved that the Church be bound by this resolution and the acts of its Trustees.

"This resolution adopted by the Church at a meeting duly called for said purpose on this the 4th day of April, 19 65."

We, the undersigned Pastor and Secretary or Church Clerk of the above named Church, do hereby each certify that we hold the position opposite our names and further certify that the above and foregoing resolution was duly and properly adopted by the membership of said Church at a meeting called for said purpose on the 4th day of April, 19 65. The above resolution appears on the official minutes of said Church.

WITNESS OUR SIGNATURES, this the 13th day of April, 19 65.

Clinton A. Parke
Pastor

Mrs. Shirley G. Cook
Secretary (or Clerk)

STATE OF MISSISSIPPI

COUNTY OF HINDS

Sworn to and subscribed before me, this the 14th day of April, 19 65.

W B Ricks
Notary Public

My commission expires: My commission expires [illegible]

BOOK 150 PAGE 350

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

IMMANUEL BAPTIST CHURCH OF VICKSBURG

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 19th day of April A. D., 1965.

Paul B. Johnson
Governor

By the Governor

Secretary of State

CHARTER OF INCORPORATION

IMMANUEL BAPTIST CHURCH OF VICKSBURG

Vicksburg, Mississippi

I.

The corporate title of said company is IMMANUEL BAPTIST CHURCH OF VICKSBURG.

II.

The names of the incorporators are Anthony B. Thomas, Rt. 2, Vicksburg, Mississippi; J. W. Shoops, 14A Porters Chapel Road, Vicksburg, Mississippi; and Jack W. Tillotson, Rt. 2, Vicksburg, Mississippi. All of the above named incorporators are bona fide, adult resident citizens of the State of Mississippi.

III.

The domicile of the Corporation is Rt. 2, Vicksburg, Mississippi.

IV.

Amount of capital stock and particulars as to class and classes thereof: None. This is to be a non-profit religious Corporation.

This Corporation shall not be required to make publication of its charter; shall issue no shares of stock, shall divide no dividends or profits among its members; shall vest in each member the right to one vote in the election of all officers; shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets; there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

V.

The number of shares for each class and par value thereof: None.

VI.

Period of existence (not to exceed ninety-nine (99) years) is perpetual. (Non-profit corporation may have perpetual existence.)

VII.

The purposes for which the corporation is created:

1. To further by all proper and legal agencies and means the religious and moral instruction and the support of public worship, building of churches and chapels, and the maintenance of all missionary undertakings.

2. To secure and circulate literature with reference to religious and moral instruction.

3. To collect tithes and offerings from members and the public, to make gifts and appropriations from any and all its resources, from time to time, to carry out the objects and purposes of the corporation, to hypothecate its income and its property of all kinds for the purpose of repairing and maintaining or building of churches or other structures used or maintained for the purposes of the corporation, to generally organize and act as a Southern Baptist Church in all respects not contrary to law.

4. To carry out all purposes and objects whether specified herein or not, which are desirable, advantageous, or incidental to the purposes for which this corporation is formed.

5. To borrow money and secure same and issue bonds of the corporation for the purpose of building, maintaining, or repairing buildings or structures which are used in connection with the purposes of this corporation.

6. No dividends shall be declared or paid to members and no members shall personally gain or secure individual profit from said corporation.

7. None of the real or personal property shall ever be

used or expended except in carrying out legitimate ends and aims of the corporation. The rights and powers that may be exercised by this corporation shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated.

VIII.

Number of shares of each class to be subscribed and paid before the corporation may begin business. None.

Anthony B. Thomas

Anthony B. Thomas

J. W. Shoops

J. W. Shoops

Jack W. Tillotson

Jack W. Tillotson

STATE OF MISSISSIPPI

COUNTY OF WARREN

This day personally appeared before me, the undersigned Anthony B. Thomas, J. W. Shoops and Jack W. Tillotson, incorporators of the Corporation known as Immanuel Baptist Church of Vicksburg, who each acknowledged that they signed, executed and delivered the above and foregoing Articles of Incorporation as their act and deed on this the 12 day of April, 1965.

Mrs B B Pridgen

Notary Public

My Commission Expires:

My Commission Expires August 23, 1966

BOOK 150 PAGE 354

Received at the Office of the Secretary of State this the 14th day of April, 1965, A. D., together with the sum of Twenty Dollars ($20.00) deposited to us as recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Mississippi, April 15, 1965

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

Attorney General

BY: Assistant Attorney General

CHURCH BUILDING & SAVINGS ASSOCIATION

Church Resolution Authorizing Incorporation

Immanuel Baptist Church of Vicksburg Church
Rt. 2
Vicksburg, Mississippi
Address

WHEREAS, the above named Church, by proper resolution has heretofore named, constituted and appointed Anthony B. Thomas, Homer Douglas, J.W.Shoops, and Jack W. Tillotson, as its Trustees to manage and hold title to properties and other assets of the Church, and

WHEREAS, the membership of said Church, at a meeting duly called for said purpose, determined, decided and voted by resolution to incorporate said Church and issue building bonds for repairs and new construction through Church Building & Savings Association, and in order to accomplish said purpose, adopted the following resolution, to-wit:

"Be it resolved that the above named Trustees be and they are hereby duly named, constituted and appointed to act for said Church and in its behalf in whatever action may be necessary or desirable to incorporate said Church for religious Purposes; and they are, furthermore, authorized and empowered for and on behalf of the Church to act as incorporators, to enter into written agreements, contracts and covenants with Church Building & Savings Association, and any and all other persons or firms necessary to accomplish the issuance of a bond program to finance repairs and new construction, and to take any and all other steps as may be necessary or advisable to effect a corporation or for the purpose of issuing building bonds for repairs to said Church or for new construction. The named Trustees are, furthermore, authorized and empowered to hypothecate the properties of the Church or its assets, to enter into contracts, to issue bonds, make promissory notes, borrow money, or any other like matters which may be necessary or advisable for new church building construction or repair.

"Be it further resolved that the named Trustees shall continue in office with full authority herein granted until Successor Trustees have been duly and properly elected and qualified.

"Be it further resolved that the Church be bound by this resolution and the acts of its Trustees.

"This resolution adopted by the Church at a meeting duly called for said purpose on this the 28th day of March, 1965."

We, the undersigned Pastor and Secretary or Church Clerk of the above named Church, do hereby each certify that we hold the position opposite our names and further certify that the above and foregoing resolution was duly and properly adopted by the membership of said Church at a meeting called for said purpose on the 28th day of March, 1965. The above resolution appears on the official minutes of said Church.

WITNESS OUR SIGNATURES, this the 31st day of March, 1965.

Pastor

Mrs. Victor Hilderbrand
Secretary (or Clerk)

STATE OF Mississippi
COUNTY OF Hinds

Sworn to and subscribed before me, this the 31 day of March, 1965.

Notary Public

My commission expires: My Commission Expires

BOOK 150 PAGE 356

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MISSISSIPPI KIDNEY DISEASE FOUNDATION, 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 19th day of April A. D., 1965.

Paul B. Johnson
Governor

By the Governor

Secretary of State

BOOK 150 PAGE 357

STATE OF MISSISSIPPI

COUNTY OF JACKSON

RESOLUTION AUTHORIZING APPLICATION FOR ARTICLES OF INCORPORATION FOR A NON-PROFIT CORPORATION

WHEREAS, MISSISSIPPI KIDNEY DISEASE FOUNDATION desires to file an application from the State of Mississippi for a non-profit, non-share charter of incorporation under the Laws of the State of Mississippi; and

WHEREAS, three (3) adult resident citizens of the State of Mississippi who are members of this association must be authorized to apply for the charter.

NOW, THEREFORE, BE IT RESOLVED by the membership of Mississippi Kidney Disease Foundation that this association apply for a charter for a non-profit, non-share corporation to be known as MISSISSIPPI KIDNEY DISEASE FOUNDATION, INC., and that, Louis J. Lyell, W.A. Moody and Carl A. Magehee be, and they are hereby authorized and directed to apply to the State of Mississippi for such charter and on behalf of this association.

The adoption of the resolution was moved, seconded, and unanimously adopted by the members of the Mississippi Kidney Disease Foundation present at the meeting on the 1st day of December, 1964.

STATE OF MISSISSIPPI
COUNTY OF JACKSON

C E R T I F I C A T E

I, the undersigned Secretary of Mississippi Kidney Disease Foundation, do hereby certify that the above is a true and correct copy of a resolution adopted by the members of Mississippi Kidney Disease Foundation on the 1st day of December, 1964, as appears on the minutes of said association in my custody.

WITNESS MY SIGNATURE ON THIS the 24th day of March, A.D., 1965.

DR. BEN B. JOHNSON, Secretary
MISSISSIPPI KIDNEY DISEASE FOUNDATION

BOOK 150 PAGE 358

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

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

THE CHARTER OF INCORPORATION OF

MISSISSIPPI KIDNEY DISEASE FOUNDATION, INC.

1. The corporate title of said company is:
   Mississippi Kidney Disease Foundation, Inc.

2. The names of the incorporators are:
   (The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Louis J. Lyell	P.O. Box 190 601 Electric Building	Jackson	Mississippi
W.A. Moody	435 N. Magnolia	Laurel	Mississippi
Carl A. Megehee	756 Beach Boulevard	Pascagoula	Mississippi

All adult resident citizens of the State of Mississippi.

3. The domicile is at c/o Dr. Ben B. Johnson, Dept. of Medicine, University Medical Center, Jackson 6, Mississippi
   (Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

   Said corporation is organized as a non-profit corporation under Section 5310.1 of the Mississippi Code of 1942, Recompiled, as amended, as it shall be non-profit and no shares of Stock are to be issued. No part of the net earnings of the corporation shall inure to the benefit of any officer, director or member of the corporation.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purpose for which the corporation is organized is to promote and to develop a coordinated citizens voluntary movement to work toward the improved care and treatment of those afflicted with a disease of the kidney; for improved methods and services in research, prevention, detection, diagnosis and treatment of kidney diseases and disorders.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

STATE OF MISSISSIPPI

COUNTY OF JACKSON

ACKNOWLEDGMENT

This day personally appeared before me, the undersigned authority Carl A. Megehee , incorporator of the corporation known as the Mississippi Kidney Disease Foundation, Inc., who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 24th day of March, 1965.

My Commission Expires Feb. 14, 1968
Raymond L. Brown
Notary Public

Raymond L. Brown
Notary Public

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Louis J. Lyell
Louis J. Lyell
W.A. Moody
W.A. Moody
Carl A. Megehee
Carl A. Megehee

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of Hinds

This day personally appeared before me, the undersigned authority Louis J. Lyell

incorporators of the corporation known as the Mississippi Kidney Disease Foundation, 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 April, 1965

My comm. Ex: 1-5-67 Catherine W. Lee
Notary Public

STATE OF MISSISSIPPI
County of Jones

This day personally appeared before me, the undersigned authority W.A. Moody

incorporators of the corporation known as the Mississippi Kidney Disease Foundation, Inc. who acknowledged that (he) (~~they~~) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 30 day of March, 1965

WINSTON T. SHOWS, Chancery Clerk
JONES COUNTY, MISS.
BY Marie L. Buckley D.C.
Notary Public

Received at the office of the Secretary of State this the 15th day of April A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State

Jackson, Miss., April 15, 1965

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

Joe T. Patterson
Attorney General

By Martin R. McLendon
Assistant Attorney General

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

BOOK 150 PAGE 362

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

YAZOO COMMUNITY SCHOLARSHIP FUND, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 19th day of April A. D., 1965.

Paul B. Johnson
Governor

By the Governor

Heber Ladner
Secretary of State

MINUTES OF MEETING OF YAZOO COMMUNITY SCHOLARSHIP FUND

A meeting of the members of Yazoo Community Scholarship Fund, an unincorporated association, was held at 5:00 A.M. April 13, 1965, at Yazoo City, Mississippi.

A quorum being present, the meeting was called to order by the Chairman and proceeded to a consideration of the business at hand.

After consideration, on motion duly made, seconded and unanimously carried, the association voted to secure a non-profit charter of incorporation from the State of Mississippi, and Mrs. Mary Ann Cortright, Mrs. Barbara Hinshaw and Mrs. Margaret Tuttle were designated incorporators, authorized and empowered to secure a non-profit corporation charter from the State of Mississippi and authorized and empowered generally to do any and all things that may be necessary or convenient to secure issuance of such corporate charter and incorporation of the association.

There being no further business, the meeting was adjourned.

Mrs. Herman B. Gooch
Chairman

Mrs Roland Stevens
Secretary

BOOK 150 PAGE 364

CERTIFICATE

The undersigned, Secretary of Yazoo Community Scholarship Fund, an unincorporated association of Yazoo City, Mississippi, does hereby certify that the above and foregoing is a true and correct copy of the minutes of the meeting of said association held on April 13, 1965.

Witness my hand this 13th day of April, 1965.

Mrs. Robert Stevens
SECRETARY

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

BOOK 150 PAGE 365

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

THE CHARTER OF INCORPORATION OF

YAZOO COMMUNITY SCHOLARSHIP FUND, INC.

1. The corporate title of said company is:

Yazoo Community Scholarship Fund, Inc.

2. The names of the incorporators are:

(This application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
rs. Mary Ann Cortright,	840 Crestview Drive,	Yazoo City,	Mississippi
rs. Barbara M. Hinshaw,	524 East 14th Street,	Yazoo City,	Mississippi
rs. Margaret W. Tuttle,	206 Jackson Avenue,	Yazoo City,	Mississippi

ll of whom are adult resident citizens of the State of Mississippi

3. The domicile is at 1214 Jackson Avenue, Yazoo City, Mississippi
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

The corporation shall be a non-profit non share corporation and shall issue no shares of stock. The corporation is organized and shall be operated exclusively for charitable and educational purposes. In furtherance of such purposes, it may promote, establish, conduct and maintain activities on its own behalf or it may contribute to or otherwise assist other corporations, organizations and institutions carrying on such activities or any thereof; and for such purposes, it may solicit and receive funds and other property, real, personal and mixed, and interest therein by gift, transfer, devise, or bequest, and invest and reinvest, hold, manage, administer, expend and apply such funds and property subject to such conditions and limitations, if any, as may be expressed in any instrument evidencing such gift, transfer, devise or bequest, but subject to the limitation in all events that the corporation shall not engage, otherwise than as an insubstantial part of its activities, in activities which in themselves are not in furtherance of one or more of the above stated purposes of the corporation.

The management of the corporation shall be vested in a board of trustees consisting of not less than three nor more than fifteen members which board shall have the powers of directors.

5. Period of existence shall be perpetual.

6. The purpose for which it is created.

The corporation shall have the rights and powers set forth under paragraph 4 above and in addition the following rights and powers:

(1) To sue and be sued, complain and defend, in its corporate name.

(2) To have a corporate seal which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed or affixed or in any other manner reproduced.

(3) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with, real or personal property, or any interest therein, wherever situated.

(4) To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.

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

(7) To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested.

(8) To make and alter by-laws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.

(9) In addition to authority now provided by law, to make donations for the public welfare or for charitable, scientific or educational purposes.

(10) To have and exercise all powers necessary or convenient to affect any or all of the purposes for which the corporation is organized, but subject to the limitation in all events that the corporation shall not engage, otherwise than as an insubstantial part of its activities, in activities which in themselves are not in furtherance of one or more of the above stated purposes of the corporation.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Mrs. Mary Ann Cortright
Barbara M. Hinshaw
Mrs. Margaret W. Tuttle

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Yazoo

This day personally appeared before me, the undersigned authority Mrs. Mary Ann Cortright, Mrs. Barbara M. Hinshaw, Mrs. Margaret W. Tuttle,

incorporators of the corporation known as the YAZOO COMMUNITY SCHOLARSHIP FUND, 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 April 1965

Com. Expires: 6/7/68 Notary Public in and for Yazoo County, Mississippi

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 16th day of April A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., April 16, 1965

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

Joe T. Patterson
Attorney General

By Martin R. McLeod
Assistant Attorney General

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BOOK 150 PAGE 369

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CENTRAL UTILITY 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 20th day of April A. D., 1965.

Paul B. Johnson
Governor

By the Governor

John Ladner
Secretary of State

THE CHARTER OF INCORPORATION OF

CENTRAL UTILITY ASSOCIATION, INC.

1. The corporate title of said company is: Central Utility Association, Inc.

2. The name of the incorporators are:

Name	Street & No.	City	State
C. D. Rouse	Route 3	Hattiesburg,	Mississippi
Norman Petro	Route 3	Hattiesburg,	Mississippi
Earl Young	Route 3	Hattiesburg,	Mississippi
John Gillentine	Route 3	Hattiesburg,	Mississippi
Charles W. Burkett	Route 3	Hattiesburg,	Mississippi

All the above incorporators being adult resident citizens of Forrest County, Mississippi.

3. The domicile is at RFD 3 Hattiesburg, Mississippi

4. This corporation is a non-profit corporation and shall issue no shares of stock, shall divide no dividends or profits among the members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, ther termination of all interest of such members in the corporate assets.

5. Period of existance shall be perpetual.

6. The purpose for which it is created not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

   a. To associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end to construct, maintain, and operate a private water system for supplying water for domestic, livestock and garden purposes to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation, maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

   b. To borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

c. To acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer, or pledge shares of capital stock or bonds, or become a member or a stockholder of any corporation or association engaged in any related activities.

d. To buy, lease, hold, and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof.

e. To establish reserves and to invest the funds thereof in stocks, bonds, and other property as the board of trustees may deem satisfactory.

f. To levy assessments in such manner and in such amount as may be provided in the by-laws of this corporation.

g. To have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act under which this corporation is incorporated.

h. The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

i. The names and addressed of the members of the initial board of trustees who shall hold office until the first annual meeting of the members, and until their successors shall have been elected, and qualified, as provided in the by-laws, are:

Name	Address
C. D. Rouse	Route 3 Hattiesburg, Mississippi
Norman Petro	Route 3 Hattiesburg, Mississippi
Earl Young	Route 3 Hattiesburg, Mississippi
John Gillentine	Route 3 Hattiesburg, Mississippi
Charles W. Burkett	Route 3 Hattiesburg, Mississippi

The initial board of trustees shall have the direction of the affairs of the corporation and shall meet within five (5) days after issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws and taking such other action as necessary to perfect the organization of the corporation and make a report thereof. Thereafter by-laws may be amended and officers elected as provided in such by-laws.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

8. The resident agent for service of process shall be C. D. Rouse, Route 3, Hattiesburg, Mississippi.

Signatures: Earl W. Young
Charles W. Burkett
John Gillentine
C. D. Rouse Sr.
Norman Petro
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

COUNTY OF FORREST

This day personally appeared before me, the undersigned authority Earl W. Young, Charles W. Burkett, John Gillentine, C. D. Rouse, Sr., and Norman Petro incorporators of the corporation known as Central Utility Association, Inc. 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 March, 19 65.

Notary Public

My Comm. Ex.: September 12, 1967

Received at the office of the Secretary of State this the 5th day of April A.D., 19 65, together with the sum of $ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., April 20, 1965

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

Joe T. Patterson
Attorney General

BY Martin R. McLendon
Assistant Attorney General

BOOK 150 PAGE 374

MEETING OF CENTRAL WATER SYSTEM ASSOCIATION, UNINCORPORATED

MARCH 25, 1965

Be it resolved that the acting committee of this association be **instructed to have attorney at law, Harold B. Cubley, proceed immediately to form and have chartered a non-profit corporation and file application for the same with the Secretary of State of Mississippi.**

Acting Secretary of Association

I, Norman Petro, acting Secretary for the unicorporated Central Water System Association, do certify that the foregoing is a true and correct copy of the resolution as made at the March 25th, 1965 meeting of said association.

Norman Petro, Acting Secretary of Association

BOOK 150 PAGE 375

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE FIRST SOUTHERN METHODIST CHURCH OF COLUMBUS, 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 20th day of April A. D., 1965.

Paul B Johnson
Governor

By the Governor

Secretary of State

STATE OF MISSISSIPPI

COUNTY OF LOWNDES

CHARTER OF INCORPORATION OF

THE FIRST SOUTHERN METHODIST CHURCH OF COLUMBUS, MISSISSIPPI

I

The corporate title of said corporation is The First Southern Methodist Church of Columbus, Mississippi.

II

The names of the incorporators are:

Mr. James F. Atkins	415 Woolbright Street	Columbus, Mississippi
Mr. Hard H. Campbell	208 Woolbright Street	Columbus, Mississippi
Dr. William W. Canon	1202 -10th Avenue North	Columbus, Mississippi
Mrs. Austin A. Northcutt	125 Brown	Columbus, Mississippi
Mrs. Grady N. Wallace	605 Alabama	Columbus, Mississippi

All of the above incorporators are adult resident citizens of the State of Mississippi.

There is attached hereto a certified copy of a Resolution authorizing, directing and empowering the incorporators to make application for a grant of charter.

III

The domicile of the First Southern Methodist Church of Columbus, Mississippi, will be at the corner of Bennett and Lehmberg Road, P. O. Box 2002, Columbus, Mississippi.

IV

This corporation is to be and will be a non-profit, non-share corporation, and is not founded for pecuniary gain, and no shares of stock are to be issued, therefore, no dividends or profit will be realized or disbursed among its members. Its organization will be such as to effectuate worship of

God according to the usages of the Southern Methodist Church and will be similar to the organization of other religious bodies of like nature and purpose.

V

The period of the existence of this corporation shall be perpetual.

VI

The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated: To organize, hold, conduct, and maintain religious services according to the customs, usages, and laws of the Southern Methodist Church and all things necessary and incidental thereto.

VIa

The Rights and Powers shall be:

1. To own, hold, sell, exchange, mortgage, lease, and deal with real estate and interests therein in or out of the State of Mississippi;

2. To own, hold, sell, exchange, pledge, mortgage, lease and deal with personal property and interests therein including choses in action and chattels real, either in or out of the State of Mississippi;

3. To accept, enter into, make and perform contracts for every lawful purpose consistent herewith with any person, firm, partnership, association, corporation, or municipal, or state, national, or foreign body politic and or divisions thereof;

4. To make, accept, draw, execute, issue and discount notes, checks, bills of exchange, drafts, and bonds and debentures, and other evidences of indebtedness with or without security;

5. To borrow and raise money and funds without limit and to execute any and all evidences of indebtedness securing same. To lend money with or without securities;

6. To employ, hire and contract for employment and hire any and all persons necessary to execute and effectuate the hereinbefore mentioned corporate purposes;

7. To maintain offices and church, buildings, parsonages and other structures;

8. To broadcast religious services via radio or television or other media;

9. To do all things consistent with law, necessary to effectuate and carry out the purposes of this corporation.

VII

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors. Each incorporator is an adult resident citizen of the State of Mississippi.

James F. Atkins

James F. Atkins

Bland H. Campbell

Bland H. Campbell

William W. Canon

William W. Canon

Mrs. Austin A. Northcutt

Mrs. Austin A. Northcutt

Mrs. Grady N. Wallace

Mrs. Grady N. Wallace

STATE OF MISSISSIPPI

COUNTY OF LOWNDES

Personally appeared before me, on the 8th day of April, A. D., 1965, JAMES F. ATKINS, BLAND H. CAMPBELL, WILLIAM W. CANON, MRS. AUSTIN A. NORTHCUTT and MRS. GRADY N. WALLACE, all known to be incorporators of the corporation known as the Southern Methodist Church, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed.

Given under my hand and seal this the 8th day of April, A. D., 1965.

Jo Anne M. Malone
Notary Public

My commission expires:

2-12-69

* * * * * * * *

STATE OF MISSISSIPPI

COUNTY OF HINDS

Received at the Office of the Secretary of State, this, the 19th day of April, A. D., 1965, together with the sum of #20.00, deposited to cover the recording fee and referred to the Attorney General for his opinion.

Secretary of State

* * * * * * * *

Jackson, Mississippi, 20th day of April, A. D., 1965

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

Joe T. Patterson
Attorney General

BY: Martin R. McLeadon
Assistant Attorney General

STATE OF MISSISSIPPI

COUNTY OF LOWNDES

RESOLUTION OF THE MEMBERS OF THE FIRST SOUTHERN METHODIST CHURCH OF COLUMBUS, MISSISSIPPI

WHEREAS, the First Southern Methodist Church of Lowndes County, Columbus, Mississippi, is an unincorporated religious association, and

WHEREAS, said unincorporated association is authorized to be incorporated under the laws of the State of Mississippi; and

WHEREAS, the best interest of said unincorporated association would be promoted by its incorporation.

NOW, THEREFORE, BE IT RESOLVED, that JAMES F. ATKINS, BLAND H. CAMPBELL, WILLIAM W. CANON, MRS. AUSTIN A. NORTHCUTT and MRS. GRADY N. WALLACE, be, and they are authorized and directed to obtain a charter of incorporation for said organization under the laws of the State of Mississippi, as a non-share and non-profit religious corporation.

RESOLVED, that JAMES F. ATKINS, BLAND H. CAMPBELL, WILLIAM W. CANON, MRS. AUSTIN A. NORTHCUTT and MRS. GRADY N. WALLACE, be, and they are, hereby authorized, empowered and directed to do all things necessary to accomplish the purpose of this association.

* * * * * * * *

STATE OF MISSISSIPPI

COUNTY OF LOWNDES

Personally appeared before me, the undersigned authority in and for said County and State, Mrs. Austin A. Northcutt, who being by me first duly sworn on oath stated that she is duly qualified, elected and acting Secretary-Treasurer of the unincorporated religious association known as the First Southern Methodist Church of Columbus, Lowndes County, Mississippi.

The post office box of said association is 2002, Columbus, Mississippi, and as Secretary-Treasurer, she is the custodian and keeper of its books. Further, that the above and foregoing is a true and correct copy of the Resolution duly made, recorded and passed at the regular meeting of said association held on the 8th day of April, A. D., 1965.

Mrs. Austin A. Northcutt
Secretary-Treasurer

Sworn to and subscribed before me this the 8th day of April, A. D., 1965.

Jo Anne M. Malone
Notary Public

My commission expires:

2-12-69

BOOK 150 PAGE 382

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

GALLMAN WATER 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 20th day of April A. D., 1965.

Paul B. Johnson
Governor

By the Governor

John Ladner
Secretary of State

THE CHARTER OF INCORPORATION

OF

GALLMAN WATER ASSOCIATION, INC.

1. The corporate title of said company is: Gallman Water Association, Inc.

2. The names of the incorporators are:

Name	Street & No.	City	State
Grover C. Newman	None	Gallman,	Mississippi
Ward C. Gallman	None	Gallman,	Mississippi
S. J. Corley	None	Gallman,	Mississippi
Will D. Lee	None	Gallman,	Mississippi
Mrs. L. C. Ramsey	None	Gallman,	Mississippi

All of the above incorporators are adult resident citizens of Mississippi.

3. The domicile is at Gallman, Mississippi

4. This corporation is a non-profit, non-share corporation, incorporated under Section 5310. 1 of the Mississippi Code of 1942, as Amended.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

(a) The nature of the business of the corporation and the objects and purposes for which it is formed are:

(1) To associate its m mbers together for their mutual benefit and to further the rehabilitation of said members, and to that end to construct, maintain and operate a private water system for supplying water for domestic,

livestock and garden purposes to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation, maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

(2) To borrow from any source, money, goods or services without limitations as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

(3) To acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become a member or a stockholder of any corporation or association engaged in any related activities.

(4) To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof.

(5) To establish reserves and to invest the funds thereof in stocks, bonds and other property as the board of trustees may deem satisfactory.

(6) To levy assessments in such manner and in such amount as may be provided in the by-laws of this corporation.

(7) To have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act under which this corporation is incorporated.

(8) The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

(b) The names and addresses of the members of the initial board of trustees who shall hold office until the first annual meeting of the members, and until their successors shall have been elected, and qualified, as provided in the by-laws, are:

Name	Address
Grover C. Newman	Gallman, Mississippi
Ward C. Gallman	Gallman, Mississippi
S. J. Corley	Gallman, Mississippi
Will D. Lee	Gallman, Mississippi
Mrs. L. C. Ramsey	Gallman, Mississippi

The initial board of trustees shall have the direction of the affairs of the corporation and shall meet within five (5) days after issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws and taking such other action as necessary to perfect the organization of the corporation and make a report thereof. Thereafter by-laws may be amended and officers elected as provided in such by-laws.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divided no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

Grover C. Newman

Ward C. Gallman

BOOK 150 PAGE 386

S. J. Corley

Will D. Lee

Mrs. L. C. Ramsey

Incorporators

STATE OF MISSISSIPPI

COUNTY OF COPIAH

This day personally appeared before me, the undersigned authority, Grover C. Newman, Ward C. Gallman, S. J. Corley, Will D. Lee, and Mrs. L. C. Ramsey, incorporators of the corporation known as Gallman Water Association, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 19th day of March, 1965.

Mary Nell Watts Anding
Notary Public

My commission expires:
July 16-1966

Received at the office of the Secretary of State, this the 20th day of April, 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

BOOK 150 PAGE 387

Jackson, Miss., April 20, 1965

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

Joe T. Patterson
Attorney General

By: Martin R. McLendon
Assistant Attorney General

RESOLUTION OF GALLMAN WATER ASSOCIATION, AN UNINCORPORATED ASSOCIATION

BE IT RESOLVED by the members of the Gallman Water Association, an unincorporated association, that a non-profit, non-share corporation be formed under the provisions of Section 5310. 1 of the Mississippi Code of 1942, as Amended, to be known as Gallman Water Association, Inc., whose purpose shall be to construct, maintain and operate a private water system for supplying water for domestic, livestock and garden purposes to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation, maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

BE IT FURTHER RESOLVED that Grover C. Newman, Ward C. Gallman, S. J. Corley, Will D. Lee, and Mrs. L. C. Ramsey be and they are hereby authorized and directed to apply to the Secretary of State of Mississippi for a Charter of Incorporation for the Gallman Water Association of Gallman, Mississippi.

CERTIFICATE

The undersigned Secretary of Gallman Water Association, an unincorporated association, hereby certifies that the above and foregoing resolution was duly adopted by unanimous vote at a meeting thereof held on March 19, 1965, at 10:00 o'clock A. M., and that said resolution appears of record in the minutes of said association.

Witness my signature, this the 19th day of March, 1965.

Mrs. L. C. Ramsey

Mrs. L. C. Ramsey, Secretary of
Gallman Water Association

BOOK 150 PAGE 389

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

HOLLY SWIMMING 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 20th day of April A. D., 1965.

Paul B. Johnson
Governor

By the Governor

Secretary of State

RESOLUTION OF HOLLY SWIMMING CLUB AUTHORIZING THE CHARTER OF INCORPORATION OF HOLLY SWIMMING CLUB, INC.

WHEREAS, there exists in the City of Holly Springs, Marshall County, Mississippi, a fraternal organization known as Holly Swimming Club, which is a non-profit organization for the promotion of swimming and related recreational activities; and

WHEREAS, it is to the benefit and advantage of Holly Swimming Club to become incorporated as "Holly Swimming Club, Inc." under the provisions of Section 5310.1 of the Mississippi Code Annotated of 1942 (Recompiled) as amended, and other applicable laws of the State of Mississippi.

THEREFORE, be it and it is hereby resolved by said Holly Swimming Club as follows:

1. The recitals contained in the preamble to this resolution are hereby found and declared to be true and correct.

2. Messrs. John C. Dunlap, Albert H. Bonds and Fred M. Belk, members of said Holly Swimming Club, are hereby authorized and directed, as incorporators, to make necessary application, as provided by law, for the charter of incorporation of Holly Swimming Club, Inc. for and on behalf of Holly Swimming Club.

The foregoing resolution, having been introduced in writing, made by Mr. Hannah and duly seconded by Mr. Strickland, was read, then fully discussed and considered, first section by section and then as a whole. The motion was put to a roll call vote by the President, with all members present voting aye, there being a quorum present. The President then declared

the resolution was adopted.

Adopted and approved on this the 6th day of April, 1965, during an open, regular meeting of Holly Swimming Club.

CERTIFICATE

I, the undersigned Secretary of Holly Swimming Club, do certify that the foregoing is a true, correct and complete copy of a resolution entered upon the official minutes of Holly Swimming Club on the 6th day of April, 1965, of which official custodian.

This the 17th day of April, 1965.

Secretary, Holly Swimming Club

BOOK 150 PAGE 392

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

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

THE CHARTER OF INCORPORATION OF

HOLLY SWIMMING CLUB, INC.

1. The corporate title of said company is: Holly Swimming Club, Inc.

2. The names of the incorporators are: John C. Dunlap, Albert H. Bonds and Fred M. Belk, all of whom /are adult resident citizens of the State of Mississippi
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
John C. Dunlap,	Highway 78, North,	Holly Springs,	Mississippi
Albert H. Bonds,	Woodland Heights,	Holly Springs,	Mississippi
Fred M. Belk,	411 Salem Avenue,	Holly Springs,	Mississippi

3. The domicile is at 348 Van Dorn Avenue, (Street and No.) Holly Springs, (City) Mississippi (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

The corporation is a non-profit corporation and no shares of stock are to be issued. Government of the Club shall be by a board of directors of not less than three members. The officers of the Club shall be a President, Vice President, Secretary and Treasurer.

5. Period of existence shall be perpetual.

The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purposes for which the corporation is created, not contrary to law, are to own and operate a private swimming pool and related facilities thereto; to purchase, own, construct and maintain, operate, repair, lease, sublease, license, and 1therwise deal in and with real, personal and mixed property for such purposes and for related recreational purposes; to borrow money and to execute notes, certificates of indebtedness, bonds and security instruments necessary thereto, all in connection with such purposes mentioned above. The Club shall have the right and power to choose and select its membership, which membership shall be upon private subscription, and shall have other rights and powers which shall be limited to those reasonably necessary to accomplish the purposes of the Club in providing swimming facilities and privileges for its members and their guests.

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: John C. Dunlap
Albert H. Bonds
Fred M. Belk

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of MARSHALL

This day personally appeared before me, the undersigned authority John C. Dunlap, Albert H. Bonds and Fred M. Belk,

incorporators of the corporation known as the Holly Swimming Club, Inc.
who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 6th day of April, 19 65

My commission expires Sept. ~~30, 1965~~. Notary Public

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

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

Received at the office of the Secretary of State this the 7th day of April A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., April 20, 1965

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

Joe T. Patterson
Attorney General

By Martin R. McLendon
Assistant Attorney General

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

BOOK 150 PAGE 395

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MOSS POINT JUNIOR CHAMBER OF COMMERCE

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 20th day of April A. D., 1965.

Paul B. Johnson
Governor

By the Governor

John Ellis
Secretary of State

BOOK 150 PAGE 1545

Be it resolved that Dan Poole, George Mitchell, and Bobby Keenum be, and they are hereby authorized, empowered, and directed to take such steps necessary and proper to obtain from the State of Mississippi a charter of incorporation for the Junior Chamber of Commerce of Moss Point, Mississippi as a non-stock and non-profit corporation.

I, Malcolm Hinton, Secretary of the Junior Chamber of Commerce of Moss Point, Mississippi, do hereby certify that the above and foregoing is a true and correct copy of the resolution adopted by the said association, as same appears on the minutes.

Given under my hand and signature this the 11th day of March 1965

Malcolm E. Hinton
Secretary

BOOK 150 PAGE 397

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

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

THE CHARTER OF INCORPORATION OF

MOSS POINT JUNIOR CHAMBER OF COMMERCE

1. The corporate title of said company is: Moss Point Junior Chamber of Commerce

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.) ~~All incorporators are adult resident citizens of Mississippi~~

Name	Street & No.	City State
Dan Poole	P. O. Box 472	Moss Point, Mississippi
George Mitchell	719 Cumberland Dr.	Moss Point, Mississippi
Bobby Keenum	1100 Lawrence	Moss Point, Mississippi

3. The domicile is at Moss Point, Jackson County, Mississippi
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

NON-PROFIT civic improvement corporation. No shares of stock shall be issued.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purposes for which the corporation is created are to promote the civic welfare of Moss Point, Jackson County, and Mississippi; to affiliate with the Mississippi and United States Junior Chambers of Commerce in the accomplishment of their purposes and ideals; to assume the responsibility of intelligent and patriotic citizenship; to study and foster the commercial, industrial, and educational advantages and problems of Moss Point, Jackson County, and Mississippi; to encourage mutual understanding and promote social relations of the corporation members; and to do all other things necessary and incidental for the effective operation and function of a local civic club.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Dan Poole
George Mitchell
Bobby Keenum Jr.

Allthe incorpators are adult
Resident citizens of Mississippi

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of Jackson

This day personally appeared before me, the undersigned authority Dan Poole, George Mitchell, Bobby Keenum, _____, _____, _____, _____, incorporators of the corporation known as the Moss Point Junior Chamber of Commerce who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 18 day of March, 1965

My Commission Expires Feb. 9, 1969

My Commission Expires: Notary Public

STATE OF MISSISSIPPI
County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____, incorporators of the corporation known as the _____ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 19____

Received at the office of the Secretary of State this the 30th day of March A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., April 20, 1965

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

Attorney General

By Martin A. McLendon
Assistant Attorney General

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

BOOK 150 PAGE 400

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

WEBSTER COUNTY DEVELOPMENT CORPORATION.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 20th day of April A. D., 1965.

Paul B. Johnson
Governor

By the Governor

Secretary of State

MINUTES OF A MEETING OF THE WEBSTER COUNTY DEVELOPMENT CORPORATION, AN ASSOCIATION, HELD ON APRIL 12, 1965

Be it remembered that there was begun and held in Taffie's Restaurant in the Town of Eupora, Webster County, Mississippi on the 12th day of April, 1965 a meeting of the association known as Webster County Development Corporation which meeting was attended by the following resident citizens and qualified electors of Webster County, Mississippi:

W. D. Gary, C. P. Fortner, Sr., W. O. Wilson, Joe Hubbard, Phillip A. Harrison, R. A. Johnson, Joe Ross, W. E. Taylor, P. U. Latham, C. P. Fortner, Jr., Bob Williamson, Lee Wheeler, Sam Pitner, W. H. Yates, Miss Faye Kyser, Mrs. Sylvia Elkins and Mrs. B. L. Phillips.

Officers for the Association were elected as follows:

C. P. Fortner, Sr., Chairman
Phillip A. Harrison, Vice Chairman
Joe Hubbard, Secretary-Treasurer
R. A. Johnson, Director
W. O. Wilson, Director
R. P. Sugg, Director

Upon motion duly made and seconded, which motion received the unanimous vote of all present, the Chairman declared the following resolution adopted:

RESOLUTION AUTHORIZING C. P. FORTNER, SR., PHILLIP A. HARRISON AND JOE HUBBARD TO FILE AN APPLICATION FOR A CHARTER FOR A NON-PROFIT CORPORATION TO BE KNOWN AS THE WEBSTER COUNTY DEVELOPMENT CORPORATION

Be it resolved by the members present at a meeting of this Association held on the 12th day of April, 1965 that C. P. Fortner, Sr., Phillip A. Harrison and Joe Hubbard, all duly qualified electors and resident citizens of the Town of Eupora, Webster County, State of Mississippi, be and they are hereby authorized and directed to file an application with the Secretary of State of the State of Mississippi and obtain a Charter of Incorporation under the laws of the State of Mississippi for a non-profit organization to be known as Webster County Development Corporation and that said application be filed in the office of the Secretary of State and also be presented to the Attorney General of the State of Mississippi for their approval and action thereon. Resolved further that said persons above named

are hereby authorized and directed to sign said application for a Charter of Incorporation for and on behalf of the members of this meeting and to do any and all acts and things necessary and proper in connection with securing same. Be it further resolved that the above named persons who are members of the organization or of said corporation, be and they hereby are appointed agents therefor for the purpose of securing the Charter aforesaid and doing other acts in connection herein.

Be it further resolved that the proposed Webster County Development Corporation be a non-profit organization and shall be organized for the following purposes:

1. To promote the establishment of industries manufacturing products in Webster County, Mississippi.

2. To promote any program which will have for its purposes balancing agriculture with industry in Webster County, Mississippi.

3. To promote any program aiding agriculture in Webster County, Mississippi including but not limited to the exibition of livestock, farm products and other characteristic features of agriculture and horticulture.

4. To promote high business standards and better business methods and encourage cooperation among the retail merchants of Webster County, Mississippi.

5. To promote recreational facilities and programs for adults and youths.

6. To promote educational facilities and programs for adults and youths.

7. To promote any program for the general welfare and for civic improvement for the citizens of Webster County and its trade territory.

That said corporation shall make application for an exempt status for Federal income tax purposes and in order to qualify shall adopt as a part of its charter and by-laws provisions necessary to accomplish these purposes.

That the by-laws of the corporation and the Charter, if necessar shall provide that, upon the dissolution of the Corporation, none of

the assets of the Corporation may be distributed to the members or to private individuals and upon dissolution the assets of the Corporation shall be distributed to the Town of Eupora, Mississippi.

Resolved, further, that C. P. Fortner, Sr., Phillip A. Harrison, Joe Hubbard, R. A. Johnson, W. O. Wilson and R. P. Sugg be designated in the Charter of Incorporation of the Webster County Development Corporation to serve as members of the Board of Directors of said corporation, when organized, until the first annual meeting of the membership of said corporation, or until their successors shall be duly elected and qualified, said annual meeting to be held not later than one year from date hereof.

On motion made, duly seconded and adopted it was ordered that this meeting be adjourned.

s/C. P. FORTNER, SR.

Chairman

ATTEST:

s/Joe Hubbard

Secretary-Treasurer

I, Joe Hubbard, Secretary and Treasurer of the Webster County Development Corporation, an unincorporated association, do hereby certify that the above and foregoing is a true and correct copy of the minutes of a meeting held at the time and place herein shown, including a resolution, election of officers and other matters therein set forth, as same now duly appears of record in the Minute Book in my hand.

This the 20th day of April, 1965.

Joe Hubbard

THE CHARTER OF INCORPORATION

OF

WEBSTER COUNTY DEVELOPMENT CORPORATION

We, the undersigned qualified electors and resident citizens of Webster County, Mississippi, acting as incorporators of a corporation under Section 5310.1, Mississippi Code of 1942, acting pursuant to a resolution of an association known as Webster County Development Corporation, hereby make application for a charter for such corporation:

1. The name of the corporation is Webster County Development Corporation.

2. The names and addresses of the incorporators are:

C. P. Fortner, Sr.
Eupora, Mississippi

Phillip A. Harrison
Eupora, Mississippi

Joe Hubbard
Eupora, Mississippi.

All of the above incorporators are adult resident citizens of the State of Mississipp

3. The domicile of the corporation is Eupora, Mississippi.

4. The corporation shall operate as a non-profit corporation and will issue no shares of stock.

5. The period of existence of the corporation shall be perpetual.

6. The purposes for which the corporation is created are as follows:

a. To promote the establishment of industries manufacturing products in Webster County, Mississippi.

b. To promote any program which will have for its purposes balancing agriculture with industry in Webster County, Mississippi.

c. To promote any program aiding agriculture in Webster County, Mississippi including but not limited to the exibition of livestock, farm products and other characteristic features of agriculture and horticulture.

d. To promote high business standards and better business methods and encourage cooperation among the retail merchants of Webster County, Mississippi.

e. To promote recreational facilities and programs for adults and youths.

f. To promote educational facilities and programs for adults and youths.

g. To promote any program for the general welfare and for civic improvement for the citizens of Webster County and its trade territory.

7. The rights and powers to be exercised by this corporation shall be limited to those necessary to accomplish the stated purposes of the association being incorporated and shall include but not be limited to the collection of dues from its members, receiving gifts of money or property, employ agents and other employees to carry out the business of the corporation, to acquire property in order to effectuate the purposes of the corporation, to borrow money, to dispose of property in any manner necessary to accomplish the purposes for which the corporation is created and to select officers and agents for the corporation.

8. The corporation shall divide no dividends or profits among its members and shall make expulsion the only remedy for non-payment of dues. Each member shall have one vote in the election of all officers and upon termination of membership, by death or otherwise, all interest of such members in the corporate assets shall be terminated.

9. Upon the dissolution of this corporation its assets shall vest in the Town of Eupora, Mississippi.

10. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Six hereof. No substantial part of the activities of the corporation shall be the carrying on of propanganda, or otherwise attempting, to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political

campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

C. P. Fortner, Sr.

C. P. Fortner, Sr.

Phillip A. Harrison

Phillip A. Harrison

Joe Hubbard

Joe Hubbard

STATE OF MISSISSIPPI

COUNTY OF WEBSTER

This day personally appeared before me, the undersigned authority, in and for the State and County aforesaid C. P. Fortner, Sr., Phillip A. Harrison and Joe Hubbard, who, being by me first duly sworn, declared that they are corporators of the Webster County Development Corporation; that they have executed the foregoing document as corporators of the corporation and that the statements therein contained are true.

Barbara K. Gary

Notary Public

Official Title

My Commission Expires:

Jan 8. 1968

BOOK 150 PAGE 407

Received at the office of the Secretary of State, this the 20th day of April A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Gradney
SECRETARY OF STATE.

Jackson, Miss.,

April 20, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLeadon
Assistant Attorney General.

C-54

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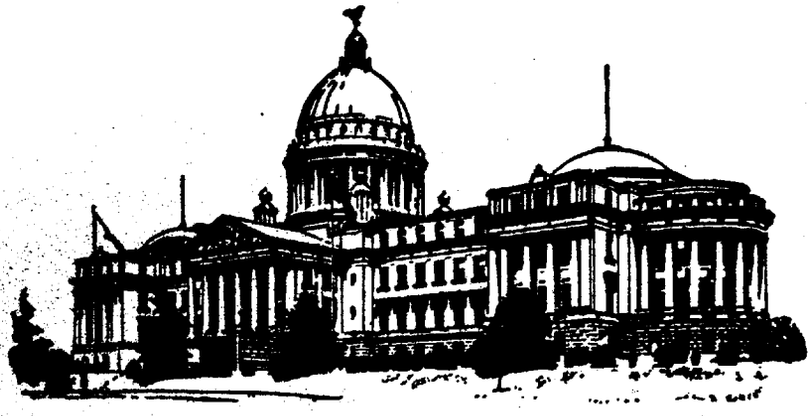
BOOK 150 PAGE 409

State of Mississippi



OFFICE OF

Secretary of State

JACKSON

I, HEBER LADNER, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of

HINDS FARM SERVICE ASSOCIATION (AAL)

hereto attached, together with a duplicate thereof, were pursuant to the provisions of Chapter 5, Title 19, Code of Mississippi of 1942, and amendments thereto, filed in my office this the 22nd day of April, 1965, and one copy thereof recorded in this office in Record of Incorporations Photostat Book No. 150, at pages 409-411, 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 April, 1965

Heber Ladner

Secretary of State.

SS.-20

ARTICLES OF ASSOCIATION AND INCORPORATION

OF

HINDS FARM SERVICE ASSOCIATION (AAL)

The undersigned, all being producers of agricultural products or associations composed of such producers, do hereby voluntarily associate together for the purpose of forming and organizing a cooperative association, without stock, under the provisions of Article 1, Chapter 5, Title 19 of the Recompiled Mississippi Code of 1942 and amendments thereto with all the rights, powers, privileges, and immunities given or permitted by such statute or by other laws of the State of Mississippi relating to such corporations and for that purpose do hereby adopt these articles of association and incorporation:

ARTICLE I

The name of the association shall be HINDS FARM SERVICE ASSOCIATION (AAL).

ARTICLE II

The period of existence of the association shall be 99 years from and after the date of its incorporation.

ARTICLE III

The domicile of the association shall be Raymond, Hinds County, Mississippi, where its principal office will be located.

ARTICLE IV

The association shall be organized and operated under the provisions of Article 1, Chapter 5, Title 19, of the Mississippi Code of 1942, being Sections 4475 through 4493, inclusive, and amendments thereto.

ARTICLE V

The purposes of the association shall be primarily to engage in the business of farming, farm management, constructing, land leveling and shaping, clearing of land, ditching, erosion control, and all necessary items in the operation of conducting the business of contract farming; and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Article 1, Chapter 5, Title 19 of the Recompiled Mississippi Code of 1942 and amendments thereto and all other powers authorized or allowed to corporations by other laws of the State of Mississippi insofar as they are not in conflict with the expressed provisions of the law under which the association is organized.

ARTICLE VI

There shall be no individual liability of any officer, director or member for any of the debts or obligations of the association.

ARTICLE VII

The association may begin business whenever as many as ten of the undersigned incorporators shall have subscribed and invested $50.00 in "Certificates of Indebtedness" in the organization.

Witness the signatures of the undersigned incorporators in duplicate this the 22 day of April, 1965.

NAME	ADDRESS
Clyde Fisher	Learned, Miss. 39093
A. R. Smith	Raymond, Miss. 39154
Mrs. Liston Peyton	Raymond, Miss. 39154
H. T. Ratliff	Clinton, Miss. 39056
Henry L. Anderson	Bolton, Miss. 39041
Jack W. Lilley	Rt. 2, Box 265 Jackson, Miss. 39209
J. B. Strong	Utica, Miss. 39175
C. E. Osborn	Learned, Miss. 39093
C. J. Brown	Utica, Miss. 39175
R. L. Crawford	927 Cooper Road Jackson, Miss. 39212

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for said County and State, Clyde Fisher, A. R. Smith, Mrs. Liston Peyton, Henry L. Anderson, Jack W. Lilley, H. T. Ratliff, J. B. Strong, C. E. Osborn, C. J. Brown, R. L. Crawford, who acknowledged to me that they signed the above Articles of Association and Incorporation.

Given under my hand and seal of office, this 22nd day of April, 1965.

Joe D. Moon
NOTARY PUBLIC
MY COMMISSION EXPIRES 3/17/68

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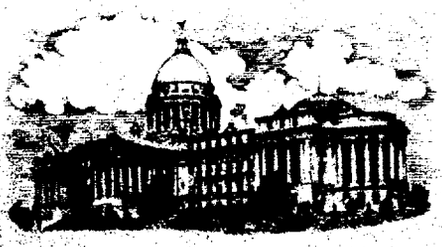
State of Mississippi

EXECUTIVE  OFFICE

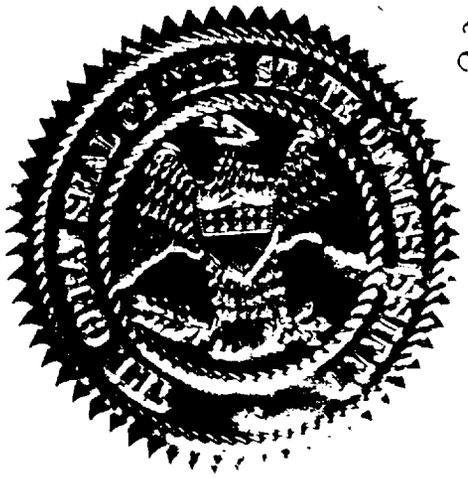
Jackson

The within and foregoing Amendment to the Charter of Incorporation of

FIRST STATE BANK

WAYNESBORO, MISSISSIPPI

is hereby approved.



In Testimony Whereof, *I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the* 23rd of April A. D., 1965.

Paul B. Johnson

Governor.

Attest:

John Ladner

Secretary of State.

BOOK 150 PAGE 414

State of Mississippi

Department of Bank Supervision

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

FIRST STATE BANK

WAYNESBORO, MISSISSIPPI

is here approved.

In testimony whereof, I have hereunto set my hand and caused the Seal of the Department of Bank Supervision State of Mississippi to be affixed, this 19th *day of* April *19* 65

STATE COMPTROLLER.

AMENDMENT TO ARTICLES OF INCORPORATION

OF

FIRST STATE BANK
WAYNESBORO, MISSISSIPPI

RESOLVED, That the plan to increase the common stock of this bank from $150,000.00 to $200,000.00 by the declaration and issuance pro-rata to the holders of outstanding common stock of the bank a dividend in the sum of $50,000.00 to be accomplished by the issuance of 5,000 additional shares of common stock of a par value of $10.00 per share, such new shares to be issued and delivered to the holders of common stock on the basis of one (1) additional share of stock for each three (3) shares of stock standing in the name of the stockholder on the books of the bank as of March 15,1965, making the total capital of the bank $200,000.00, and

That the stock issued pursuant to this resolution shall possess the same rights, privileges and immunities as the presently outstanding stock and no other, and

That the Charter of Incorporation of this bank, as amended, be further amended by striking out Section 4 of the original Charter of Incorporation, and insert in lieu thereof a new Section 4, as follows:

SECTION 4

The capital stock of this bank shall be Two Hundred Thousand Dollars ($200,000.00) divided into 20,000 shares of the par value of Ten Dollars ($10.00) per share.

STATE OF MISSISSIPPI
COUNTY OF WAYNE

I, the undersigned President of the First State Bank, Waynesboro, Mississippi, do hereby certify that the above and foregoing is a true and

correct copy of the resolution amending the Charter of said bank as the same was duly adopted at a special meeting of the stockholders held on the 15th day of April, 1965, in accordance with by-laws of the bank. And I do further certify that the said resolution was adopted by a majority in amount of all the outstanding stock of said bank.

In Testimony Whereof Witness my signature and seal of the First State Bank, Waynesboro, Mississippi, this the 15 day of April, 1965.

President

ATTEST:

Vice President & Cashier

Received at the office of the Secretary of State, this the 20th day of April

A. D., 1965, together with the sum of $100.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Eldon Rodgers
SECRETARY OF STATE.

Jackson, Miss.,

April 21, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By J. A. Briggs
Assistant Attorney General.

BOOK 150 PAGE 413

State of Mississippi

EXECUTIVE OFFICE

Jackson

The within and foregoing Amendment to the Charter of Incorporation of

BANK OF LAMBERT

LAMBERT, MISSISSIPPI

is hereby approved.

In Testimony Whereof, *I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the* 23rd. day of April, 1965

Attest:

Secretary of State.

Paul B. Johnson

Governor.

State of Mississippi

Department of Bank Supervision

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

BANK OF LAMBERT

LAMBERT, MISSISSIPPI

is here approved.

In testimony whereof, I have hereunto set my hand and caused the Seal of the Department of Bank Supervision State of Mississippi to be affixed, this 20th *day of* April *19* 65

STATE COMPTROLLER.

RESOLUTION

WHEREAS, there is presently outstanding common stock of this bank in the total sum of Sixty Two Thousand Five Hundred Dollars ($62,500.00), evidenced by Twebve Hundred Fifty (1250) shares of the par value of Fifty Dollars ($50.00) per share, which said stockin class and amount constitutes all of the capital stock of the bank, there being no other classes authorized or issued, and

WHEREAS, it is proposed that the common stock of the bank be increased in the sum of Twelve Thousand Five Hundred Dollars by declaring and issuing a dividend in sa d amount, payable in the common stock of the bank, making the total capital stockthereof Seventy Five Thousand ($75,000.00) Dollars, and

WHEREAS, subject to the approval of the State Comptroller of proposals and amendments herein contained, a dividend in the amount of Twelve Thousand Five Hundred Dollars ($12,500.00) payable in the common stock as aforesaid will be declared in favor of the stockholders of record April 13th, 1965, on n the basis of One (1) additional share of the par value of Fifty Dollars ($50.00) per share for each (5) shares held.

NOW THEREFORE, BE IT RESOLVED, that the common capital stock of the Bank of Lambert, Lambert,Mississippi, be and the same is hereby increased from Sixty Two Thousand Five Hundred Dollars ($62,500.00) by the issuanceof Two Hundred Fifty (250) addditional shares of stock of the par value of Fifty Dollars ($50.00) per share .

RESOLVED FURTHER, That the aforesaid increase of apital stock be accomplished by the payment of a stock dividend in the sum of Twelve Thousand Five Hundred Dollars ($12,500.) to the Stockholders of record April 13th, 1965, by issuing to them pro-rataon the basis of One (1) additional share of stock of the par value of Fifty Dollars ($50.00) per share for each five (5) shares held by them on said date.

RESOLVED FURTHER, That the Charter of Incorporation of this bank is amended by striking Section Fourth and inserting in lieu thereof the following:

SECTION Fourth . The Capital Stock of this bank shall be $75,000.00 divided into 1500 shares of common stock of the par value of $50.00 per share.

RESOLVED FURTHER, That (3) three copies of this resolution, duly certified by the President of the bank be forthwith forwarded to the State Comptroller for his consideration and approval, the same to there be processed in the manner provided by law.

RESOLVED FURTHER, That the President of the bank is authorized to execute in the name of the bank any and all necessary documents to carry out the mandate of this resolution."/

CERTIFICATE

STATE OF MISSISSIPPI
COUNTY OF QUITMAN

I, the undersigned John S. Allen Jr.
President of the Bank of Lambert, Lambert,Mississippi, do

hereby certify that at a meeting of the stockholders called and held in accordance with the by-laws of the bank on April 13th, 1965, the foregoing resolution was duly adopted, the vote on the adoption thereof being as follows:

Total number of shares outstanding-	1250
Total number of shares represented at the meeting	1180
Total number of shares voting aye -	1180
Total number of shares voting nay-	0
Totalnumber of shares not voting	70

I further certify that a complete list of the ~~share~~ stockholders of the bank voting in person or by proxy at the meeting, and the number of shares voted by each is on file in the minute book of the bank as part of the minutes of said meeting.

WITNESS my signature and the seal of the bank, duly attested by the Cashier thereof, this the 13th day of April, 1965.

John A. Allen Jr.
President

ATTEST:

Cashier

BOOK 150 PAGE 422

Received at the office of the Secretary of State, this the 20th day of April A. D., 1965, together with the sum of $26.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Miss.,

April 21, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By J. R. Griffin
Assistant Attorney General.

C-54

BOOK 150 PAGE 423

State of Mississippi

Office of Secretary of State
Jackson

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

CITY OF CORINTH, MISSISSIPPI

was pursuant to the provisions of the laws of Mississippi recorded in the Records of Incorporations in this office, in PHOTOSTAT BOOK, NUMBER ONE-HUNDRED FIFTY, PAGES 423-435.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this TWENTY-SEVENTH day of April, 1965.

Heber Ladner

SECRETARY OF STATE

C-46

IN THE CHANCERY COURT OF ALCORN COUNTY, MISSISSIPPI

IN THE MATTER OF THE EXTENSION OF THE BOUNDARIES OF THE CITY OF CORINTH, MISSISSIPPI

NO. 14,662

FINAL DECREE APPROVING ENLARGEMENT OF THE CITY OF CORINTH, MISSISSIPPI

THIS CAUSE coming on to be heard at 10:00 A.M. on the 16th day of March, 1965, in the Courtroom of the Courthouse of Alcorn County, Mississippi, in the City of Corinth, Mississippi, pursuant to order previously entered herein, on the petition of the City of Corinth, Alcorn County, Mississippi, and its Board of Mayor and Aldermen that the enlargement of its municipal boundaries as set forth in an ordinance adopted by its Board of Mayor and Aldermen on the 1st day of February, 1965, and the said ordinance be ratified, approved and confirmed; appearance of parties in interest, proof of publication of notice; affidavit as to posting of notices; and oral and documentary evidence; and

HAVING HEARD AND CONSIDERED all of the same; the objections offered and made by all parties interested in, affected or being aggrieved by the proposed enlargement of said City appearing in person, by counsel or otherwise; together with argument of counsel, and being now fully advised in the premises, the Chancellor is of the opinion and so finds:

(1) That on the 1st day of February, 1965, the Board of Mayor and Aldermen of the City of Corinth, Alcorn County, Mississippi, at a regular open public meeting of said Board duly and legally convened and held at its regular meeting place in the City Hall of said City, legally adopted an ordinance enlarging the municipal boundaries of said City so as to annex and add thereto adjacent unincorporated territory defined with certainty therein as follows:

[illegible] at a point 500 feet east of and 660 feet [illegible] of the center of Section 25, Township 1 South, Range 7 East, etc., in Alcorn County, Mississippi, [illegible] point is also the point of intersection of the [illegible] municipal boundary with the north line of [illegible] half of the north half of the Southeast [illegible] of said Section 25) and run east 1510 feet [illegible] thence south with the canal 1980 feet [illegible] point of intersection of the canal with the [illegible] line of said Section 25; thence west with the south line of said Section 25 1510 feet to a point 500 feet east of the west line of the Southeast Quarter of said Section 25 (which point is also the point of intersection of the south line of said Section 25 and the existing municipal boundaries); thence north with the existing municipal boundaries and 500 feet east of the west line of the Southeast Quarter of said Section 25, 1980 feet to the point of beginning.

ALSO; Beginning at a point on the center line of Old U. S. Highway #72 (also known as the Corinth to Kossuth Road) where the center line of said road intersects the East line of the Northeast Quarter of Section 10, Township 2 South, Range 7 East, etc., and run West with the center line of said road 181 feet for a point of true beginning; run thence South 500 feet; run thence West parallel with the center line of said road 240 feet; run thence North 500 feet to the center line of said road; run thence East with the center line of said road 240 feet to the point of beginning.

Being 70 acres, more or less.

(2) That said ordinance has been duly and legally certified by the Clerk of said City; signed by the Mayor thereof; recorded

in the ordinance book of said City, Ordinance Book 4 at pages 233-234, both inclusive; and published one time in The Daily Corinthian, a legal newspaper published in the said City in its issue of February 5, 1965; proof of which publication has been introduced in evidence herein and is on file with the Clerk in this cause;

(3) That the said ordinance described in general terms the improvements proposed to be made by said City in the annexed territory, the manner and extent thereof, and the approximate time within which the same are to be made; and also contained a statement of the municipal and public services which the said City proposes to render to such annexed territory, as follows:

"SECTION IV. That the City of Corinth, Alcorn County, Mississippi, immediately upon the effective date of a decree of the Chancery Court of Alcorn County, Mississippi, ratifying, approving and confirming this ordinance and authorizing the enlargement and extension of the municipal boundaries, will furnish to the territory added to said City municipal services as follows:

1. FIRE PROTECTION. The fire apparatus of said City will respond to all calls without charge and will be effective where fire plugs are now available and partially effective where plugs are not available by the use of booster tank trucks.

2. POLICE PROTECTION. The City will furnish police protection with its municipal force.

3. WATER RATE REDUCTION. Reduction in the rate of water will be made so as to bring the same to the level now charged consumers within the present city limits.

4. STREET LIGHTS. That work will begin on the installation of street lights where needed and will be continued until all lights necessary have been installed, such installation to be complete within a period of five (5) years from the effective date of the decree approving, ratifying and confirming the extension and enlargement of the municipal boundaries and this ordinance. The street lights will be installed at the discretion of the municipal authorities where poles are available and as needed; however, not closer than 300 feet apart.

5. GARBAGE COLLECTION. Collection of garbage will be commenced and extended to the residents of the added territory.

6. STREET REPAIR AND MAINTENANCE. All existing streets in the added territory which have been graded and graveled or blacktopped will be maintained and repaired where necessary, except that the City of Corinth, Mississippi, reserves the right in a case where major improvements are necessary to tax the cost thereof to abutting land owners through appropriate proceedings in that regard. All existing streets on private property shall be made to conform to subdivision regulations and specifications of the City and shall be accepted by the City before any of the said streets will be maintained and repaired as aforesaid.

7. PEST CONTROL. The said City will furnish the added territory the same pest control services as are now being furnished the inhabitants of said City.

SECTION V. That the City of Corinth, Alcorn County, Mississippi, immediately at the beginning of the first

fiscal year for which the properties in the added territory may be legally assessed for municipal purposes furnish municipal services as follows:

1. WATER MAINS AND FIRE PLUGS. Water mains will be extended and fire plugs installed progressively when and where economically feasible, and such extension and installation will be completed within a period a period not to exceed eight (8) years after the effective date of the decree of the Chancery Court approving, ratifying and confirming the extension and alteration of the boundaries of said City and this ordinance; provided, however, that said municipal services shall be subject to the provisions hereinafter contained. None of the provisions of this paragraph shall apply to streets on private property not dedicated.

2. SEWER LINE SERVICES. Sewer lines will be extended and installed progressively when and where economically feasible, subject to the provisions hereinafter contained. None of the provisions of this paragraph shall apply to streets on private property not dedicated.

3. SUBDIVISIONS PARTIALLY DEVELOPED AND TO BE DEVELOPED. The installation and construction of water mains, fire plugs, sewer lines, and storm drainage lines; the grading and improvement of streets; and the installation of utilities in subdivisions now platted but either undeveloped or partially developed and in new subdivisions of land hereafter platted and being within the territory added by the said enlargement shall be in all respects subject to the existing subdivision regulations, all other existing lawful regulations, and the legal right of the City of Corinth, Mississippi, to impose such conditions and make such requirements in regard thereto as the governing authorities

of said City may lawfully elect, and the developer of a subdivision now or hereafter platted shall not be entitled to the installation of any municipal services proposed herein except on such conditions as may be lawfully laid down and set forth by the governing authorities of the said City."

(4) That upon the filing of the petition herein, to which was attached a certified copy of said ordinance and a map or plat of the boundaries of said City as they will exist in event the enlargement becomes effective, and upon application of the said City, an order was entered in this cause, dated February 11, 1965, recorded in the minutes of this Court in Minute Book 33 at page 395, fixing the time, date and place aforesaid for the hearing of said petition and directing that the Clerk give due and legal notice to all persons interested in, affected or aggrieved by, or having objections to the proposed enlargement that a hearing on said petition would be held at the time and place and on the date aforesaid and that all persons interested in, affected or aggrieved by, or having objections to, such proposed enlargement would have the right to appear and enter their objections, if any, and be heard.

(5) That pursuant to the provisions of said decree, the Clerk of this Court, on the 13th day of February, 1965, issued a notice in the form and with the contents as required by law and the terms of said decree; caused the same to be published in The Daily Corinthian, a legal newspaper published and having a general circulation in said City, in its issues of February 16th, February 23rd, March 2nd, March 9th, and March 16th, 1965, proof of which publication is now on file with the Clerk; and the Sheriff of said County, on the 15th day of February, 1965, posted a true executed copy of such notice in each of three public places within the municipal boundaries of said City as they existed before the passage of said ordinance, one of which was

at the Courthouse door of said County in said City; and in each of three public places in the tract described in said ordinance proposed to be annexed and added to said City as it existed prior to the passage of said ordinance as shown by the affidavit of posting of said Sheriff now on file with the Clerk herein;

(6) That none of the territory proposed to be annexed and added to said City is located within three (3) miles of another existing municipality; that due, proper, legal and sufficient notice of the hearing of said petition has been given for the time and in the manner required by law to all parties interested in, affected or aggrieved by, or having objections to, the proposed enlargement of the municipal boundaries of said City and to all other parties entitled to receive notice thereof; that the Court has jurisdiction of the parties and of the subject matter;

(7) That the enlargement and extension of the municipal boundaries of the City of Corinth, Alcorn County, Mississippi, proposed in said ordinance, is reasonable and required by the public convenience and necessity; that reasonable and public municipal services will be rendered in the territory to be annexed to said City within a reasonable time; that the said City is in a position to render such services to said territory; and that the said enlargement and said ordinance, should be approved, ratified and confirmed; and

UPON SUCH FINDINGS, IT IS, BY THE CHANCELLOR, CONSIDERED, ORDERED, ADJUDGED AND DECREED AS FOLLOWS:

(1) The ordinance of the City of Corinth, Alcorn County, Mississippi, adopted by its Board of Mayor and Aldermen on February 1, 1965, recorded in the Ordinance Book of said City No. 4 at pages 233-244, both inclusive, enlargeing the municipal boundaries of said City and adding thereto certain adjacent un-incorporated territory, in said ordinance defined with certainty, be and the same is hereby approved, ratified and confirmed.

(3) That the enlargement of the City of Corinth, Alcorn County, Mississippi, and the extension of its municipal boundaries so as to annex and add thereto the adjacent unincorporated territory defined with certainty in the ordinance aforesaid by the terms of this decree be and the same is hereby ratified, approved and confirmed; that the municipal boundaries of said City of Corinth, Mississippi, shall hereafter be described as follows:

Begin at the center of Section 25, Township 1 South, Range 7 East, etc., Alcorn County, Mississippi, run East 500 feet; thence south 660 feet; thence east 1510 feet to the canal; thence south with the canal 1980 feet to the point of intersection of the canal with the south line of said Section 25; thence east 2610 feet to the center of the north line of the Northeast Quarter of the Northwest Quarter of Section 31, Township 1 South, Range 8 East, etc., thence run South 720 feet; thence run east 660 feet to the north-south center line of Section 31; thence run south with said center line 600 feet; thence run east 1980 feet; thence south 3460 feet; thence run east 660 feet to the east line of said Section 31; thence run south 500 feet to the southeast corner of said Section 31; thence continue south 5280 feet to southeast corner of Section 6 of Township 2 South, Range 8 East, etc.; thence continue south along the east line of Section 7, Township 2 South, Range 8 East, etc. 660 feet; thence run west 2640 feet to the north-south centerline of said Section 7; thence run south 500 feet, more or less, to north right of way line of Memphis & Charleston Railway Company; thence run in a northwesterly direction with said right of way line 700 feet, more or less, to a point which is 660 feet west of the north-south centerline of said Section 7; thence run south 2200 feet, more or less, to a point which is 500 feet south of the east-west centerline of said Section 7; thence run west 660 feet; thence run south 2140 feet to

the south line of said Section 7; thence run west with said line 1320 feet to the midpoint of said line; thence run south 1320 feet with the north and south center line of Section 18, Township 2 South, Range 8 East, etc.; thence run west 1980 feet to west line of said Section 18; thence run north with said section line 660 feet; thence run west 1980 feet; thence run north 1320 feet, more or less, to a point 500 feet at right angles from and south of the center line of U. S. Highway #72; thence run in a northwesterly direction, parallel with and 500 feet distant from the center line of said Highway 3100 feet, more or less, to a point 660 feet east of the west line of Section 12, Township 2 South, Range 7 East, etc.; run thence south, parallel with the west line of said Section 12, 1600 feet, more or less, to a point 660 feet north of south line of said Section 12; thence run west 3300 feet to the north-south center line of Section 11, Township 2 South, Range 7 East, etc.; thence run north with said center line 1980 feet to the center of said Section 11; thence continue north with said center line 1200 feet, more or less, to the center line of Old U. S. Highway #72 (at this point also known as Old U. S. Highway #45); thence run in a westerly direction with the center line of said Old U. S. Highway #72 (also known as the Corinth to Kossuth Road) across the northwest quarter of said Section 11, and into the Northeast Quarter of Section 10, Township 2 South, Range 7 East, etc., to a point in the center of said Highway 181 feet west of the east line of said Section 10; thence south 500 feet; thence west parallel with the center line of said Highway 240 feet; run thence north 500 feet to the center line of said Highway; thence run west with the center line of said Highway 79 feet and to a point 500 feet west of the east line of said Section 10; thence run north, parallel with east line of said Section 10 and 500 feet distance

therefrom, to the north line of said Section 10; thence continue north into Section 3, Township 2 South, Range 7 East, etc. 1320 feet; thence run East 3140 feet to the north-south center line of Section 2, Township 2 South, Range 7 East, etc. at a point 1320 feet south of the center of said Section 2; thence run north 1260 feet, more or less, to the north right of way line of the Memphis and Charleston Railway Company; thence run in a northwesterly direction with said right of way line 2000 feet, more or less, to a point 1320 feet east of the west line of said Section 2; thence north 1450 feet, more or less, to the north line of said Section 2; thence run in a northwesterly direction to a point on the east-west center line of Section 35, Township 1 South, Range 7 East, etc. 660 feet east of the west line of said Section 35; thence run east with the said center line 1320 feet; thence run in a southeasterly direction 2090 feet, more or less, to a point on the north-south center line of said Section 35, 660 feet north of the south line of said Section; thence run east 2640 feet to the east line of said Section 35; thence run north 1980 feet with said section line to the midpoint thereof; thence run in a northeasterly direction across the Northwest Quarter of Section 36, Township 1 South, Range 7 East, etc. 3300 feet, more or less, to a point on the north line of said Section 36, 660 feet west of the northeast corner of the northwest quarter of said Section; thence run north parallel with and 660 feet distant from the north-south center line of said Section 25, Township 1 South, Range 7 East, etc. to the east-west center line of said Section 25; thence run east with said center line 660 feet to the center of said Section 25, being the beginning point.

containing in the aggregate approximately 4,375 acres, more or less, and being all of Section 1 and a portion of Sections 2, 3, 10, 11, 12 and 13 of Township 2 South, Range 7 East, etc.; a portion of Sections 25, 35 and 36 of Township 1, Range 7 East, etc.; a portion of Section 31, Township 1 South, Range 8 East, etc.; all of Section 6, and a portion of Sections 7 and 18 of Township 2 South, Range 8 East, etc.

(3) That this decree and the said enlargement of the City of Corinth, Mississippi, shall become effective after the passage of ten (10) days from the date of its entry, unless appeal therefrom be perfected within said time.

(4) That after the passage of ten (10) days from the date of the entry of this decree, unless an appeal therefrom is perfected within that time, the Clerk forward a certified copy hereof to the Secretary of State of Mississippi, for recording in his office as the law directs.

(5) That when this decree becomes final the City of Corinth, Mississippi, shall furnish the Clerk of this Court for recording in his office a map or plat of the municipal boundaries of said City as altered by the ordinance aforesaid, and as hereinbefore described.

(6) That the petitioner be and it is hereby taxed with the costs of this cause.

CONSIDERED, ORDERED, ADJUDGED AND DECREED in open court on this 18th day of March, 1965.

/s/ Fred P. Wright
CHANCELLOR

C E R T I F I C A T E

I, W. O. POTTS, JR., Clerk of the Chancery Court in and for Alcorn County, Mississippi, certify that the above and foregoing instrument is a true, perfect and correct copy of a certain decree rendered by the Chancery Court of Alcorn County, Mississippi, on the date and in the cause above indicated; that said decree was filed for recording in my office on the 18th day of March, 1965; that the original of the same is among the papers on file in the above numbered and captioned cause; that said decree is duly recorded in the minutes of said Court in Minute Book 33 at pages 576-586 et seq.; and that the above and foregoing is a true, perfect and correct copy of said decree as recorded in said Minute Book.

Given under my hand and official seal of office at Corinth, Alcorn County, Mississippi, this the 30th day of March, 1965.

W. O. Potts, Jr.
CLERK

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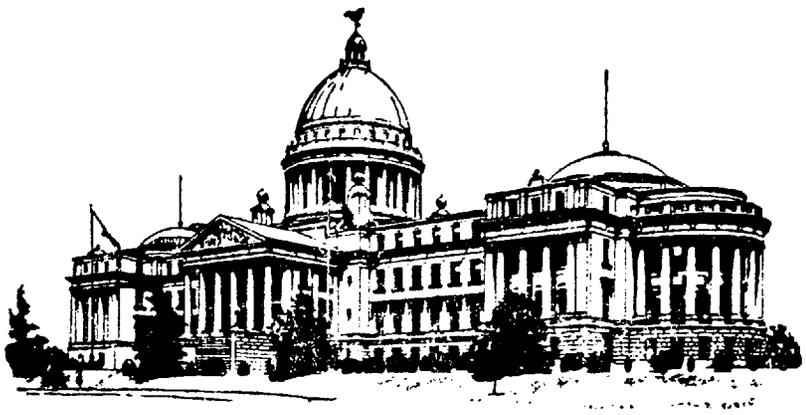
State of Mississippi



OFFICE OF

Secretary of State

JACKSON

I, HEBER LADNER, Secretary of State of the State of Mississippi, do hereby certify that the Articles of Association and Incorporation of

MONROE COUNTY PRODUCERS ASSOCIATION (AAA)

hereto attached, together with a duplicate thereof, were pursuant to the provisions of Chapter 5, Title 19, Code of Mississippi of 1942, and amendments thereto, filed in my office this the 26th day of April, 1965, and one copy thereof recorded in this office in Record of Incorporations Photostat Book No. , at pages , 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 day of

Secretary of State

BOOK 151 PAGE 443

ARTICLES OF ASSOCIATION AND INCORPORATION

OF

MONROE COUNTY PRODUCERS ASSOCIATION (AAL)

SECTION 1: We, J. W. Kirkpatrick, of Monroe County, Mississippi,
(P.O. Address Becker, Mississippi);
Leroy Carter, of Monroe County, Mississippi,
(P.O. Address R.F.D., Amory, Mississippi);
J. C. Dilworth, of Monroe County, Mississippi,
(P.O. Address Becker, Mississippi);
N. R. Mitchell, of Monroe County, Mississippi,
(P.O. Address R.F.D., Amory, Mississippi);
A. J. Lockridge, of Monroe County, Mississippi,
(P.O. Address Greenwood Springs, Mississippi;
Jerry Knight, of Monroe County, Mississippi,
(P.O. Address Greenwood Springs, Mississippi;
Delmer Holloway, of Monroe County, Mississippi,
(P.O. Address Hamilton, Mississippi);
Charles T. Gosa, of Monroe County, Mississippi,
(P.O. Address Aberdeen, Mississippi);
Aubrey Sanders, of Monroe County, Mississippi,
(P.O. Address Becker, Mississippi);
C. E. Cardwell, of Monroe County, Mississippi,
(P.O. Address R.F.D., Amory, Mississippi;
A. [illegible], of Monroe County, Mississippi,
(P.O. Address [illegible], Mississippi);
[illegible], of Monroe County, Mississippi,
(P.O. Address R.F.D. 5, Morrison, Mississippi;
[illegible], of Monroe County, Mississippi,
(P.O. Address Becker, Mississippi;
[illegible], of Monroe County, Mississippi,
(P.O. Address [illegible], Mississippi;
[illegible], of Monroe County, Mississippi,
(P.O. Address [illegible], Mississippi;
[illegible], of Monroe County, Mississippi,
(P.O. Address [illegible], Mississippi);

Washington Halliway, of Monroe County, Mississippi,

(P.O. Address Hamilton, Mississippi);

Billy Leech, of Monroe County, Mississippi,

(P.O. Address Smithville, Mississippi);

James Brand, of Monroe County, Mississippi,

(P.O. Address Prairie, Mississippi);

Lee D. Lusby, of Monroe County, Mississippi,

(P.O. Address Prairie, Mississippi);

Ruble Bowen, of Monroe County, Mississippi,

(P.O. Address Smithville, Mississippi);

James E. West, of Monroe County, Mississippi,

(P.O. Address R.F.D., Amory, Mississippi);

Ike Morgan, of Monroe County, Mississippi,

(P.O. Address Aberdeen, Mississippi);

George Vaughan, of Monroe County, Mississippi,

(P.O. Address R.F.D., Amory, Mississippi);

James B. Cockerham, of Monroe County, [illegible],

(P.O. Address [illegible], [illegible]);

S. J. C[illegible], [illegible],

(P.O. [illegible], [illegible];

[illegible]

[illegible] Mississippi [illegible]

[illegible] Incorporation [illegible]

[illegible]

SECTION 2: The name of the organization shall be "MONROE COUNTY PRODUCERS ASSOCIATION (AAL)".

SECTION 3: The period of existence (which shall be for not more than ninety-nine years) shall be ninety-nine (99) years.

SECTION 4: The domicile shall be at the unincorporated Village of Becker, in the County of Monroe, in the State of Mississippi.

SECTION 5: Said incorporated association is to be organized and operated under Article 1, Chapter 5, Title 19 of the Mississippi Code of 1942, annotated, as amended.

SECTION 6: The purposes of said incorporated association are to promote the interest and general welfare of agriculture; to enable producers of agricultural products in the State of Mississippi to cooperate in the production, processing, packaging, distribution, financing and marketing of agricultural products, and the elimination of speculation and waste therein; and to exercise and enjoy all of the rights, powers, privileges and immunities, given, allowed, and authorized or contemplated by Article 1, Chapter 5, Title 19, of the Mississippi Code of 1942, annotated, as amended, or by other applicable laws of the State of Mississippi or the United States of America.

IN WITNESS WHEREOF, we have hereunto signed and executed the foregoing Articles of Association and Incorporation, in duplicate originals, on this the 22 day of April, 1965.

STATE OF MISSISSIPPI

COUNTY OF MONROE

PERSONALLY appeared before me, the undersigned authority in and for the State and County aforesaid, J. W. Kirkpatrick, Leroy Carter, Lee J. Broyles, J. C. Dilworth, Hoyle B. Holliway, N. R. Mitchell, Washington Holliway, A. J. Lockridge, Billy Leech, Jerry Knight, James Brand, Delmer Holloway, Lee D. Lusby, Charles T. Gosa, Ruble Bowen, Aubrey Sanders, James E. West, C. E. Cantrell, Ike Morgan, A. B. Hanson, George Vaughan, Jacob Lee, James B. Cockerham, Harry Moore, and S. J. Crackmore, Jr., the above named incorporators, who acknowledged that they signed and delivered the above and foregoing instrument of writing on the day and date therein mentioned, as their voluntary act and deed.

Given under my hand, this the 22 day of April, 1966.

NOTARY PUBLIC

My commission expires:

April 14, 1966

BOOK 151 PAGE 442

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State of Mississippi

EXECUTIVE OFFICE

Jackson

The within and foregoing Amendment to the Charter of Incorporation of

PALMER ORPHANAGE

is hereby approved.

In Testimony Whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this the

MINUTES OF MEETING OF
TRUSTEES OF PALMER ORPHANAGE
APRIL 20, 1965

Pursuant to due and legal notice and call therefor, the Board of Trustees of Palmer Orphanage met in Room 2 of the Y.M.C.A. Building in the City of Columbus, Mississippi, at 5:00 o'clock P.M. on April 20, 1965 with the following Trustees present in person, to-wit: George S. Hazard, President; Sidney F. Grier, Secretary; William B. Webb, Treasurer; and Trustees W. J. Love, Glynn F. Shumake and Robin Weaver. Present also was J. O. Davis, Superintendent of the Orphanage.

A quorum being present, the meeting was opened with prayer by George S. Hazard, who thereupon declared the meeting open for the transaction of business, whereupon the following business was transacted, to-wit:

1. The minutes of the previous meeting were read and approved.

2. Motion was made by W. J. Love and seconded by William B. Webb, that a revised and amended Charter of Palmer Orphanage, a corporation, be adopted. Full discussion was had of the proposed amended Charter after which the following Resolution was read and offered by W. J. Love, to-wit:

RESOLUTION

"Be It Resolved:

By the Board of Trustees of Palmer Oraphanage, a corporation of Columbus, Mississippi, now assembled, that the existing Charter of incorporation of said Palmer Orphanage, including all amendments thereto, shall be amended to read and be as follows, to-wit:

AMENDED CHARTER OF INCORPORATION OF PALMER ORPHANAGE, A CORPORATION OF COLUMBUS, MISSISSIPPI

By virtue of, and pursuant to the requirements of, the laws of the State of Mississippi in such cases made and provided, including, but not limited to, Section 5310.1 of the Mississippi Code, 1942, Annotated, and amendments thereto, and pursuant to Resolution of the Board of Trustees of Palmer Orphanage duly and legally adopted at a meeting of said Trustees on April 20, 1965, a certified copy of which Resolution is appended hereto as Exhibit "A", the Charter of Incorporation of Palmer Orphanage, a corporation now existing under and by virtue of the laws of the State of Mississippi and domiciled in the City of Columbus in Lowndes County, State of Mississippi, is hereby amended to read and be as follows, to-wit:

Section 1 - The corporate name and title of the corporation is, and shall be, PALMER ORPHANAGE.

Section 2 - The following named persons, being seven in number, duly elected by the joint meeting of the Elders, Deacons, and Trustees of the First Presbyterian Church of Columbus, Mississippi, shall be the Incorporators and Board of Trustees of the corporation, to-wit: Sidney F. Grier, George S. Hazard, W. J. Love, Glynn F. Shumake, Robin Weaver, William B. Webb, and Horace L. Villee, the Post Office addresses of all said Incorporators being Columbus, Mississippi. The above named W. J. Love and Robin Weaver shall hold office for one year from January 1, 1965; the above named Glynn F. Shumake, William B. Webb, and Horace L. Villee shall hold office for two years from January 1, 1965; and the said Sidney F. Grier and George S. Hazard shall hold office for three years from January 1, 1965; all of the said trustees to hold office until their successors are elected, and their successors shall be elected for a period of three years as provided in Section 8 of this Charter.

Section 3 - The domicile of the corporation is, and shall be, in the City of Columbus, Lowndes County, Mississippi.

Section 4 - The corporation is, and shall be, non-profit and no shares of stock shall be issued.

Section 5 - The period of existence of the corporation shall be perpetual.

Section 6 - The purposes for which the corporation is created, not contrary to law, are to support, maintain, rear, train and educate destitute white children of reputable parents.

Section 7 - Ownership of the corporation shall be vested in a Board of Trustees of not less than three members, and not more than fifteen members, who shall own, hold and manage all property, real and personal, of every kind and amount owned and possessed by the corporation in trust for the use and benefit of the First Presbyterian Church of Columbus, Mississippi, in the field of child care and related matters and for the purposes stated in Section 6 of this amended Charter. The number of trustees at any time shall be determined by the by-laws of the corporation.

Section 8 - Trustees shall be elected at a regularly convened meeting of the Elders, Deacons and Trustees of the First Presbyterian Church of Columbus, Mississippi. Trustees shall hereafter be elected for a term of three years, and may be elected to succeed themselves. Trustees shall be in three classes so that one third of the Board of Trustees is elected each year. Trustees may be elected from any Presbyterian Church in the Synods of Mississippi, Louisiana, Tennessee, or Alabama or from among any Ministers duly enrolled in any of the Presbyteries in the Synod of Mississippi, but at least one third of the Trustees at any time shall be members in good standing in the First Presbyterian Church of Columbus, Mississippi. All Trustees shall be 21 years of age or more.

Section 9 - The corporation shall have all rights and powers, not contrary to law, necessary and incidental to the carrying out of its purposes and to its continued existence including, but not limited to, the right and power, not contrary to law, to acquire any and all property, real and personal, of every kind and amount by purchase, gift, devise, exchange, or otherwise, and with the further power, not contrary to law, to hold, possess, and enjoy the same.

Section 10 - The corporation, through its Trustees, shall have the right and power, not contrary to law, to make such rules and regulations pertaining to the corporation as may be necessary for its government and benefit, and shall have, in addition to all other rights and powers as provided by this amended Charter, to have all the rights, powers and privileges as provided by the laws of the State of Mississippi including, but not limited to, those rights and powers as provided by said Section 5310.1 of the Mississippi Code, 1942, Annotated, and amendments thereto, and by Senate Bill No. 1712 as enacted at and by the regular 1962 session of the Legislature of the State of Mississippi, together with amendments thereto.

Section 11 - The institution of Palmer Orphanage shall not be moved from the City of Columbus, Mississippi, without the prior written approval of all members of the Board of Trustees.

Sidney F. Grier

George S. Hazard

W. J. Love

Glynn F. Shumake

Robin Weaver

William B. Webb

Horace L. Villee

(TRUSTEES AND INCORPORATORS of Palmer Orphanage)

THE STATE OF MISSISSIPPI

COUNTY OF LOWNDES

This day personally appeared before me, the undersigned authority of law in and for the above state and county, the within Sidney F. Grier, George S. Hazard, W. J. Love, Glynn F. Shumake, Robin Weaver, William B. Webb, and Horace L. Villee, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this, the 23rd day of April, 1965.

Witness my signature and seal of office this 26th day of April, 1965.

(SEAL)

NOTARY PUBLIC

MY COMMISSION EXPIRES:

7-8-67

At the conclusion of the reading of the above Resolution, it was moved by W. J. Love and seconded by William B. Webb that the above Resolution be adopted, including the proposed amended Charter, whereupon a roll call vote of the Trustees was taken resulting in the unanimous vote in favor of such Resolution and in favor of the amended Charter, and in the adoption of both.

It was moved by W. J. Love, seconded by William B. Webb, and unanimously carried by vote of all present, that Robin Weaver be authorized to present the amended Charter to the Secretary of State of Mississippi for approval and, further, to take all steps and to do all things necessary to procure the approval of such amended Charter.

There being no further business to come before the meeting, the same was adjourned with prayer by J. O. Davis.

ATTEST:

Sidney F. Grier
Secretary

George S. Hazard, President

CERTIFICATE

I, Sidney F. Grier, hereby certify that I am Secretary of the Board of Trustees of Palmer Orphanage of Columbus, Mississippi, and further certify that the foregoing is a true and correct copy of the minutes of a meeting of said Board of Trustees held April 20, 1965 at 5:00 o'clock P. M. in Columbus, Mississippi.

This 23rd day of April, 1965.

Sidney F. Grier

SECRETARY

Received at the office of the Secretary of State, this the 28th day of April A. D., 1965, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Miss.,

April 28 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin A. McLendon
Assistant Attorney General.

Book 151 Page 452

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

WINONA COMMUNITY IMPROVEMENT CLUB

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 29th day of April A. D., 1965.

Governor

By the Governor

Secretary of State

STATE OF MISSISSIPPI

COUNTY OF MONTGOMERY

RESOLUTION OF THE MEMBERS

OF THE

WINONA COMMUNITY IMPROVEMENT CLUB

WHEREAS, the Winona Community Improvement Club is attempting to improve the moral and spiritual values and provide for the recreational needs of the children of Winona, Mississippi; and,

WHEREAS, it has been brought to the attention of the members of the Winona Community Improvement Club that the best method to provide for these needs is to secure a Charter of Incorporation as a nonprofit corporation in the State of Mississippi; and,

WHEREAS, the members have by majority vote approved the purpose of the proposed Charter of Incorporation; and,

WHEREAS, it will be necessary under the laws of the State of Mississippi for at least two members of this Club to apply for said Charter of Incorporation as incorporators; and,

WHEREAS, this congregation has previously selected the following members of said Club to apply for said Charter of Incorporation as incorporators, to-wit: Lindsey Roberts and Tommy Bibbs, Charlie Henry and J. J. Knox.

NOW, THEREFORE, BE IT RESOLVED that the following members are hereby authorized, directed and empowered to make application to the State of Mississippi for grant of Charter of Incorporation:

Lindsey Roberts and Tommy Bibbs, Charlie Henry and J. J. Knox.

BOOK 191 PAGE 434

I, Lucille McClendon, the duly elected and acting Secretary of the membership of the Winona Community Improvement Club, hereby certify that the above and foregoing Resolution is a true and correct copy of the Resolution passed by majority vote of the members of the Winona Community Improvement Club as the same appears of record in the Minutes of said Club, of which I am the official custodian.

Witness my signature this the 17th day of April, 1965.

Lucille McClendon
LUCILLE McCLENDON
SECRETARY

ATTEST:

J.J. KNOX, PRESIDENT

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

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

THE CHARTER OF INCORPORATION OF

WINONA COMMUNITY IMPROVEMENT CLUB

1. The corporate title of said company is: Winona Community Improvement Club

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Charlie Henry	512 Campbell	Winona	Miss.
Lindsey Roberts	(No street No.) Highway 51 S	Winona	Miss.
Tommy Bibbs	(No street No.) Country Club Rd.	Winona	Miss.
J. J. Knox	418 Applegate	Winona	Miss.

Each incorporator is an adult resident citizen of the State of Mississippi.

3. The domicile is at (No Street Number) Cemetery Street (Street and No.) Winona (City) Mississippi (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

The corporation is a non-profit corporation and no shares of stock shall be issued. The type of this organization is recreational.

5. Period of existence shall be perpetual.

BOOK 150 PAGE 498

6. The purpose for which it is created, not contrary to law, including a statement of the rights and power that are to be exercised by said corporation, which said rights and powers shall be limited to those rea sonably necessary to accomplish the stated purpose of the association being incorporated:

To improve the moral and spiritual values and provide for the recreational needs of the children of Winona, Mississippi

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM

NOTE:--This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Charlie Henry
Lindsey Roberts
Tom Bibbs
J. J. Knox

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Montgomery

This day personally appeared before me, the undersigned authority Charlie Henry, Lindsey Roberts, Tommy Bibbs, J. J. Knox, incorporators of the corporation known as the Winona Community Improvement Club who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 26 day of April, 1965

Billy J. Harris
NOTARY PUBLIC

Commission expires 8-4-68

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 28th day of April A.D. 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., April 28, 1965

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

Attorney General

By
Assistant Attorney General

NOTE:--In case all incorporators are together when acknowledgment is made one acknowledgment will be sufficient.

BOOK 150 PAGE 458

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CASTALIAN COMMUNITY WATER ASSOCIATION

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 29th day of April A. D., 1965.

Paul B. Johnson

Governor

By the Governor

John Ladner

Secretary of State

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

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

THE CHARTER OF INCORPORATION OF

CASTALIAN COMMUNITY WATER ASSOCIATION

1. The corporate title of said company is: Castalian Community Water Association.

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
W. H. McKenzie, Jr.	407 North Lexington Street	Durant,	Mississippi
Dan H. Wells	Highway 12 West	Durant,	Mississippi
H. C. Ellis	Highway 12 West	Durant,	Mississippi
Audis Hathcock	303 North Jackson Street	Durant,	Mississippi
C. E. Patton	Castalian Road	Durant,	Mississippi

All of whom are adult resident citizens of the State of Mississippi.

3. The domicile is at 307 East Madison Street (Street and No.) Durant (City) Mississippi (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This charter is for a non-profit, non-share rural water system corporation. There is to be no stock issued in this corporation.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

a. To own and operate a rural water system.

b. To associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end to construct, maintain and operate a private water system for the supplying of water for domestic, livestock and garden purposes, and for all other purposes not contrary to law, to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation and maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

c. To borrow from any source, money, goods or services without limittations as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

d. To acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become a member or a stockholder of any other corporation or association engaged in any related activities.

e. To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the non-profit corporation or incidental thereof.

f. To establish reserves and to invest the funds thereof in stocks, bonds, and other property as the board of directors may deem satisfactory.

g. To levy assessments in such manner and in such amount as may be provided in the by-laws of this non-profit corporation.

h. To have and exercise all powers, privileges and rights conferred on non-profit corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this non-profit corporation is formed, except such as are inconsistent with the express provisions of the act under which this non-profit corporation is incorporated.

i. The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

7. This corporation shall not be required to make publication of its [illegible], shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

8. The names and addresses of the members of the initial board of directors who shall hold office until the first annual meeting of the members, and until their successors shall have been elected, and qualified, as provided in the by-laws, are: W. H. McKenzie, Jr., 407 North Lexington Street, Durant, Mississippi;
Dan H. Wells, Highway 12 West, Durant, Mississippi;
H. C. Ellis, Highway 12 West, Durant, Mississippi;
Audis Hathcock, 303 North Jackson Street, Durant, Mississippi;
C. E. Patton, Castalian Road, Durant, Mississippi.

NOTE: IF MORE SPACE IS NEEDED PLEASE DO NOT USE THIS FORM.

XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX
XXXXXXXXXXX

The initial board of directors shall have the direction of the affairs of the corporation and shall meet within 5 days after issuance of the Certificate of Incorporation by the Secretary of State for the purpose of electing officers, adopting by-laws and taking such other actions as necessary to perfect the organization of the corporation and make a report thereof. Thereafter by-laws may be amended and officers elected as provided in such by-laws.

Signatures: [signatures]

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)

County of HOLMES)

This day personally appeared before me, the undersigned authority W. H. McKenzie, Jr., Dan H. Wells, H. C. Ellis, Audis Hathcock C. E. Patton incorporators of the corporation known as the Castalian Community Water 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 24th day of March, 1965.

My Commission ...

STATE OF MISSISSIPPI)

County of ______)

This day personally appeared before me, the undersigned authority ______ incorporators of the corporation known as the ______ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the ______ day of ______, 19___

Received at the office of the Secretary of State this the 28th day of April A.D., 1965, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[signature]

Secretary of State

Jackson, Miss., April ..., 1965

I have examined this application for a charter of incorporation and ... of the Constitution and laws of the State, or of the United States.

[signature]

Attorney General

By [signature]

Assistant Attorney General

NOTE — In case all ... be sufficient

CASTALIAN COMMUNITY WATER ASSOCIATION

MINUTES OF SPECIAL MEETING HELD MARCH 18, 1965

A special meeting of the members of the Castalian Community Water Association was held at 7:30 P.M. o'clock at 307 East Madison Street, Durant, Holmes County, Mississippi. The meeting was called to order by the President and it was determined that a quorum was present. The members were advised of the procedure to be followed in organizing a non-profit corporation for the purpose of establishing a rural waterwork system.

After a full discussion it was the unanimous opinion of those present that the Castalian Community Water Association should own and operate a rural waterwork system and that it should apply for a charter. On motion made, seconded and unanimously passed, W. H. McKenzie, Jr., Dan H. Wells, H. C. Ellis, Audis Hathcock and C. E. Patton, each being adult resident citizens of Holmes County, Mississippi, were authorized to apply for a Charter of Incorporation for the Castalian Community Water Association, under Section 5310.1, as amended by Chapter 267 of the Mississippi Laws of 1964, of the Mississippi Code of 1942 recompiled.

There being no further business to come before the members of the Association, the meeting was adjourned.

Secretary

CERTIFICATE

I, H. C. Ellis, Secretary of the Castalian Community Water Association, do hereby certify that the above and foregoing constitutes a true, correct and compared copy of the minutes of the members of the Association of the Castalian Community Water Association, as adopted at its special meeting on March 13, 1965, and as the same appears of record in the minutes of said Association, which are in the custody of the undersigned.

Certified this the 24th day of March, 1965.

Secretary

BOOK 150 PAGE 463

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

NORTH DISTRICT ONE WATER ASSOCIATION, INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 3rd day of May A. D., 1965.

Governor

By the Governor

Secretary of State

ARTICLES OF INCORPORATION OF NORTH DISTRICT ONE WATER ASSOCIATION, INCORPORATED

1. The corporate title of said company is: North District One Water Association, Incorporated.

2. The names of the incorporators are:

Name	Street & No.	City	State
J. W. Bowen	Highway 51 North	Winona	Mississippi
J. A. Carlton	None	Winona	Mississippi
Cecil Barnett	None	Winona	Mississippi
Lonnie King	None	Winona	Mississippi
Delano Fielder	None	Winona	Mississippi

All of the incorporators are adult resident citizens of the State of Mississippi and are duly authorized by the North District One Water Association, Incorporated, to make application for a grant of charter.

3. The domicile is at: Property of J. W. Bowen, Highway 51 North, RFD, Winona, Montgomery County, Mississippi.

4. The corporation is non-profit, and no shares of stock are to be issued.

5. The period of existence is perpetual.

6. The purpose for which the corporation is created:

a. To associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end to plan, finance, purchase, construct, own, maintain and operate a private water system for the supplying of water for domestic, livestock and garden purposes to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied in the unincorporated area known as the North District One Water Association, Incorporated, not presently being served by municipal systems of the type herein described, in all of the surrounding vicinity of the North District One Water Association, Incorporated, Winona, Mississippi that

could feasibly be served by one central water supply system; it being the ultimate purpose of this corporation to furnish the desired and needed services and utilities herein to all of the unincorporated and surrounding area therein not being served by cities or towns, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping, and/or purchase, and the purchase, laying, installation, operation, maintenance and repair of wells, pumping equipment, water mains, pipelines, valves, meters, and all other equipment necessary to the construction, maintenance, and operation of a water system.

b. To borrow from any source, money. goods, or services, without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

c. To acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge bonds for shares of capital stock, or become a member or a stockholder of any corporation or association engaged in any related activities, including the purchase of any existing franchise rights.

d. To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof.

e. To make application to and to enter into contract with any governmental agency for grants and loans in any manner permitted by law, as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof.

f. To acquire or improve any existing water supply system and to operate and maintain any such system.

g. To establish, maintain and collect rates for the facilities offered by any such system or combination of systems as stated herein.

V. Said corporation shall issue no shares of stock, shall divide no dividends or profit among its members, composed of people using and paying for the facilities herein, shall make expulsion the only remedy for non-payment of dues, such

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. This corporation shall not be required to make publication of its charter.

8. The number of trustees shall be five. The names and addresses of those who are to serve as the first trustees until the trustees are elected by the members, which election must be not less than two months and not more than six months from the date of incorporation, are:

Name	Street & No.	City	State
J. W. Bowen	Highway 51 N.	Winona	Mississippi
J. A. Carleton	None	Winona	Mississippi
Cecil Barnett	None	Winona	Mississippi
Lonnie King	None	Winona	Mississippi
Delano Fielder	None	Winona	Mississippi

At the first annual meeting of the members, one (1) trustee shall be elected for a term of one year, two (2) for a term of two years, and two (2) for a term of three years. At each annual meeting thereafter, the members shall elect for a term of three years the number of trustees whose terms of office have expired.

Incorporators

STATE OF MISSISSIPPI

COUNTY OF MONTGOMERY

I, Cornelia Thompson, a Notary Public, hereby certify that on the 23rd day of April, 1965, personally appeared before me, J. W. Bowen, J. A. Carlton, Cecil E. Barnett, Lonnie B. King and Daniel D. Fielder, who, being by me first duly sworn, declared that they executed the foregoing document on the day, year and date mentioned and for the purpose specified, and that the statements therein contained are true.

Cornelia Thompson
Notary Public

My Commission Expires:

Jan. 31, 1967

BOOK 151 PAGE 468

STATE OF MISSISSIPPI

COUNTY OF MONTGOMERY

RESOLUTION OF NORTH DISTRICT ONE WATER ASSOCIATION, AN UNINCORPORATED ASSOCIATION

WHEREAS, it has come to the attention of the members of the North District One Water Association of Montgomery County, Mississippi, an unincorporated association, that it would be to the best interest of said Association to incorporate under the laws of the State of Mississippi made and provided for the incorporation of non-profit, non-share associations; and,

WHEREAS, the members of said association hereby authorize and empower J. W. Bowen, J. A. Carleton, Cecil Barnett, Lonnie King, and Delano Fielder to proceed to apply for a Charter of Incorporation for said Association.

NOW, THEREFORE, BE IT RESOLVED that the said J. W. Bowen, J. A. Carleton, Cecil Barnett, Lonnie King, and Delano Fielder, and they are hereby authorized and empowered to apply for a Charter of Incorporation for the North District One Water Association, and they are further empoweredand authorized to do any and all acts necessary to effect the incorporation of said Association.

CERTIFICATE

The undersigned, being the duly elected Temporary Chairman and Temporary Secretary, respectively, of the North District One Water Association, an unincorporated association, hereby certify that the above and foregoing is a true and correct copy of that certain Resolution passed by the membership of said Association in duly assembled meeting on the 22 day of April, 1965, in the City of Winona, Montgomery County, Mississippi, as thesame appears in the official Minutes of said unincorporated association.

This the 22 day of April A. D., 1965.

ATTEST:

J. W. Bowen
Temporary Chairman

Lonnie King
Temporary Secretary

BOOK 150 PAGE 469

Received at the office of the Secretary of State, this the 28th day of April

A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Miss.,

April 28, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLendon
Assistant Attorney General.

C-54

BOOK 150 PAGE 470

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

DEER CREEK EDUCATIONAL INSTITUTE, 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 3rd day of May A. D., 1965.

Paul B. Johnson

Governor

By the Governor

Secretary of State

RESOLUTION

WHEREAS, Deer Creek Educational Institute, a non-profit association was heretofore formed and organized at Hollandale in Washington County, Mississippi, and

WHEREAS, the members of said association met in a special meeting called for the purpose of authorizing the incorporation of the association on the 2nd day of April, 1965, in Hollandale, Mississippi, and empowered, directed and authorized the members hereinafter named to apply for a charter of incorporation for said association in the State of Mississippi;

NOW, THEREFORE, BE IT RESOLVED, that Robert N. Aldridge, William Deloach Cope, Jack Allen Potter, George F. Stock, Jr., and Edward P. Vieh, BE AND THEY ARE HEREBY AUTHORIZED, EMPOWERED, AND DIRECTED to apply for a corporate charter for the said association, said application to be filed with the Secretary of State of Mississippi, said corporation to be known as and entitled DEER CREEK EDUCATIONAL INSTITUTE, INC., and to be a non-profit corporation for which no shares of stock will be issued and no profits or dividends shall be divided or distributed among the members; to have a perpetual existence; expulsion shall be the only remedy for non-payment of dues, and each member shall be vested with the right to cast one vote in the election of all officers, and the loss of membership by death or otherwise, shall terminate all interest of such member in the corporate assets, and there shall be no individual liabilities against the members for the corporate debts, but the entire corporate property shall be liable for the claims of creditors.

CERTIFICATE

We hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by DEER CREEK EDUCATIONAL INSTITUTE, an association, had and done on the 2nd day of April, 1965, at a duly convened meeting and duly recorded in the official minutes of said association.

Witness our signatures this 2nd day of April, 1965.

William Deloach Cope - Chairman

Robert N. Aldridge - Secretary

THE CHARTER OF INCORPORATION OF DEER CREEK EDUCATIONAL INSTITUTE, INC.

I.

The corporate title of said Company is: Deer Creek Educational Institute, Inc.

II.

The names and post office addresses of the incorporators, all adults, are:

NAME	ADDRESS	CITY	STATE
Robert N. Aldridge		Estill,	Mississippi
William Deloach Cope	103 Church St.	Hollandale,	Mississippi
Jack Allen Potter		Tralake,	Mississippi
George F. Stock, Jr.	Treadway Circle	Hollandale,	Mississippi
Edward P. Vieh	Box 12	Hollandale,	Mississippi

All of the above named incorporators are adults and all are residents and citizens of the State of Mississippi. None of the incorporators have a street address except those shown.

III.

The domicile and address of the corporation is at Hollandale in Washington County, Mississippi.

IV.

The corporation is a non-profit corporation and no shares of stock are to be issued.

V.

The period of existence shall be perpetual.

VI.

The purposes for which the corporation is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, Deer Creek Educational Institute, Inc., which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purposes of the association being incorporated are as follows:

A. To establish, administer and operate one or more schools as a non-profit institution of learning for the instruction and training of individuals

for the purpose of improving and developing their mental and physical capabilities, such school or schools to be operated as non-profit institutions of learning and said corporation shall do all things necessary to accomplish this purpose, including, but not limited to, purchasing lands and otherwise acquiring real estate and personal property; to purchase, own, lease, rent or otherwise acquire land, buildings, appliances, equipment and necessary facilities for the operation of said school or schools; to sell, rent, lease or otherwise dispose of unneeded land, buildings, or equipment provided the proceeds from such sale or rental shall be exclusively applied to the construction, maintenance and operation of said school or schools as a non-profit institution of learning; to borrow money and pledge, mortgage, or otherwise encumber assets and property as security to obtain the financing for the construction and operation of said schools. To employ teachers to teach in such school or schools and other personnel and employees necessary for the operation of such school or schools. In addition to the usual courses of study offered by schools generally, it shall be the purpose of the corporation to offer courses of study in science, language, and other subjects not generally available in other schools and to offer a broader and better curriculum than generally found in other schools.

B. The corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide or pay or distribute no dividends or profits to or among its members and will not use any earnings except for educational purposes; 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 interests of such members in the corporate assets; shall make expulsion the only remedy for non-payment of dues by a member; 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. No part of the net earnings or net income of the corporation shall inure to the benefit of any director, officer, member or individual and shall not be used for any other purpose except the operation of the schools of the corporation.

C. In the event of dissolution, voluntary or involuntary, all of the remaining assets and properties of the corporation shall be distributed to such educational, charitable and literary organizations as have been determined tax exempt under Section 501 (c) (3) of the Internal Revenue Code of the United States of 1954, or any similar provision to be hereinafter enacted; the particular organization or organizations to which distribution is to be made hereunder are to be selected by a majority vote of the entire Board of Directors of the corporation.

D. The rights and powers that may be exercised by said corporation in addition to those set forth herein, are those conferred by the provisions of Chapter 229 and 230 of the Laws of Mississippi of 1962 and Chapter 267 of the Laws of Mississippi of 1964, as Amended, (Section 5310.1, et seq, of the Mississippi Code of 1942, as Amended); provided however, the exercise of such powers conferred by said laws are restricted to those powers which it is reasonably necessary for the corporation to exercise in the furtherance of the purposes of the corporation as set forth in Paragraphs VI (A), VI (B), and VI (C) above.

VII.

The corporation shall have members, the number to be fixed by the Board of Directors. Its members shall be residents of the State of Mississippi, whose applications for membership have been approved by the Board of Directors. Membership dues shall be set by the Board of Directors. Further qualifications for membership, not in conflict herewith, may be set and determined by the Board of Directors.

Signatures of incorporations:

Robert N. Aldridge

William Deloach Cope

Jack Allen Potter

George F. Stock, Jr.

Edward P. Vieh

STATE OF MISSISSIPPI

COUNTY OF WASHINGTON

This day personally appeared before me, the undersigned authority in and for the County and State aforesaid, the within named ROBERT N. ALDRIDGE, WILLIAM DELOACH COPE, JACK ALLEN POTTER, GEORGE F. STOCK, JR., and EDWARD P. VIEH, incorporators of the corporation known as DEER CREEK EDUCATIONAL INSTITUTE, INC., each and all of whom acknowledged that they each signed and executed the above and foregoing Articles of Incorporation as their act and deed on the 23rd day of April, 1965.

Julian K Edwards
NOTARY PUBLIC

My Commission Expires:
Feb 5 1967

BOOK 191 PAGE 477

Received at the office of the Secretary of State, this the 30th day of April A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Miss.,

April 30, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLendon
Assistant Attorney General.

C-54

BOOK 150 PAGE 478

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CENTER HILL WATER USERS, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 30th day of April A. D., 1965.

Paul B. Johnson

Governor

By the Governor

Secretary of State

Upon motion duly made and seconded and [illegible] it is ordered that this association, Center Hill Water Users, Association, authorize Morgan Carpenter, Carl Stallings, H. P. Looney, R. T. Pounders, and P. P. Pounders, Jr. who are all adult residents of DeSoto County, Miss., or any two or more of them, to apply for a corporate charter for non-profit corporation to be known as "Center Hill Water Users, Incorporated", the purposes of which corporation shall be the following:

a) to own and operate rural waterworks systems and rural sewage disposal systems, or either.

b) To associate its members together for their mutual benefit, consistent with the purpose of this corporation, and to that end to plan, lay out, construct, maintain and operate rural waterworks systems and rural sewage disposal systems, and for all other purposes not contrary to law, consistent with the purpose of this corporation, and for the sale and furnishing of water to its members as well as sewage service and for the sale of any surplus water remaining after the needs of its members have been satisfied and likewise for the furnishing of sewage systems for a charge to be fixed by the officials of this corporation, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operating, maintenance, and repair of wells, pumping equipment, water mains, pipe lines, valves, meters, and sewer mains, manholes and all other work and equipment and maintenance necessary to the installation and operation of rural waterworks systems and sewage disposal systems, or either.

c) To borrow from any source, money, goods or service without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

d) To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the non-profit corporation or incidental thereto.

e) To establish reserves and to invest the funds thereof in stocks, bonds and other property as the Board of Directors may deem satisfactory.

f) To levy assessments in such manner and in such amount as may be provided in the By-Laws of this non-profit corporation.

g) To have and exercise all powers, privileges and rights conferred on non-profit corporations by the laws of the State of Mississippi, and all powers and rights incidental in carrying out the purposes for which this non-profit corporation is formed, except such as are inconsistent with the express provisions of the act under which this non-profit corporation is incorporated.

h) This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to the 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 liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

This the [illegible] day of [illegible], 19[illegible].

Morgan Carpenter, Secretary

P. P. Pounders, Jr. President

BOOK 150 PAGE 480

ACKNOWLEDGEMENT

I, Morgan Carpenter Secretary of the meeting of

Center Hill Water Users, Inc.

was held on April 22, ,1965, do hereby certify that

P. P. Pounders, Jr presided over said meeting of

Center Hill Water Users, Inc. and that the same was duly held by the members of said Incorporation and that the above and foregoing resolution was duly offered, enacted and passed and that this is a true and correct copy of said resolution.

WITNESS OUR SIGNATURES this the 23rd day of April, 1965.

Morgan Carpenter
Secretary

P P Pounders Jr
President

STATE OF MISSISSIPPI

COUNTY OF DESOTO

SWORN TO and subscribed before me this 23rd day of April 1965.

Gayle B. Allen
Notary Public

My Commission Expires:

My Commission Expires February 4, 1968

THE CHARTER OF INCORPORATION OF CENTER HILL WATER USERS, INC.

ARTICLE I

The name of this corporation shall be Center Hill Water Users, Inc.

ARTICLE II

The names of the incorporators are:

Morgan Carpenter, Rt. 3, Collierville, Tenn.
Carl Stallings, Olive Branch, Miss.
H. P. Looney, Rt. 3, Collierville, Tenn.
R. T. Pounders, Olive Branch, Miss.
P. P. Pounders, Jr. ,Olive Branch, Miss.

Each of the above named incorporators is an adult resident of DeSoto County, Miss.

ARTICLE III

The domicile is Olive Branch, DeSoto County, Mississippi.

ARTICLE IV

The corporation is non-profit and no shares of stock shall be issued.

ARTICLE V

The period of existence for this corporation shall be perpetual.

ARTICLE VI

The purposes for which this corporation is created are:

1) To own and operate rural waterworks systems and rural sewage disposal systems, or either.

2) To associate its members together for their mutual benefit, consistent with the purpose of this corporation, and to that end to plan, lay out, construct, maintain and operate rural waterworks systems and rural sewage disposal systems, and for all other purposes not contrary to law, consistent with the purpose of this corporation, and for the sale and furnishing of water to its members as well as sewage service and for the sale of any surplus water remaining after the needs of its members have been satisfied and likewise for the furnishing of sewage systems for a charge to be fixed by the officials of this corporation, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operating, maintenance, and repair of wells, pumping equipment, water mains, pipe lines, valves, meters, and sewer mains, manholes and all other work and equipment and maintenance necessary to the installation and operation of rural waterworks systems and sewage disposal systems, or either.

3) To borrow from any source, money, goods or service without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

4) To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the non-profit corporation or incidental thereto.

5) to establish reserves and to invest the funds thereof in stocks, bonds and other property as the Board of Directors may deem satisfactory.

6) To levy assessments in such manner and in such amount as may be provided in the By-Laws of this non-profit corporation.

7) To have and exercise all powers, privileges and rights conferred on non-

profit corporations by the laws of the State of Mississippi, and all powers and rights incidental in carrying out the purposes for which this non-profit corporation is formed, except such as are inconsistent with the express provisions of the act under which this non-profit corporation is incorporated.

8) This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to the 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.

WITNESS OUR SIGNATURES this the 23rd of April, 1965.

Signatures:

Carl Stallings

H P Loosey

Morgan Carpenter

R T Pounders

R T Pounders

STATE OF MISSISSIPPI

COUNTY OF DESOTO

Personally appeared before me the undersigned authority in and for the jurisdiction, aforesaid, R. T. Pounders H. P. Loosey Carl Stallings Morgan Carpenter each of whom acknowledged that they executed the foregoing charter application on the day and in the year therein set forth.

Given under my hand and seal of office, this the 23rd day of April, 1965.

Gayle B. Allen
Notary Public

NOTARY PUBLIC

My Commission Expires:

My Commission Expires February 4, 1968

Received at the office of the Secretary of State, this the 29th day of April

A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Eldon Ladner
SECRETARY OF STATE.

Jackson, Miss.,

April 29, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLeod
Assistant Attorney General.

BOOK 150 PAGE 484

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE COLUMBUS SWIM TEAM, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 30th day of April A. D., 1965.

Paul B Johnson

Governor

By the Governor

Heber Ladner

Secretary of State

MINUTES OF THE MEETING OF
THE COLUMBUS SWIM TEAM

August 31, 1964

The members of the Organization met at 7:00 o'clock p. m. on August 31, 1964, at the home of William L. Sanders at 1103 Main Street in the regular annual meeting.

By unanimous agreement, it was decided to incorporate prior to May 1, 1965, as a non-profit corporation under the laws of Mississippi, and Fred L. Harrison, Jr., William L. Sanders, and Langdon J. McKinney were authorized and directed to apply for a corporate charter from the Secretary of State in compliance with such decision.

There being no further business, the meeting was adjourned.

~~Sec~~ Mrs. Mickey Murray
Secretary

I certify that the foregoing are a true and correct copy of the minutes as they appear in the minute book of The Columbus Swim Team.

Mrs. Mickey Murray
Secretary

THE CHARTER OF INCORPORATION

OF

THE COLUMBUS SWIM TEAM, INC.

1. The corporate title of this corporation is The Columbus Swim Team, Inc.

2. The names and post office addresses of the incorporators, all of whom are adult residents of the State of Mississippi, are as follows:

Fred L. Harrison, Jr.
1610 Johanna Fairway
Columbus, Mississippi

William L. Sanders
1103 Main Street
Columbus, Mississippi

Langdon J. McKinney
416 13th Street North
Columbus, Mississippi

3. The domicile of the corporation is 508 Second Avenue North, Columbus, Mississippi (post office address is Box 1001, Columbus, Mississippi).

4. This corporation is non-profit and no shares of stock shall be issued.

5. The period of existence of this corporation is perpetual.

6. The purpose for which this corporation is created is for the civic improvement of the City of Columbus, Mississippi, and the surrounding area, by sponsoring, promoting and developing the sport of swimming and all related activities.

7. The rights and powers to be exercised by this corporation are those reasonably necessary to accomplish the purpose for which same is being incorporated, as set out above in paragraph 6.

In witness whereof we have hereunto set our hands and seals as incorporators this 9th day of April, 1965.

Fred L. Harrison, Jr.

William L. Sanders

Langdon J. McKinney

STATE OF MISSISSIPPI, Lowndes County

Personally appeared before me, a notary public of said county, the within named Fred L. Harrison, Jr., William L. Sanders, and Langdon J. McKinney, each of whom acknowledged that he executed the foregoing charter of incorporation as his act and deed.

Given under my hand and seal this 21 day of April, 1965.

My commission expires: 11/12/65

NOTARY PUBLIC

THE CHARTER OF INCORPORATION

OF

THE COLUMBUS SWIM TEAM, INC.

1. The corporate title of this corporation is The Columbus Swim Team, Inc.

2. The names and post office addresses of the incorporators, all of whom are adult residents of the State of Mississippi, are as follows:

Fred L. Harrison, Jr.
1610 Johanna Fairway
Columbus, Mississippi

William L. Sanders
1103 Main Street
Columbus, Mississippi

Langdon J. McKinney
416 13th Street North
Columbus, Mississippi

3. The domicile of the corporation is 508 Second Avenue North, Columbus, Mississippi (post office address is Box 1001, Columbus, Mississippi).

4. This corporation is non-profit and no shares of stock shall be issued.

5. The period of existence of this corporation is perpetual.

6. The purpose for which this corporation is created is for the civic improvement of the City of Columbus, Mississippi, and the surrounding area, by sponsoring, promoting and developing the sport of swimming and all related activities.

7. The rights and powers to be exercised by this corporation are those reasonably necessary to accomplish the purpose for which same is being incorporated, as set out above in paragraph 6.

In witness whereof we have hereunto set our hands and seals as incorporators this 9th day of April, 1965.

Fred L. Harrison, Jr.

William L. Sanders

Langdon J. McKinney

STATE OF MISSISSIPPI, Lowndes County

Personally appeared before me, a notary public of said county, the within named Fred L. Harrison, Jr., William L. Sanders, and Langdon J. McKinney, each of whom acknowledged that he executed the foregoing charter of incorporation as his act and deed.

Given under my hand and seal this [illegible] day of April, 1965.

My commission expires [illegible]

Book 150 Page 490

THE CHARTER OF INCORPORATION

OF

THE COLUMBUS SWIM TEAM, INC.

1. The corporate title of this corporation is The Columbus Swim Team, Inc.

2. The names and post office addresses of the incorporators, all of whom are adult residents of the State of Mississippi, are as follows:

Fred L. Harrison, Jr.
1610 Johanna Fairway
Columbus, Mississippi

William L. Sanders
1103 Main Street
Columbus, Mississippi

Langdon J. McKinney
416 13th Street North
Columbus, Mississippi

3. The domicile of the corporation is 508 Second Avenue North, Columbus, Mississippi (post office address is Box 1001, Columbus, Mississippi).

4. This corporation is non-profit and no shares of stock shall be issued.

5. The period of existence of this corporation is perpetual.

6. The purpose for which this corporation is created is for the civic improvement of the City of Columbus, Mississippi, and the surrounding area, by sponsoring, promoting and developing the sport of swimming and all related activities.

7. The rights and powers to be exercised by this corporation are those reasonably necessary to accomplish the purpose for which same is being incorporated, as set out above in paragraph 6.

In witness whereof we have hereunto set our hands and seals as incorporators this 9th day of April, 1965.

Fred L. Harrison, Jr.

William L. Sanders

Langdon J. McKinney

STATE OF MISSISSIPPI, Lowndes County

Personally appeared before me, a notary public of said county, the within named Fred L. Harrison, Jr., William L. Sanders, and Langdon J. McKinney, each of whom acknowledged that he executed the foregoing charter of incorporation as his act and deed.

Given under my hand and seal this 24 day of April, 1965.

My commission expires: 11/12/75

NOTARY PUBLIC

BOOK 150 PAGE 492

Received at the office of the Secretary of State, this the 26th day of March

A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Ladner
SECRETARY OF STATE.

Jackson, Miss.,

April 29, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLendon
Assistant Attorney General.

BOOK 150 PAGE 493

State of Mississippi

Office of Secretary of State
Jackson

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

CITY OF OCEAN SPRINGS, MISSISSIPPI

was pursuant to the provisions of the laws of Mississippi recorded in the Records of Incorporations in this office, in PHOTOSTAT BOOK, NUMBER ONE-HUNDRED FIFTY, PAGES 493-496.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this THIRD day of MAY, 1965.

Heber Ladner

SECRETARY OF STATE

C-46

CITY OF OCEAN SPRINGS IN VACATION, APRIL, 1965

VS.

ANY AND ALL PERSONS No: 18,249

DECREE

This cause coming on to be heard this day on vacation time on Petition of the City of Ocean Springs for the enlargement of the corporate boundaries of the City of Ocean Springs, Mississippi, and the Court having considered said Petition, and oral and documentary testimony in support thereof, doth find as follows:

(1) That the City of Ocean Springs is a municipal corporation located in Jackson County, Mississippi, operating under a code charter form of government.

(2) That the Mayor and Board of Aldermen of the City of Ocean Springs, did, on the 26th day of January, 1965, adopt an ordinance to include certain additional territory within the corporate limits of said city, which ordinance fully describes with certainty the area to be included, and also defines the entire boundary as changed, a certified copy of which is attached to the Petition.

(3) That an accurate map or plat showing the municipal boundaries as they will exist in the event such enlargement becomes effective is likewise attached to the Petition.

(4) That the proposed enlargement is reasonable and is required by the public convenience and necessity, and that reasonable public and municipal services will be rendered in the annexed territory within a reasonable time.

(5) That 10:00 A. M., April 30th, 1965, the time set for hearing of said Cause by order of this Court has passed, that notice has been given to all persons interested, in accordance with law, by publication in the Ocean Springs News, a newspaper published or having a general circulation in the territory proposed to be incorporated, once each week for three

consecutive weeks, and by posting a copy of said notice in three public places in the territory proposed to be added to the corporate limits, which first publication of notice and posting of notices was made more than thirty (30) days prior to the date fixed for the hearing, and which notices contain a full description of the territory to be included, and that such publication and posting meets all the requirements of law in this matter.

(6) That no persons have appeared or filed any objection to the proposed enlargement.

(7) That no part of the territory proposed to be incorporated is located within three miles of another existing municipality.

It is, therefore, ORDERED, ADJUDGED and DECREED that the proposed enlargement of the corporate limits of the City of Ocean Springs, Mississippi, as set out in Ordinance No. 1-1965 adopted by the Mayor and Board of Aldermen of the City of Ocean Springs on the 26th day of January, 1965, is hereby approved, ratified and confirmed, and that the boundaries of the municipality, as altered, shall be as follows:

> Point of beginning is the intersection of the South bank of Old Fort Bayou with the line dividing the W 1/2 of the W 1/2 from the E 1/2 of the W 1/2 of Section 20-T7S-R8W, Run thence Westerly along said bank of said Bayou to its intersection with the North shore of the Bay of Biloxi; thence Southeasterly along said shore of said bay to its intersection with the Section line dividing Section 29 from Fractional Section 30, both of T7S, R8W; thence North along said section line 1/4 mile, more or less, to its intersection with the North margin of Hudson Road; thence East along said margin of said road 3/8 mile, more or less, to the East margin of Holcomb Boulevard; thence South along said margin of Holcomb Boulevard to the North margin of Davidson Road; thence East along said margin of Davidson Road 3/8 mile, more or less, to the line dividing the W 1/2 of the E 1/2 from the E 1/2 of the E 1/2 of Section 29, T7S-R8W; thence North along said dividing line a distance of 1300 feet, more or less, to the Southwest corner of the E 1/2 of the NE 1/4 of said Section 29; thence N 89°47'E along the South line of said E 1/2 of NE 1/4 of said Section 29, a distance of 1311 feet to the West margin of Halstead Road; thence N 00°20'E along said margin of Halstead Road a distance of 511 feet to a point which is 29 feet West from the line dividing said Section 29 from Section 28-T7S-R8W; thence N 89°58'E a distance of 49 feet, more or less, to a point on the East margin of Halstead Road, which is also the SW corner of Gulf Pines Unit No. 3 and the NW corner of Gulf Pines Unit No. 4; thence S 00°-02'E on East margin of Halstead Road a distance of 715 feet to the SW corner of Gulf Pines Unit No. 5; thence N 89°58'E on and along the South line of Gulf Pines Unit No. 5 a distance of 410

feet to the SE corner of Gulf Pines Unit No. 5; thence N[illegible]°[illegible]'W 351.5 feet, thence N1°05'E 310.1 feet; thence [illegible] feet to a point on the South line of Gulf Pines Unit No. 5; thence N89°54'30"E a distance of 100 feet; thence N74°[illegible]'E a distance of 100 feet; thence N59°06'20"E a distance of 143.3 feet; thence N89°59'E a distance of 90 feet; thence N64°40'E a distance of 105.2 feet; thence N89°59'E a distance of 120 feet to the West margin of Hanley Road; thence N00°01'W along said margin of Hanley Road a distance of 425 feet; thence West a distance of 123 feet; thence S34°35'W a distance of 121.5 feet; thence S69°24'30"W a distance of 266.8 feet; thence S89°54'30"W a distance of 885.6 feet to a point on the West margin of Halstead Road which is 29 feet West from the line dividing said Section 28 from said Section 29; thence N00°11'E along said margin of Halstead Road a distance of 483 feet to the Northeast corner of Unit No. 1 of Woodsdale Subdivision, which point is also the Southeast corner of land formerly of White; thence N89°48'W along the North line of said Woodsdale Subdivision a distance of 180 feet; thence N00°16'E for a distance of 70 feet; thence S89°48'E for a distance of 54 feet; thence N00°25'E for a distance of 310 feet; thence N89°48'W for a distance of 215 feet; thence N22°10'W for a distance of 124 feet; thence N00°12'E for a distance of 138.5 feet; thence N89°48'W for a distance of 90 feet; thence N84°46'W for a distance of 140.4 feet; thence N00°12'E for a distance of 104.8 feet to the South margin of Old Highway 90; thence N79°00'W on and along the South margin of said Highway a distance of 479.7 feet, more or less, to the NW corner of the Honea property; thence North across Old Highway No. 90 to a point on the North R. O. W. Line of the L. & N. R. R.; thence N79°30'W along said right-of-way line a distance of 456 feet to its intersection with the line dividing the land of Moreton from the land of Lindstrom; thence N18°47'E along the line dividing the land of Moreton from the land of Lindstrom a distance of 1224 feet; thence North along the line dividing the land of Moreton from the Land of Lindstrom a distance of 475 feet to the South bank of Old Fort Bayou; thence Northwesterly along said bank of said Bayou to the point of beginning. All in Sections 28 and 29, T7S-R8W, Jackson County, Mississippi.

It is further ORDERED that the Chancery Clerk forward a copy of this Decree to the Secretary of State, in accordance with Section 3374-15 of the Mississippi Code.

It is further ORDERED, ADJUDGED and DECREED that the municipality be taxed with all costs of this proceeding.

ORDERED, ADJUDGED and DECREED in vacation time at 10:30 A. M. on this the 30th day of April, 1965.

S/ L. C. Carbone
CHANCELLOR

ATTESTED
To be a true copy of original Decree
filed April 30 1965
William C. Lees, Chancery Clerk
Jackson County, Mississippi
By Esther R. McLeod D.C.

RECEIVED
SECRETARY OF STATE
MAY 3 - 1965

State of Mississippi

EXECUTIVE OFFICE

Jackson

The within and foregoing Amendment to the Charter of Incorporation of

THE GREENE COUNTY YOUTH BETTERMENT 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* 5th day of May A. D., 1965.

Paul B. Johnson

Governor.

Attest:

Secretary of State.

AMENDMENT TO THE CHARTER OF INCORPORATION
OF THE GREENE COUNTY YOUTH BETTERMENT
ASSOCIATION

TO THE HONORABLE HEBER LADNER,
SECRETARY OF STATE OF THE
STATE OF MISSISSIPPI:

We the undersigned, in accordance with a resolution of the Greene County Youth Betterment Association, Leakesville, Mississippi, a certified copy of which is hereto attached, do hereby request that the charter of incorporation of the said Greene County Youth Betterment Association of Leakesville, Mississippi be amended by adding a subsection to be numbered 4 (g) thereof to read as follows:

> The corporation shall have the power and is hereby empowered to borrow money for carrying out its stated objectives and in borrowing money for its stated objectives the corporation shall have the power to issue its notes, bonds, debentures or any other evidence of such indebtedness and to secure such indebtedness by executing by its proper officers deeds of trust, mortgages and liens of any other kind or nature against the corporate property. The corporation having full and complete authority to borrow money and to offer its property as security therefor.

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

WITNESS OUR SIGNATURES this the 24 day of April, A. D., 1965.

GREENE COUNTY YOUTH BETTERMENT ASSOCIATION

BY _____
President

ATTEST:

_____
Secretary

STATE OF MISSISSIPPI

COUNTY OF GREENE

Personally came and appeared before me, the undersigned authority in and for the State and County aforesaid, the within names C. R. Rials and Mrs. Orville Smith, who acknowledged and made oath that they are the President and Secretary, respectively, of the Greene County Youth Betterment Association of Leakesville, Mississippi, a Mississippi corporation, and that as such officers for and on behalf of the said corporation they executed the above and foregoing amendment to the charter of incorporation of said Greene County Youth Betterment Association as the act

and deed of said corporation, they having been first duly authorized so to do.

PRESIDENT

SECRETARY

SWORN TO AND SUBSCRIBED before me this the 24th day of April, A. D., 1965.

Chancery Clerk Greene County, Miss.
OFFICIAL TITLE

My commission expires:

1st Mon. Jan. 1968

BOOK 150 PAGE 301

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE GREENE COUNTY YOUTH BETTERMENT ASSOCIATION

Be it resolved that the charter of incorporation of the Greene County Youth Betterment Association be amended by adding a subsection to be numbered 4 (g) to read as follows:

> The corporation shall have the power and is hereby empowered to borrow money for carrying out its stated objectives and in borrowing money for its stated objectives the corporation shall have the power to issue its notes, bonds, debentures or any other evidence of such indebtedness and to secure such indebtedness by executing by its proper officers deeds of trust, mortgages and liens of any other kind or nature against the corporate property. The corporation having full and complete authority to borrow money and to offer its property as security therefor.

Be it further resolved that the other articles be and remain the same as originally granted are heretofore amended.

Be it further resolved that the President and Secretary be and they are hereby authorized to execute any and all

resolutions and instruments necessary to accomplish this amendment to the articles of incorporation and apply to the Secretary of State of the State of Mississippi therefor.

This the 24th day of April, A. D., 1965.

PRESIDENT

SECRETARY

CERTIFICATE

I, Mrs. Orville Smith, Secretary of the Greene County Youth Betterment Association, do hereby certify that the above and foregoing is a true and correct copy of the resolution passed by the Board of Directors of the said corporation at the special meeting of said Board held on the _____ day of _____, A. D., 1965 as the same appears on the minutes of the corporation of which I am the official custodian.

Witness my signature and corporate seal on this the _____ day of _____, A. D., 1965.

SECRETARY

(CORPORATE SEAL)

BOOK 150 PAGE 503

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

A. D., 1965, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Eldon Rodgers
SECRETARY OF STATE.

Jackson, Miss.,

May 4, 1965

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

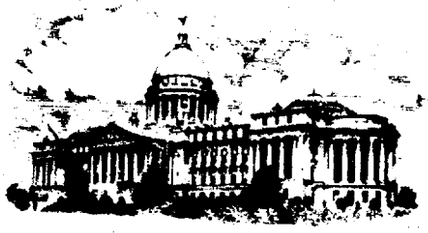
Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLendon
Assistant Attorney General.

C-64

BOOK 150 PAGE 504

State of Mississippi

EXECUTIVE  OFFICE

Jackson

The within and foregoing Amendment to the Charter of Incorporation of CALVARY BAPTIST CHURCH, INCORPORATED

CHANGING NAME TO:

MEADOWVIEW BAPTIST CHURCH

OF

STARKVILLE, MISSISSIPPI, INC.

is hereby approved.

In Testimony Whereof, *I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this the* 5th day of May, 1965.

Attest:

Secretary of State.

Governor.

Minutes of Calvary Baptist Church, Inc. of Starkville, Miss.

March 10, 1965

Hubert Stevens, chairman of the board of deacons made the following motion: "I move that our corporate Charter issued in the name of Calvary Baptist Church, Incorporated, be amended so the name in the Corporate Charter will read 'Meadowview Baptist Church, Incorporated'."

The motion was seconded by Tom Cook. Passed by a vote. Meeting adjourned.

Submitted by Dorothy Murphy
CLERK

Dayton Doyle
PASTOR

Approved by C. C. Johnston
DEACON

Hubert Stevens
DEACON

CERTIFICATE

I, Dorothy Murphy, clerk of Calvary Baptist Church, Inc. do hereby certify that the above is a true and correct copy of the minutes of Calvary Baptist Church, Inc. of Starkville, Miss. for the March 10, 1965 meeting.

Witness my signature this the 31st day of March, 1965.

Dorothy Murphy
CLERK

BOOK 150 PAGE 306

STATE OF MISSISSIPPI}

COUNTY OF OKTIBBEHA}

ARTICLES OF AMENDMENT

TO THE

ARTICLES OF INCORPORATION

OF

CALVARY BAPTIST CHURCH, INCORPORATED

Pursuant to the provisions of Sections 5323 and 5324 of the revised Code of Mississippi of 1942, the undersigned corporation adopts the following articles of amendment to its Articles of Incorporation:

FIRST: The name of this corporation if Calvary Baptist Church, Incorporated.

SECOND: The following Amendment of the Articles of Incorporation were adopted by the Board of Directors and the Congregation of the corporation on the 14th day of March, 1965, in the manner prescribed by Section 5323 and 5324 of the revised Code of Mississippi of 1942.

(AMENDMENTS)

The corporate name of Calvary Baptist Church, Incorporated shall be changed to Meadowview Baptist Church of Starkville, Mississippi, Inc.

THIRD: The number of shares now outstanding at the time of the adoption of such amendment is none in that Meadowview Baptist Church, Incorporated shall be a non-profit organization and no stock of any kind shall be issued.

FOURTH: The purpose for which the corporation was created is as follows:

a. To Purchase, own, hold, buy and sell real and personal property of the types and amounts allowed by law for the purpose of carrying on religious and related services.

b. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes of the attainment of any of the objects or the furtherance of any of the powers herein above set forth either alone or in association with other corporations, firms or individuals and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any part or parts thereof; provided the same be not inconsistent with the laws under which this corporation is organized.

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

Hubert Stephens

Hugh F. Duncan

Reynold C. Johnston

STATE OF MISSISSIPPI

COUNTY OF OKTIBBEHA

ACKNOWLEDGMENT

This day personally appeared before me, the undersigned authority Hubert Stephens, Hugh F. Duncan, AND Reynold C. Johnston, _____ AND _____ successors to the Incorporators of the corporation known as the Calvary Baptist Church, Inc. who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 27th day of April, 1965.

Notary Public

My Commission Expires: My Commission Expires Feb. 25, 1967.

BOOK 150 PAGE 508

Received at the office of the Secretary of State, this the 3rd day of May A. D., 1965, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Miss.,

May 4, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLendon
Assistant Attorney General.

BOOK 150 PAGE 509

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MONTGOMERY COUNTY CITIZENS BAND RADIO 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 May A. D., 1965.

Governor

By the Governor

Secretary of State

RESOLUTION OF MONTGOMERY COUNTY CITIZENS BAND RADIO CLUB

This day a regular meeting of the association of the Montgomery County Citizens Band Radio Club, an association of radio operators, was held at the Satellite Cafe in a meeting called in the time, place and manner called for by rules of the association and with the majority of the association members present, when and where the following business was had and done, to-wit:-

1. It was decided that the said association should be organized as a non-profit organization of the State of Mississippi, with the purposes of promoting, facilitating and using Citizens Band Radios throughout Montgomery County and this area and to assist in communications, especially in emergencies, disasters and for civil defense.

2. The officers of the said association are: Bain Hughes, President: Carson Childres, Vice-president: Ronnie Woods, Secretary-Treasurer: Edward Locke, Director of Operations: and Charles Sproles, Reporter.

3. The by-laws of the association were read and adopted as temporary by-laws providing for membership, dues, etc., of the said association.

4. It is herein moved, seconded and adopted and so authorized that Bain Hughes, Billy Ray Collins and C$_a$rson Childers be and are hereby authorized to apply to the Secretary of State of the State of Mississippi for a non-profit corporation for the Montgomery County Citizens Band Radio Association,and they are authorized to sign all necessary papers for such.

This, the 20th day of April, 1965.

Bain Hughes, Temporary Chairman

Billy Ray Collins, Temporary Secretary

The above is a true copy of the meeting of the Montgomery County Citizens Band Radio Association.

Secretary

BOOK 150 PAGE 512

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

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

THE CHARTER OF INCORPORATION OF

MONTGOMERY COUNTY CITIZENS BAND RADIO CORPORATION

1. The corporate title of said company is:

Montgomery County Citizens Band Radio Corporation

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Bain Hughes	New Hope Road	Winona	Mississippi
Billy Ray Collins	312 N. Central	Winona	Mississippi
Carson Childers	506 Montgomery	Winona	Mississippi

Each incorporator is an adult resident citizen of the State of Mississippi.

3. The domicile is at 221 Highway 51 North (Street and No.) Winona (City) Mississippi (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

The corporation is a non-profit corporation and no shares of stock will be issued. The said corporation shall issue noshares of stock, shall divide no dividends or profit among its members, composed of people using and paying for the facilities herein, shall make explusion the only remedy for non-payment of dues, shall vest in each member theri ght 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 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. This corporation shall not be required to make publication of its charter.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To associate its members together for its mutual benefit and to further the use of Citizens Band Radios in Montgomery County, Mississippi, and to facilitate its maintenance and operation and to purchase, own and hold necessary real and personal property for the carrying out of the purposes of the said corporatio and to acquire, hold, and own all rights of ownership in any type property necessary and proper for the said Citizens Band Radio Organization,and to carry out all its purposes: To have the necessary organization to assist in communications throughout the county, and especially for civil defense.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

BOOK 150 PAGE 514

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Bain Hughes
Billy Ray Collins
Carson Childers

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of MONTGOMERY

This day personally appeared before me, the undersigned authority Bain Hughes, Billy Ray Collins, Carson Childers, _____, _____, _____, incorporators of the corporation known as the Montgomery County Citizens Band Radio Corp. who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 3 day of May 19 65.

Commission expires 8/8/67 Rupert Reynolds
Notary Public

STATE OF MISSISSIPPI
County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____, incorporators of the corporation known as the _____ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 19____

Received at the office of the Secretary of State this the 4th day of May A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., May 4, 1965

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

Joe T. Patterson
Attorney General

By Martin R. McLendon
Assistant Attorney General

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

BOOK 150 PAGE 515

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CLARKSDALE JUNIOR CHAMBER OF COMMERCE

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 5th day of May A. D., 1965.

Paul B. Johnson

Governor

By the Governor

Secretary of State

BOOK 150 PAGE 516

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

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

THE CHARTER OF INCORPORATION OF

CLARKSDALE JUNIOR CHAMBER OF COMMERCE

1. The corporate title of said company is: Clarksdale Junior Chamber of Commerce

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Edward L. Lanham, aged 29,	714½ W. Second Street	Clarksdale,	Mississippi
Scott Lauderdale, aged 33,	1218 Park Center Drive	Clarksdale,	Mississippi
Billy Wood, aged 24,	616 Pecan Street	Clarksdale,	Mississippi

All of whom are adult resident citizens of the State of Mississippi.

3. The domicile is at 253 Yazoo Avenue (P.O. Box 324) Clarksdale, Coahoma County, Mississippi
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

NON-PROFIT civic improvement corporation. No shares of stock shall be issued.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purposes for which the corporation is created are to promote the civic welfare of Clarksdale, Coahoma County, and Mississippi; to affiliate with the Mississippi and United States Junior Chambers of Commerce in the accomplishment of their purposes and ideals; to assume the responsibility of intelligent and patriotic citizenship; to study and foster the commercial, industrial, and educational advantages and problems of Clarksdale, Coahoma County, and Mississippi; to encourage mutual understanding and promote social relations of the corporation members; and to do all other things necessary and incidental for the effective operation and function of a local civic club.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

BOOK 150 PAGE 518

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Edward L. Lanham
Scott Lauderdale
Billy Wood

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of Coahoma

This day personally appeared before me, the undersigned authority Edward L. Lanham, Scott Lauderdale, Billy Wood, _____, _____, _____, _____, _____, incorporators of the corporation known as the Clarksdale Junior Chamber of Commerce, 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 April 1965

My Commission Expires: ~~March 4, 1968~~ My Commission expires October 12, 1968.

Notary Public

STATE OF MISSISSIPPI
County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____, incorporators of the corporation known as the _____ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 19____

Received at the office of the Secretary of State this the 22nd day of April A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., May 4, 1965

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

Joe T. Patterson
Attorney General

By Martini R. McLendon
Assistant Attorney General

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

RESOLUTION

I, Wert Cooper, Jr., Secretary of the Clarksdale Junior Chamber of Commerce, do hereby certify that the below is a true and correct copy of said resolution adopted by the said association, as the same appears on the minutes of the Clarksdale Junior Chamber of Commerce:

> "BE IT RESOLVED, that Edward L. Lanham, Scott Lauderdale, and Billy Wood be, and they are hereby authorized, empowered, and directed to take such steps necessary and proper to obtain from the State of Mississippi a charter of incorporation for the Clarksdale Junior Chamber of Commerce, as a non-stock and non-profit corporation.

Given under my hand and signature this the 16th day of April 1965.

William Wert Cooper Jr.
SECRETARY

BOOK 150 PAGE 520

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

DUNCAN HILL WATER ASSOCIATION, INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 5th day of May A. D., 1965.

Paul B Johnson

Governor

By the Governor

John Ladner

Secretary of State

A RESOLUTION OF THE CITIZENS OF THE COMMUNITY OF DUNCAN HILL, IN THE COUNTY OF CALHOUN, STATE OF MISSISSIPPI, DIRECTING THAT SAID COMMUNITY DO AUTHORIZE AND DIRECT THE ORGANIZATION OF A CORPORATION FOR THE PURPOSE OF OWNING AND OPERATING A RURAL WATERWORKS SYSTEM AND TO BE A NONPROFIT CORPORATION.

WHEREAS, at various meetings of this Group of Citizens of the Community of Duncan Hill, in the County of Calhoun, State of Mississippi, the general public within and around the said community have requested that we do proceed immediately to furnish to said area public water from a community owned system; and

WHEREAS, this Group of citizens of said community do now find, determine and adjudicate that it is for the best interest of the inhabitants of the community and surrounding territory that a public water system be constructed within and for said area; and

WHEREAS, it is for the best interest of all that said system be financed through FHA as provided and authorized and that it is best for all concerned that a non-profit non-share corporation be set up under the laws of the State of Mississippi for that purpose and carrying the matter out:

NOW, THEREFORE, BE IT RESOLVED BY THIS GROUP OF CITIZENS OF THE DUNCAN HILL COMMUNITY OF CALHOUN COUNTY:

SECTION 1. That there be immediately organized a non-profit non-share Domestic Corporation of the State of Mississippi, to be known and referred to as the DUNCAN HILL WATER ASSOCIATION.

Section 2. That be and the same is hereby authorized in conformity of Senate Bill No. 2039 of the Regular Session of 1962 Legislature of the State of Mississippi, and all related laws thereto.

Section 3. That by agreement of all parties in public meeting and election the incorporators shall be BOYCE N. BALL, CHARLES H. HILL, C. T. BARTON, L. A. SUTHERLAND AND MRS. R. B. HANKS; who are all hereby certified and adjudicated to be Adult resident Citizens of the State of Mississippi, and all persons who are members or are to be members of said organization shall be members in conformity with the charter and by-laws of said corporation, and shall be adult resident citizens of the State of Mississippi.

The said resolution being offered by Dennis Spraberry for adoption, duly seconded by Gerald Parker, was duly adopted upon the affirmative vote of all present.

Boyce N. Ball
Boyce N. Ball, Chairman

Attested:
Mrs. R. B. Hanks
Mrs. R. B. Hanks, Secretary

Adopted, approved and accepted on this the 18th day of February, 1965.

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

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

THE CHARTER OF INCORPORATION OF

DUNCAN MILL WATER ASSOCIATION, INCORPORATED

1. The corporate title of said company is: Duncan Mill Water Association, Incorporated.

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association, authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Boyce M. Ball	RFD	Vardaman,	Mississippi
Charles M. Hill	RFD	Calhoun City,	Mississippi
C. T. Barton	RFD	Calhoun City,	Mississippi
L. A. Sutherland	RFD	Calhoun City,	Mississippi
Mrs. R. B. Hanks	RFD	Calhoun City,	Mississippi

All of whom are adult resident citizens of the State of Mississippi.

3. The domicile is at RFD (Street and No.) Calhoun City, (City) Mississippi (State).

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This Charter is for a non-profit, non-share rural water system corporation.

There is to be no Stock issued.

5. Period of existence shall be perpetual.

6. The purpose for which it is created.

(a) To own and opreate a rural water system.

(b) To associate its members together for their mutual benefit and to futher the rehabilitation of said members, and to that end to construct, maintain, and operate a private water system for supplying water for domestic, livestock and garden purposes to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation, maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.

(c) To borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

(d) To acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds, or become a member or a stockholder of any corporation or association engaged in any related activities.

(e) To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof.

(f) To establish reserves and to invest the funds thereof in stocks, bonds and other property as the board of trustees may deem satisfactory.

(g) To levy assessments in such manner and in such amount as may be provided in the by-laws of this corporation.

(h) To have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act under which this corporation is incorporated.

(i) The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all which are hereby expressly claimed.

(j) The names and addresses of the members of the initial board of trustees who shall hold office until the first annual meeting of the members, and until their successors shall have been elected, and qualified, as provided in the by-laws, are:

Boyce N. Ball, RFD, Vardaman, Mississippi;
L. A. Sutherland, RFD, Calhoun City, Mississippi;
Charles H. Hill, RFD, Calhoun City, Mississippi;
C. T. Barton, Calhoun City, RFD, Mississippi
Mrs. R. B. Hanks, RFD, Calhoun City, Mississippi.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

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

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Boyce M Ball
L A Sutherland
Charles H. Hill
C. T. Barton
Mrs. R. B. Hanks

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Calhoun

This day personally appeared before me, the undersigned authority Boyce M. Ball, L. A. Sutherland, Charles H. Hill, C. T. Barton, Mrs. R. B. Hanks,

incorporators of the corporation known as the Duncan Hill Water Association, 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 February, A.D., 1965.

My commission expires: Dec. 15, 1968. Mrs. Billie Jean Patterson, Notary Public

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 4th day of May A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., May 4, 1965

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

Joe T. Patterson
Attorney General

By Martini R. McLeadon
Assistant Attorney General

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

BOOK 150 PAGE 525

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BAREFOOT-HARBOUR POST NO. 103, INC.

OF

THE DEPARTMENT OF MISSISSIPPI OF THE 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 5th day of May A. D., 1965.

Governor

By the Governor

Secretary of State

BOOK 150 PAGE 526 — The Charter of Incorporation —

of

Barefoot-Harbour POST # 103, OF THE DEPARTMENT OF MISSISSIPPI OF THE AMERICAN LEGION.

- - -

1. The corporate title of said company is Barefoot-Harbour Post No. 103, Inc. OF THE DEPARTMENT OF MISSISSIPPI OF THE AMERICAN LEGION.

2. The names of the incorporators are: T. C. MORROW, Purvis, Miss., HUBERT SWAN, Purvis, Miss., and J. H. STEVENS, Purvis, Miss.

Aoo of the above incorporators are adult resident citizens of the State of Mississippi.

3. The domicile of the corporation is at Purvis, Miss.

4. The amount of capital stock is NONE.

5. The par value of the shares is NO STOCK.

6. The period of existence [illegible] (Perpetual)

7. The purpose for which it is created:

"For God and Country, we associate ourselves together for the following purposes: To uphold and defend the constitution of the United States of America; to maintain law and order; to foster and perpetuate a one hundred percent Americanism; to preserve the memories and incidents of our association in the Great War; to inculcate a sense of individual obligation to the community, state and nation; to combat the autocracy of both the classes and the masses; to make right the master of might; to promote peace and good will on earth; to safeguard and transmit to posterity the principles of justice, freedom and democracy; to consecrate and sanctify our comradeship by our devotion to mutual helpfulness." To own, purchase, lease in whole or in part, acquire, operate, use, mortgage, pledge, sell, assign, or otherwise dispose of real estate necessary and expedient or proper to carry out the usual and general purpose of the American Legion not in conflict with the constitution and by-laws of the National Organization or the Department of Mississippi, the American Legion, under whose jurisdiction this Post of the American Legion was organized. To own, maintain, lease, construct, or otherwise acquire and operate a club house, hall, home, or meeting place for the organization; to provide for general meetings and for social diversion of its members, for refreshment and entertainment, and to advance the civic, social and recreational interest and general welfare of its members as a patriotic and fraternal organization.

8. There shall be no share of stock subscribed or paid for, and the Corporation shall issue no stock shares, shall declare no dividends or divisions of the profits of the corporation among their members, except that contributions may be made for charitable purposes; 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 the termination of all interest of such member in the corporate assets; and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

Deleted

~~9. The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 4, Volume 1, Title 21, Mississippi Code of 1942 and laws amendatory thereto.~~

T. C. Morrow

H. Swan

J. H. Stevens

(Incorporators)

This day personally appeared before me, the undersigned authority in and for said county and state, L C Morrow, Hubert Swan and J H. Stevens incorporators of the corporation known as the Barefoot-~~Harbour~~ Post 103, 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 April, 1965.

Sam Keith, Chancery Clerk
~~Notary Public~~
By Beth Miller, D.C.

At a regular monthly meeting of the Barefoot-Harbour Post No. 103, of the Department of Mississippi of the American Legion, held at Purvis, Mississippi, on the 13 day of April, 1965, the following resolution was introduced and duly passed in accordance with the Constitution and By-laws of said organization.

RESOLUTION. "Whereas the Barefoot-~~Harbour~~ Post No. 103 of The Department of Mississippi of the American Legion has been in existence for a number of years and whereas it is the sense of this meeting that said organization should become incorporated under the laws of the State of Mississippi.

And whereas a prospective charter has been read over at this meeting, now therefore, be it resolved by the Barefoot-Harbour Post No. 103, that said Post should become incorporated under the laws of the State of Mississippi under the name of the Barefoot-Harbour Post No. 103, Inc., and that L C Morrow H L Swan and J H Stevens, be and are hereby authorized and empowered to apply for a charter from the State of Mississippi for said Post and that the Post Finance Officer is hereby authorized and directed to pay all expenses incident to the incorporating of said post."

We hereby certify that the above and foregoing resolution was duly passed at the aforesaid meeting of said organization and that same has been incorporated and now appears on the minutes of said meeting of this Post.

Witness our signatures this the 13 day of April, 1965.

H. L. Swan Post Adjutant. L C Morrow Post Commander.

Received at the office of the Secretary of State, this the 22 day of April A.D., 1965, together with sum of $20.00 ~~$10.00~~ recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State

Jackson, Miss.
May 4, 1965.

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

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

State of Mississippi,
Executive Office,
Jackson, Miss.

The within and foregoing charter of incorporation of _____ Post No. _____, of the Department of Mississippi of the 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 _____ day of _____, A.D. _____
By the Governor:

_____.

_____,
Secretary of State.

Recorded _____

Record of Charters of the State of Mississippi Book _____, Page _____

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BOOK 150 PAGE 529

State of Mississippi

Office of Secretary of State

Jackson

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

CITY OF WINONA, MISSISSIPPI

was pursuant to the provisions of the laws of Mississippi recorded in the Records of Incorporations in this office, in PHOTOSTAT BOOK, NUMBER ONE-HUNDRED FIFTY, PAGES 529-540.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this SEVENTH day of May, 1965.

Heber Ladner

SECRETARY OF STATE

C-46

PROOF OF PUBLICATION

THE STATE OF MISSISSIPPI,
MONTGOMERY COUNTY.

Personally came before me, the undersigned authority of law in and for said County and State, Sam N. Pitner who being by me first duly sworn, states on oath that he is Publisher of "The Winona Times," a weekly newspaper published in Winona, Mississippi, and that the publication of the notice, a copy of which is hereto attached, has been made in said paper five times, as follows, to-wit:

On the 1st day of April, 1965
Volume 83 No. 14

On the 8th day of April, 1965
Volume 83 No. 15

On the 15th day of April, 1965
Volume 83 No. 16

On the 22nd day of April, 1965
Volume 83 No. 17

On the 29th day of April, 1965
Volume 83 No. 18

And affiant further says that the said Winona Times is a newspaper as defined and prescribed in Senate Bill No. 203 enacted at the regular session of the Mississippi Legislature of 1948, amending Section 1898, of the Mississippi Code of 1942.

Sam N. Pitner
Publisher

Sworn to and subscribed before me, at my office, at Winona, Miss., this 29th day of April, 1965

France B. Weed
Notary Public

My Commission expires October 17, 1965

Printers Fee: $133.00

Filed May 4, 1965

Filed Jack Gross
Clerk.

NOTARY PUBLIC

NOTE: SEE PAGE 531 for Notice of Publication

IN THE CHANCERY COURT OF MONTGOMERY COUNTY, MISSISSIPPI

IN THE MATTER OF THE EXTENSION AND ENLARGEMENT OF THE BOUNDARIES OF THE CITY OF WINONA, MISSISSIPPI,

NOTICE OF HEARING ON PETITION FOR EXTENSION AND ENLARGEMENT OF THE BOUNDARIES OF THE SAID CITY OF WINONA, MISSISSIPPI.

NO. 8479

THE STATE OF MISSISSIPPI:

This notice is to all concerned that the Mayor and Board of Aldermen of the City of Winona, Mississippi did, at a meeting held on the 2nd day of February, 1965, being the first Tuesday in February, 1965, duly adopt an ordinance extending and enlarging the boundaries of the said City of Winona, Mississippi to incorporate into the corporate limits of said City of Winona the following territory not heretofore within the limits of the said City, said added territory described as:

Part of Section 23, 24, 25, 26, 35 and 36 Township 19 North, Range 5 East, Montgomery County, Mississippi, and being more particularly described by metes and bounds as follows, to-wit:

Beginning at a point on the east line of the aforesaid Section 35 a distance of 1,000 feet South of the corner common to aforesaid Section 25, 26, 35 and 36 and run thence South and along the East line of Section 35 a distance of 760 feet; thence run West 1332 feet to the point of beginning; run thence South 886 feet to the quarter section line Section 35; thence run West along said quarter section line 1240 feet; thence run North 1323 feet to the Southwest corner of the present City limits; thence run East along the South boundary line of the present city limits 1000 feet to a point; thence run South 437 feet; thence run East 240 feet to the point of beginning. Being 35 acres, more or less.

That the boundaries and limits of the said City of Winona, Mississippi so altered, enlarged and fixed by this ordinance shall be and are as follows:

Part of Sections 23, 24, 25, 26, 35 and 36, Township 19 North, Range 5 East, Montgomery County, Mississippi, and being more particularly described by metes and bounds as follows, to-wit:

Beginning at a point on the East line of the aforesaid Section 35 a distance of 1000 feet South of the corner common to aforesaid Sections 25, 26, 35 and 36 and run thence 760 feet; thence run West 1572 feet; thence run South 886 feet to the quarter section line of Section 35; thence run West 1240 feet to the Southwest corner of the Northwest quarter of Section 35; thence run North 2646 feet to the Northwest corner of the N½ of the NE¼ of Section 35; thence run West along the South line of Section 26 for a distance of 506.8 feet to the Southwest corner of the presently existing corporation limits; thence run North along the West line of the presently existing corporation limits for a distance of 3959.3 feet; thence run North 48 Degrees 36 Minutes West for a distance of 993.7 feet; thence run North 850 feet to a point on the North line of said Section 26, said point being a distance of 1,280.1 feet measured South 89 Degrees 27 Minutes 20 Seconds East and along the North line of the aforesaid Section 26 from the Northwest corner thereof; thence run South 89 Degrees 27 Minutes 20 Seconds East along the North line of said Section 26 for a distance of 745.4 feet to the presently existing Western corporation limits; thence run North along the presently existing corporation limits and said corporation limits extended North for a total distance of 2104.7 feet to the South line of a graveled road; thence run North 72 Degrees 58 Minutes 20 Seconds East and along the Southern line of the aforesaid graveled road for a distance of 1501.4 feet; thence run North 81 Degrees 09 Minutes 20 seconds East for a distance of 891.8 feet to the centerline of U. S. Highway 51; thence run North 0 Degrees 41 Minutes West along the centerline of the pavement of aforesaid U. S. Highway No. 51 for a distance of 838.15 feet to the intersection of said centerline with the centerline of U. S. Highway No. 82; thence run South 82 Degrees 23 Minutes 40 Seconds East along the centerline of the pavement of U. S. Highway 82 for a distance of 4380.2 feet; thence South a distance of 1361.2 feet to the Northeast corner of the presently existing corporation limits; thence run South along the presently existing corporation limits for a distance of 1319.2 feet, more or less, to an Easterly offset in the presently existing corporation limits; thence run East along the presently existing corporation limits for a distance of 462 feet to a Southerly offset in the presently existing corporation limits; thence run South along the Eastern line of the presently existing corporation limits for a distance of 5795 feet, more or less, to a point on the South line of aforesaid Section 25, which point is a distance of 4039.96 feet measured South 89 Degrees 23 Minutes East along the South line of said Section 25 from the Southwest corner thereof; thence run North 89 Degrees 23 Minutes West along the South line of said Section 26 for a distance of 1470.26 feet; thence run South 4 Degrees 1 Minute 40 Seconds West for a distance of 798.7 feet; thence run North 81 Degrees 52 Minutes West for a distance of 2328.5 feet; thence run South 0 Degrees 58 Minutes 30 Seconds East for a distance of 505.12 feet; thence run West 217 feet to the point of beginning.

And the City of Winona, Mississippi has filed its petition in the Chancery Court of Montgomery County, Mississippi praying for the ratification, approval and confirmation of the Chancery Court of Montgomery County, Mississippi of said ordinance and the enlargement of its said municipal boundaries.

You are further notified that said cause has been by the Chancery Court of Montgomery County, Mississippi set for hearing, on said petition and exhibits thereto, at the court room in the Courthouse of Montgomery County, Mississippi, at Winona, Mississippi, at 9:00 o'clock A.M. on the 3rd day of May, 1965, in Vacation, at which time all parties interested in, affected by or having objections to, or being aggreived by said proposed enlargement, are hereby notified to appear at said hearing and present to the court their objections, if any, to such proposed enlargement.

Given under my hand and seal of office this 26th day of March, 1965.

(SEAL)

JACK GROCE,
Chancery Clerk

4-1-5tc

IN THE CHANCERY COURT OF
MONTGOMERY COUNTY, MISSISSIPPI

IN RE: RATIFICATION, APPROVAL AND CONFIRMATION OF AN ORDINANCE OF THE CITY OF WINONA, MISSISSIPPI FOR THE ENLARGEMENT OF THE MUNICIPAL BOUNDARIES OF SAID CITY. } NO. 8672

FINAL DECREE

Be it remembered that on this day this cause came on to be heard and was heard before the Court on the petion of the municipal authorities of the City of Winona, Montgomery County, Mississippi, praying for the ratification, approval and confirmation of an ordinance of the City of Winona, Mississippi for the extension of the municipal boundaries of said City, all under the provisions of Chapter 491, General Laws of Mississippi, 1950, and upon proofs and proof, from all of which it appears and is found and adjudged.

I.

That on the 2nd day of February, 1965, the Mayor and Board of Aldermen of the City of Winona, Montgomery County, Mississippi duly passed and adopted and entered Ordinance No. 200, which was captioned and entitled as follows:

AN ORDINANCE OF THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF WINONA, MISSISSIPPI EXTENDING THE CORPORATE LIMITS AND BOUNDARIES OF THECITY OF WINONA.

Said ordinance of the Mayor and Board of Aldermen of the City of Winona, Mississippi to enlarge the boundaries of the City of Winona, Mississippi by adding thereto adjacent territory not heretofore included within the boundaries of said city; defining with certainty the territory to be added to and included in the corporate limits of said city; defining

the entire boundries of said town as enlarged; describing improvements proposed to be made in the said annexed territory and the manner and extent thereof and the approximate time within which said improvements are to be made and containing a statement of the municipal services proposed to be rendered in such annexed territory.

and that a properly certified copy of said Ordinance is attached to the petition in this cause as an exhibit thereto.

II.

That the said ordinance proposes an extension of the municipal boundaries of the said City by adding thereto certain territory described therein, and that there is attached to the petition in this cause as an exhibit thereto a map or plat of the municipal boundaries as they will exist when the extension of the corporate limits becomes effective.

III.

That the said ordinance was duly adopted, passed and entered in Minute Book 17, page 159 of the City Minutes, and published and enrolled upon the ordinance book, in Ordinance Book 1, page 113 and said ordinance was published in "The Winona Times" a legal weekly newspaper, in issues thereof bearing dates of April 1st, 8th, 15th, 22nd & 29, 1965 all as provided for by law.

That the territory proposed to be included within the corporate limits of the City by the ordinance is not located within three miles of another existing municipality and that therefore it is not necessary that any other municipality be made a party defendant to this proceedings. that no buildings or grounds of any state institution are included within the proposed extension boundaries and that therefore consent therto is not necessary from the governing board or body of any state institution.

IV.

That the aforesaid ordinance is in the form required by law and it defines with certainty the territory which it proposes to include within the corporate limits, and defines the entire boundaries of the city as changed by said ordinance; that said ordinance describes in general terms the proposed improvements to be made in the annexed territory and the manner and extent of such improvements and the approximate time within which such improvements are to be made, and such ordinance contains a statement of the reasons for the proposed extension and whereby the public convenience and necessity will be served thereby; and said ordinance confirms in all respects as to form and substance with the requirements of law.

V.

That upon filing of the petition herein the Chancellor fixed a date and time certain for the hearing on the petition; that the notices arequired by Section 4 and Section 12 and other provisions of Chapter 491 of the Laws of Mississippi of 1950 were given by posting true copies of the said notice in three (3) public places in the territory to be annexed, being shown by affidavit by Jack Groce, Chancery Clerk, filed in this cause, and publishing in the manner, form and for the time as required by law, all as is shown by proof of pulication, proof of posting and other proof before this Court, and that the date and the time certain as fixed by the Chancellor has now passed and no objections have been made to the proposed extension.

VI.

That this matter is in all respects now properly before the Court and the Court has full and complete jurisdiction to proceed herein to final decree, and that no objections having been filed to the proposed enlargement of said corporate limits and the matters

[illegible] having been found and determined [illegible] and the municipal authorities having [illegible] imposed upon them by the statutes, the court [illegible] decrees that the proposed extension as described [illegible] is reasonable and necessary and that same is hereby [illegible] and confirmed.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED:

1.

That the extension of the municipal boundaries of the City of [illegible] County, Mississippi, as proposed in the ordinance [illegible] and Board of Aldermen of the said City, dated the [illegible] February, 1965, and numbered 8672 be and the [illegible] hereby confirmed, ratified and confirmed in its entirety.

2.

That from and after ten (10) days from this date the municipal boundaries of the City of Winona, Montgomery County, Mississippi, shall be as follows:

Part of Sections 23, 24, 25, 26, 35 and 36, Township 19 North, Range 5 East, Montgomery County, Mississippi, and being more particularly described by metes and bounds as follows, to-wit:

Beginning at a point on the East line of the aforesaid Section 35 a distance of 1000 feet South of the corner common to aforesaid Sections 25, 26, 35 and 36 and run thence 760 feet; thence run West 1572 feet; thence run South 836 feet to the quarter section line of Section 35; thence run West 1240 feet to the Southwest corner of the Northwest Quarter of Section 35; thence run North 2646 feet to the Northwest corner of the N 1/2 of the NE 1/4 of Section 35; thence run West along the South line of Section 26 for a distance of 506.8 feet to the Southwest corner of the presently existing corporation limits; thence run North along the West line of the presently existing corporation limits for a distance of 3959.3 feet; thence run North 48 Degrees 36 Minutes West for a distance of 993.7 feet; thence run North 850 feet to a point on the North line of said Section 26, said point being a distance of 1260.1 feet measured South 89 Degreeds 27

Minutes 20 Seconds East and along the North line of the aforesaid Section 26 from the Northwest corner thereof; thence run South 89 Degrees 27 Minutes 20 Seconds East along the North line of said Section 26 for adistance of 745.4 feet to the presently existing Western corporation limits; thence run North along the presently existing corporation limits and said corporation limits extended North for a total distance of 2104.7 feet to the South line of a graveled road; thence run North 72 Degrees 58 Minutes 20 Seconds East and along the Southern line of the aforesaid graveled road for a distance of 1501.4 feet; thence run North 81 Degrees 09 Minutes 20 seconds East for a distance of 891.8 feet to the centerline of U. S. Highway 51; thence run North 0 Degrees 41 Minutes West along the centerline of the pavement of aforesaid U. S. Highway No. 51 for a distance of 898.15 feet to the intersection of said centerline with the centerline of U. S. Highway No. 82; thence run South 82 Degrees 23 Minutes 40 Seconds East along the centerline of the pavement of U. S. Highway 82 for a distance of 4380.2 feet; thence South a distance of 1361.2 feet to the Northeast corner of the presently existing corporation limits; thence run South along the presently existing corporation limits for a distance of 1319.2 feet, more or less, to an Easterly offset in the presently existing corporation limits; thence run East along the presently existing corporation limits for a distance of 462 feet to a Southerly offset in the presently existing corporation limits; thence run South along the Eastern line of the presently existing corporation limits for a distance of 5795 feet, more or less, to a point on the South line of aforesaid Section 25, which point is a distance of 4039.96 feet measured South 89 Degrees 23 Minutes East along the South line of said Section 25 from the Southwest corner thereof; thence run North 89 Degrees 23 Minutes West along the South line of said Section 25 for a distance of 1470.26 fet; thence run South 4 Degrees 1 Minutes 40 Seconds West for a distance of 798.7 feet; thence run North 81 Degrees 52 Minutes West for a distance of 2328.5 feet; thence run South 0 Degrees 58 Minutes 30 Seconds East for a distance of 505.12 feet; thence run West 217 feet to the point of beginning.

3.

That the costs of this proceeding shall be taxed against the City of Winona, Mississippi.

ORDERED, ADJUDGED AND DECREED, this the 3rd day of May, 1965.

CHANCELLOR

STATE OF MISSISSIPPI
COUNTY OF MONTGOMERY

I, Jack Groce, Clerk of the Chancery Court in and for said county and state aforesaid, hereby certify that the within and foregoing is a full, true and correct copy of the Decree, as fully as same appears of record in Book ___ Page ___, of the Chancery Court Records now on file in the office of said Clerk.

Given under my hand and official seal of office this the 6 day of May, 19 61

Jack Groce
Clerk of the Chancery Court

IN THE CHANCERY COURT OF
MONTGOMERY COUNTY, MISSISSIPPI

IN THE MATTER OF THE EXTENSION
AND ENLARGEMENT OF THE BOUNDARIES
OF THECITY OF WINONA, MISSISSIPPI.

NOTICE OF HEARING ON PETITION
FOR EXTENSION AND ENLARGEMENT
OF THEBOUNDARIES OF THE SAID
CITY OF WINONA, MISSISSIPPI.

NO. 8672

THE STATE OF MISSISSIPPI:

This notice is to all concerned that the Mayor and Board of Aldermen of the City of Winona, Mississippi did, at a meeting held on the 2nd day of February, 1965, being the first Tuesday in February, 1965, duly adopt an ordinance extending and enlarging the boundaries of the said City of Winona, Mississippi to incorporate into the corporate limits of said City of Winona the following territory not heretofore within the limits of the said City, said added territory described as:

Part of Sections 23, 24, 25, 26, 35 and 36, Township 19 North, Range 5 East, Montgomery County, Mississippi, and being more particularly described by metes and bounds as follows, to-wit:

Beginning at a point on the east line of the aforesaid Section 35 a distance of 1,000 feet South of the corner common to aforesaid Section 25, 26, 35 and 36 and run thence South and along the East line of Section 35 a distance of [illegible] feet; thence run West 1320 feet to the point of beginning; run thence South 886 feet to the quarter section line Section 3[illegible]; thence run West along said quarter section line 1240 feet; thence run North 1323 feet to the Southwest corner of the present City limits; thence run East along the South boundary line of the present City limits 1000 feet to a point; thence run South 240 feet; thence run East 240 feet to the point of beginning.

That the boundaries and limits of the said City of Winona, Mississippi so altered, enlarged and fixed by this ordinance shall be and are as follows:

Part of Sections 23, 24, 25, 26, 35 and 36, Township 19 North, Range 5 East, Montgomery County, Mississippi, and being more particularly described by metes and bounds as follows, to-wit:

Beginning at a point on the East line of the aforesaid Section 35 a distance of 1000 feet South of the corner common to aforesaid Sections 25, 26, 35 and 36 and run thence 760 feet; thence run West ~~1332~~ 1522 feet; thence run South 886 feet to the quarter section line of Section 35; thence run West 1240 feet to the Southwest corner of the Northwest quarter of Section 35; thence run North 2646 feet to the Northwest corner of the N 1/2 of the NE 1/4 of Section 35; thence run West along the South line of Section 26 for a distance of 506.8 feet to the Southwest corner of the presently existing corporation limits; thence run North along the West line of the predsently existing corporation limits for a distance of 3959.3 feet; thence run North 48 Degrees 36 Minutes West for a distance of 993.7 feet; thence run North 850 feet to a point on the North line of said Section 26, said point being a distance of 1,260.1 feet measured South 89 Degrees 27 Minutes 20 Seconds East and along the North line of the aforesaid Section 26 from the Northwest corner thereof; thence run South 89 Degrees 27 Minutes 20 Seconds East along the North line of said Section 26 for a distance of 745.4 feet to the presently existing Western corporation limits; thence run North along the presently existing corporation limits and said corporation limits extended North for a total distance of 2104.7 feet to the South line of a graveled road; thence run North 72 Degrees 58 Minutes20 Seconds East and along the Southern line of the aforesaid graveled road for a distance of 1501.4 feet; thence run North 81 Degrees 09 Minutes 20 seconds East for a distance of 891.8 feet to the centerline of U. S. Highway 51; thence run North 0 Degrees 41 Minutes West along the centerline of the pavement of aforesaid U. S. Highway No. 51 for a distance of 838.15 feet to the intersection of said centerline with the centerline of U. S. Highway No.82; thence run South 82 Degrees 23Minutes 40 Seconds East along the centerline of the pavement of U. S. Highway 82 for a distance of 4380.2 feet; thence South a distance of 1361.2 feet to the Northeast corner of the presntly existing corporation limits; thence run South along the presently existing corporation limits for a distance of 1319.2 feet, more or less, to an Easterly offset in the presently existing corporation

limits; thence run East along the presently existing corporation limits for a ditsance of 462 feet to a Southerly offset in the presently existing corporation limits; thence run South along the Eastern line of the presently existing corporation limits for a distance of 5795 feet, more or less, to a point on the South line of aforesaid Section 25, which point is a distance of 4039.96 feet measured South 89 Degrees 23 Minutes East along the South line of said Section 25 from the Southwest corner thereof; thence run North 89 Degrees 23 Minutes West along the South line of said Section 25 for a distance of 1470.26 feet; thence run South 4 Degrees 1 Minute 40 Seconds West for a distance of 798.7 feet; thence run North 81 Degrees 52 Minutes West for a distance of 2328.5 feet; thence run South 0 Degrees 58 Minutes 30 Seconds East for a distance of 505.12 feet; thence run West 217 feet to the point of beginning.

And the City of Winona, Mississippi has filed its petition in the Chancery Court of Montgomery County, Mississippi praying for the ratification, approval and confirmation of the Chancery Court of Montgomery County, Mississippi of said ordinance and the enlargement of its said municipal boundaries.

You are further notified that said cause has been by the Chancery Court of Montgomery County, Mississippi set for hearing, on said petition and exhibits thereto, at the court room in the Courthouse of Montgomery County, Mississippi, at Winona, Mississippi, at 9:00 o'clock A.M. on the 3rd day of May, 1965, in Vacation, at which time all parties interested in, affected by or having objections to, or being aggreived by said proposed enlargement, are hereby notified to appear at said hearing and present to the court their objections, if any, to such proposed enlargement.

Given under my hand and seal of office this the [illegible] of March, 1965.

STATE OF MISSISSIPPI

COUNTY OF MONTGOMERY

Personally appeared before me, the undersigned authority of law in and for the said County and State, the within named Jack Groce, Chancery Clerk, C. H. McDougal and Rupert Ringold, who state under oath that the attached notice of hearing on the Petition for extension and enlargement of the boundaries of the City of Winona, Mississippi was posted by C. H. McDougal, Jack Groce and Rupert Ringold on March 26, 1965 in three public places in the territory to be annexed and added, said places being as follows: (1) Notice posted on Simpson Drive on the South side of the street and at the East edge of the annexed territory on a power and light pole: (2) Notice posted in the center of the said annexed territory at a newly opened subdivision street on a utility pole: (3) At the Northwest corner of the proposed annexed territory on the East side of the county public road on a fence: (4) Notice posted at the South line of the said proposed territory on the corner fence.

This, the 4th day of May, 1965.

Filed
May 4, 1965
Jack Groce
Chancery Clerk

Jack Groce
JACK GROCE

C. H. McDougal
C. H. McDOUGAL

Rupert Ringold
RUPERT Ringold

Sworn tobefore me this 4th day of May, 1965.

Cornelia Thompson
Notary Public

My Commission Expires:
Jan. 31, 1967

BOOK 150 PAGE 541

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE NOBLE LADIES, 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 10th day of May A. D., 1965.

Paul B. Johnson

Governor

By the Governor

Secretary of State

RESOLUTION

BE IT RESOLVED that this organization be incorporated under the name of "THE NOBLE LADIES, INC." as a non-profit non-share organization under the laws of the State of Mississippi, and that MRS. VIVIAN WATTS, MRS. EUNA LEE SCHROEDER, and MRS. MILDRED DURHAM, are hereby designated and appointed as a Committee to make application and obtain a Charter from the State of Mississippi incorporating this organization in accordance herewith.

I, the undersigned OUIDA BOYLES, Secretary of a meeting of "The Noble Ladies, Inc." do hereby certify that the above and foregoing is a true and correct copy of the Resolution which was duly and regularly adopted at the meeting of the organization of said "The Noble Ladies, Inc.", held at 308 Jonte Terrace, Pascagoula, Jackson County, Mississippi on the 12th day of April, 1965, as same appears from the minutes of said meeting in my Custody.

WITNESS MY SIGNATURE this the 27th day of April, A. D., 1965.

Ouida Boyles

OUIDA BOYLES, SECRETARY

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

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

THE CHARTER OF INCORPORATION OF

THE NOBLE LADIES, INC.

1. The corporate title of said company is: The Noble Ladies, Inc.

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
MRS. VIVIAN WATTS	P. O. BOX 514	Kreole,	Mississippi
MRS. EUNA LEE SCHROEDER	815 RIVERWOOD DR.	PASCAGOULA,	MISSISSIPPI
MRS. MILDRED DURHAM	PINEWOOD TERRACE MARKET STREET	PASCAGOULA,	MISSISSIPPI

Each incorporator is an adult citizen of the State of Mississippi.

3. The domicile is at 308 JONTE TERRACE (Street and No.) PASCAGOULA (City), MISSISSIPPI (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

The amount of authorized capital stock -- This corporation is incorporated without capital stock and without individual liability on the part of the organizers, their associates and successors who may become members of this corporation but the entire corporation shall be liable for the claims of creditors. The corporation shall neither declare nor divide any dividends or profits; shall vest in each member the right to vote in the election of officers; shall make the loss of membership by death or otherwise the termination of all interest of such member in the corporation.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To render constructive, civic and philanthropic services for the promotion of general welfare of the community and all citizens of Jackson County, Mississippi; to inculate civic consciousness by means of active participation in constructive projects, which will improve the community, more especially providing help for charity and the aged; to engage in such activities as shall raise the standards of civic morality and community welfare through educational, recreational social and civic facilities and activities, and to disseminate such knowledge as would be useful for its members in their work and home lifeand which would make them proficient in their activities as citizens and residents of Jackson County and the State of Mississippi; to Borrow money and pledge assets of the corporation as security therefor. The purpose of this corporation shall not be considered as protection, promotion or stimulation of any businesses organized for profit.

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Mrs Vivian Watts.
MRS. VIVIAN WATTS

Mrs Euna Lee Schroeder
MRS. EUNA LEE SCHROEDER

Mrs Mildred Durham
MRS. MILDRED DURHAM

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of JACKSON

This day personally appeared before me, the undersigned authority in and for the aforesaid county and State, MRS. VIVIAN WATTS, MRS. EUNA LEE SCHROEDER and MRS. MILDRED DURHAM, incorporators of the corporation known as the THE NOBLE LADIES, 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 27th day of April, A.D., 1965

My Commission Expires February 26, 1967

Annie V. Lumbert

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 6th day of May A.D., 1965 together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion

Heber Ladner
Secretary of State

Jackson, Miss., May 6, 1965

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

Joe T. Patterson
Attorney General

By Martin R. McLendon
Assistant Attorney General

NOTE:—In case all incorporators [illegible] sufficient

BOOK 150 PAGE 546

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LULA-RICH EDUCATIONAL FOUNDATION, 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 10th day of May A. D., 1965.

Paul B Johnson
Governor

By the Governor

Heber Ladner
Secretary of State

THE CHARTER OF INCORPORATION OF

LULA-RICH EDUCATIONAL FOUNDATION, INC.

1) The title of said company is:

LULA-RICH EDUCATIONAL FOUNDATION, INC.

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

William H. Mohead, Lula, Mississippi

Wilber H. Rainey, Rich, Mississippi

T. L. Brunt, Lula, Mississippi

The above incorporators are adult resident citizens of Mississippi.

3) The domicile of the Corporation in this State is: Lula, Mississippi.

4) The Corporation is:
Non-profit and no shares of stock are to be issued.

5) The period of existence is: Perpetual.

6) The purposes for which the Corporation is created, not contrary to law are and shall be exclusively for charitable and educational purposes; and this Corporation is organized not for profit, and shall be operated exclusively for charitable and educational purposes, with its primary purposes more specifically stated as follows:

a) To organize, own and operate schools, colleges and other educational institutions for the education of youth that they may be taught complete and adequate proficiency in all good learning.

b) To fix the curricula of such schools, colleges and other institutions and the standards and qualifications for admission of pupils and students and for their retention in such schools, colleges or other institutions of learning, and to reject any applicant for admission for any cause deemed sufficient to the Corporation. It being the intent and purpose of the Corporation that no person shall have a right to be admitted to such schools, colleges or other institutions of learning, but that any person so admitted or retained shall be admitted or retained solely in accordance with the will of the members of this corporation and not otherwise.

c) To select and employ such principals, teachers, professors, instructors and other employees as the corporation may deem necessary and advisable and provided that no person shall have a right to be employed or retained as a principal, teacher, professor, instructor or other employee but any such employment or retention is solely at the will and pleasure of the Corporation and may be denied or terminated at the will of the Corporation.

d) To prescribe, charge and collect such fees as the Corporation may find necessary and proper to be collected from pupils and students and to vary such charges in individual instances as may be determined by the Corporation so that it shall not be necessary for all of the pupils or

students in the same grade or class to pay the same fees or tuition but such fees or tuition to be charged in each case is solely within the discretion of the Corporation and at its own will and pleasure. This shall not prevent schedules of estimated fees or rates of tuition from being set and advertised as matters of information only, but the Corporation shall never, in any individual case, be bound by such schedule of estimated charges.

e) To acquire by purchase, gift or in any other lawful manner such real and personal property as is requisite and necessary for the carrying out of the purposes for which this Corporation is formed. But the acceptance of any gift or grant from any public body or governmental unit which would be held to affix a public character upon this Corporation or render its internal management subject to the regulation of any public agency or court shall be ultra vires and void.

f) To sell, mortgage or in any other lawful manner dispose of its money, choses in action, real or personal property as seems good to the Corporation, except that no properties or dividends shall be paid to the members of the Corporation or to any person, firm or Corporation for them.

g) To have and use a corporate seal, to sue and be sued, to exercise generally such powers

as are by law conferred upon corporations not for profit.

7) The Corporation shall not be required to make publication of this Charter. It shall issue no shares of stock and shall divide no dividends or profits among its members. The by-laws of the Corporation shall provide the requirements for membership. Expulsion shall be the only remedy for non-payment of dues. Each member shall have one vote in the election of all officers. The loss of membership by death or otherwise shall terminate all interest of a member 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.

SIGNED at Lula, Mississippi, this the 4th day of May, A. D., 1965.

William H. Mohead

Wilber H. Rainey

T. L. Brunt

STATE OF MISSISSIPPI
COUNTY OF COAHOMA

PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named William H. Mohead, Wilber H. Rainey and T. L. Brunt, who acknowledged that they executed the foregoing instrument on the day and year therein mentioned.

GIVEN under my hand and official seal of office on this 4th day of May, 1965.

Notary Public

My Commission Expires _____.

BOOK 150 PAGE 552

Be it remembered that at a meeting of _____ Lula-Rich Educational Foundation, Inc. _____, begun and held at Lula, Mississippi, on the 4th day of May _____, A. D. 1965, the following, among other, proceedings were had and done, to-wit:

On motion made, seconded, and unanimously adopted, William H. Mohead _____, Wilber H. Rainey _____, and T. L. Brunt _____ were authorized, empowered, and directed to make application for a Charter of Incorporation as a non-profit corporation under the laws of Mississippi, in the form as attached hereto.

Certified a true copy as the same appears on the minutes of said organization.

William H Mohead
Presiding Officer

Attest:

Donald McKnight
Secretary

BOOK 151 PAGE 553

Received at the office of the Secretary of State, this the 6th day of May A. D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Ladner
SECRETARY OF STATE.

Jackson, Miss.,

May 6, 1965

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

Joe T. Patterson
ATTORNEY GENERAL.

By Martin R. McLendon
Assistant Attorney General.

C-64

BOOK 150 PAGE 554

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

YAZOO COUNTY CITIZENS BAND RADIO 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 10th day of May A. D., 1965.

Paul B. Johnson

Governor

By the Governor

Secretary of State

MINUTES OF THE MEETING OF THE YAZOO COUNTY CITIZENS BAND RADIO CLUB

A MEETING OF THE MEMBERS OF THE YAZOO COUNTY CITIZENS BAND RADIO CLUB WAS HELD IN THE BANQUET ROOM OF THE CIRCLE CAFE, IN YAZOO CITY YAZOO COUNTY, MISSISSIPPI, ON APRIL 9, 1965; SAID MEETING HAVING BEEN CALLED AND HELD IN ACCORDANCE WITH THE CONSTITUTIONS AND BY-LAWS OF SAID CLUB; DUE NOTICE OF SAID MEETING HAVING BEEN GIVEN TO THE MEMBERSHIP.

AFTER A DISCUSSION AND ON MOTION DULY MADE AND SECONDED, THE FOLLOWING RESOLUTION WAS ADOPTED BY THE AFFIRMATIVE VOTE OF ALL PERSONS PRESENT AT THE MEETING; TO WIT:

RESOLVED, THAT BENTON P. ESTES, LESTER O. VANDEVENDER AND JAMES L. GRAHAM JR. MEMBERS OF THIS CLUB, WHO ARE ADULT RESIDENTS AND CITIZENS OF YAZOO COUNTY MISSISSIPPI, BE AND THEY ARE HEREBY AUTHORIZED AND DIRECTED TO TAKE ALL STEPS NECESSARY FOR THE PURPOSE OF INCORPORATING SAID CLUB IN ACCORDANCE WITH THE LAWS OF THE STATE OF MISSISSIPPI, AND OBTAINING A CHARTER OF INCORPORATION FROM THE SECRETARY OF STATE.

THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE MEETING, THE SAME WAS ON MOTION DULY MADE, SECONDED AND CARRIED...ADJOURNED.

Benton P Estes
PRESIDENT - BENTON. P. ESTES

James L. Graham Jr.
SECRETARY - JAMES L. GRAHAM JR.

CERTIFICATE

THE UNDERSIGNED, BENTON P. ESTES, PRESIDENT AND JAMES L. GRAHAM JR. SECRETARY; RESPECTIVELY, OF THE YAZOO COUNTY CITIZENS BAND RADIO CLUB, HEREBY CERTIFY THAT THE ABOVE AND FOREGOING CONSTITUTES AND IS A TRUE AND CORRECT COPY OF THE MINUTES OF THE MEETING OF THE MEMBERSHIP OF SAID CLUB, HELD IN THE BANQUET ROOM OF THE CIRCLE CAFE IN YAZOO CITY, YAZOO COUNTY, MISSISSIPPI ON APRIL 9, 1965. THAT SAID MINUTES CORRECTLY REFLECT THE ACTIONS TAKEN AT SAID MEETING AND THE RESOLUTION ADOPTED AT SAID MEETING AS SET FORTH ABOVE IS NOW IN FULL FORCE AND EFFECT.

WITNESS THE SIGNATURES OF THE UNDERSIGNED ON THIS 9th. DAY OF APRIL 1965.

James L. Graham Jr.
SECRETARY- JAMES L. GRAHAM JR.

Benton P Estes
PRESIDENT - BENTON P. ESTES

BOOK 150 PAGE 556

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

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

THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is: YAZOO COUNTY CITIZENS BAND RADIO CLUB

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
BENTON O. ESTES	130 CALHOUN AVENUE	YAZOO CITY,	MISS.
LESTER O. VANDEVENDER	P.O. BOX 86	BENTONIA,	MISS.
JAMES L. GRAHAM JR.	528 E. 14th. STREET	YAZOO CITY,	MISS.

All of whom are adult resident citizens of the State of Mississippi.

3. The domicile is at 322 SO. WASHINGTON STREET (Street and No.) YAZOO CITY (City) MISSISSIPPI (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

THIS IS A NON-PROFIT CORPORATION AND NO SHARES OF STOCK ARE TO BE ISSUED!

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

TO ASSOCIATE AS A CIVIC IMPROVEMENT SOCIETY NOT FOR PROFTT; TO ENCOURAGE AND PROMOTE PROGRAMS RELATING TO EDUCATION, RESEARCH, DEVELOPMENT OF RADIO COMMUNICATIONS; TO COOPERATE WITH THE OFFICIALS OF POLITICAL SUBDIVISIONS OF THE STATE IN THE FORMATION OF PLANS FOR PROJECTS IN THE ATTAINMENT OF SAID PURPOSES AND OBJECTIVES; TO MAINTAIN AND PROMOTE HIGHER PROFESSIONAL STANDARDS AND ETHICS IN PROFESSIONAL COMMUNICATIONS; TO CULTIVATE FRIENDSHIP AND MUTUAL UNDERSTANDING AMOUNG PEOPLE INTERESTED IN RADIO COMMUNICATIONS. TO PURCHASE SUCH BUILDINGS AND / OR PROPERTIES AS SHALL BE FOUND REASONABLY NECESSARY TO PROPERLY CARRY OUT THE OBJECTIVES OF THIS RADIO CLUB.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

BOOK 150 PAGE 558

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

THE BELOW LISTED MEMBERS OF THIS CLUB ARE ADULT RESIDENTS AND CITIZENS OF YAZOO COUNTY, MISSISSIPPI, AND ARE HEREWITH SUBMITTED AS THE INCORPORATORS OF THIS RADIO CLUB.

Signatures: Benton P. Estes
BENTON P. ESTES

Lester O. VanDevender
LESTER O. VANDEVENDER

James L. Graham Jr.
JAMES L. GRAHAM JR.

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of Yazoo

This day personally appeared before me, the undersigned authority Benton P. Estes, Lester O. VanDevender, James L. Graham, , ,

incorporators of the corporation known as the Yazoo County Citizens Band Radio Club who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 6th day of May, 1965.

W. G. Montgomery Jr.
NOTARY PUBLIC
My Commission Expires March 8, 1968

STATE OF MISSISSIPPI
County of

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

, , ,

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

Received at the office of the Secretary of State this the 7th day of May A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Dillon Bradley
Secretary of State

Jackson, Miss., May 7, 1965

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

Joe T. Patterson
Attorney General

By Martin A. McLeodon
Assistant Attorney General

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

BOOK 150 PAGE 559

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BOYS BASEBALL 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 10th day of May A. D., 1965.

Paul B. Johnson

Governor

By the Governor

Secretary of State

BOOK 150 PAGE 500

April 11, 1965

The Boys Baseball Association met at the Farish Street Branch Y.M.C.A., at 2:30 P.M. The meeting was called to order by the President. The group was led in prayer by Warren Craft. The first order of business was the report on the Charter Project headed by J.W. Perry. Perry made a detailed report, and showed two copies of the Charter that he had to the group. The president asked the group to express it self on the issue of whether they wanted a Charter or not. There was a unanimous vote for the Charter. Tvester Calvin moved that we should follow through on the Charter and the motion was seconded by John Stevens, the motion was carried. J.W. Perry was authorized by the president to get it notorized and return it to the Lawyer in charge of handling the legal end of the Charter for the Boys Baseball Association. The Boys baseball association then went into further new business, concerning membership campaign and ticket selling program. The meeting was adjourned.

Julius C. Hughes, Secretary

March 31, 1965

BOOK 190 PAGE 001

The executive committee of the Boys Baseball Association met at the Farish Street Branch Y.M.C.A., 806 North Farish Street at 7:30 to plan out the course of business for the 1965 baseball season. One of the primary objectives connected with the meeting was getting a Charter. The idea of a Charter was agreed upon by all of the members present. (1.) Earl Claxton, President, (2.) J.W. Perry, 2nd Vice President, (3.) Julius C. Hughes, Financial Secretary, and (4.) Warren Craft, Treasurer. J.W. Perry was delegated to contact an Attorney about drawing up a Charter. Mr. Perry accepted this project and then told the Board that he would have some type of report on the progress of this Charter on the next regular Boys Baseball Association meeting which is April 11, 1965. The meeting was adjourned.

Jullus C. Hughes, Secretary

BOOK 150 PAGE 302

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

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

THE CHARTER OF INCORPORATION OF

BOYS BASEBALL ASSOCIATION

1. The corporate title of said company is:

BOYS BASEBALL ASSOCIATION

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
J. W. PERRY	3804 WILLOW DRIVE	JACKSON	MISSISSIPPI
EARL CLAXTON	2308 NEWPORT STREET	JACKSON	MISSISSIPPI
JULIUS C. HUGHES	3330 CENTER STREET	JACKSON	MISSISSIPPI

ALL INCORPORATORS ARE ADULT RESIDENT CITIZENS OF THE STATE OF MISSISSIPPI.

3. The domicile is at 806 N. Farish Street, (Street and No.) Jackson, (City) Mississippi (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This is a non-profit corporation and no shares of stock shall be issued; it is to be organized and operated as a civic community enterprise for the benefit of various aged boys for the sport of baseball.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To organize, operate and control an organized baseball league or leagues for boys of various ages; to make or adopt rules of play; to set qualifications for eligibility of players; to own, construct, lease or control playing facilities, both real and personal; to solicit donations or earn funds through projects of various kinds for support but not for profit to any member, although compensation may be provided for umpires, working officials and concessionaires, when funds are available; to purchase and provide necessary and proper insurance coverage for players; and to do all things necessary to the legal operation of a baseball program for boys.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

BOOK 150 PAGE 084

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Earl Claxton

Julius C. Hughes

J. W. Perry

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority J. W. PERRY, EARL CLAXTON, JULIUS C. HUGHES, _____, _____, _____, _____, _____, incorporators of the corporation known as the BOYS BASEBALL 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 10th day of April, 19 65

My Commission Expires July 12, 1965

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____, incorporators of the corporation known as the _____ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 19____

Received at the office of the Secretary of State this the 3rd day of May A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., May 4, 1965

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

Attorney General

By _____

Assistant Attorney General

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

BOOK 150 PAGE 365

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

COMMUNITY OPERA 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 10th day of May A. D., 1965.

Governor

By the Governor

Secretary of State

BOOK 150 PAGE 066

COMMUNITY OPERA ASSOCIATION HATTIESBURG, MISSISSIPPI

COPY OF RESOLUTION AUTHORIZING INCORPORATION OF COMMUNITY OPERA ASSOCIATION, INC.

ON MOTION DULY MADE AND SECONDED, THE FOLLOWING RESOLUTION WAS ADOPTED BY THE MEMBERSHIP OF COMMUNITY OPERA ASSOCIATION AT A MEETING HELD IN HATTIESBURG, MISSISSIPPI, ON JANUARY 4, 1965:

R E S O L U T I O N

Be it Resolved, that Jack F. Burke, Jr., President, and J. W. Clinton, Secretary-Treasurer, of Community Opera Association of Hattiesburg, Mississippi, be, and they are hereby Authorized and empowered to do and perform all acts necessary to complete the legal organization and incorporation of this Association and to pay all expenses necessary and incident to the completion of the incorporation of this Association under the corporate name of "Community Opera Association, Inc."

STATE OF MISSISSIPPI

COUNTY OF FORREST

I, J. W. Clinton, the duly elected and qualified and acting Secretary of the Community Opera Association of Hattiesburg, Mississippi, do hereby certify that the above and foregoing is a true and correct copy of the Resolution which appears of record in the Minute Book of said Association, and which Resolution was adopted at the meeting held on January 4, 1965, which Minute Book is in my care and custody.

J. W. CLINTON, SECRETARY
of the Community Opera Association
of Hattiesburg, Mississippi.

STATE OF MISSISSIPPI ::

COUNTY OF FORREST ::

This day personally appeared before me, the undersigned authority in and for said county and state, Jack F. Burke, Jr., J. W. Clinton, and Alvin N. London, who, after being first duly sworn by me, state on their respective oaths that they are each and all adult resident citizens of the County of Forrest, State of Mississippi, all residing within the corporate limits of the City of Hattiesburg, Forrest County, Mississippi.

Jack F. Burke Jr
JACK F. BURKE, JR.

J. W. CLINTON

Alvin N. London
ALVIN N. LONDON

SWORN TO AND SUBSCRIBED BEFORE ME ON THIS JANUARY 14, 1969.

Notary Public In and For
Forrest County, Mississippi

BOOK 150 PAGE 008

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

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

THE CHARTER OF INCORPORATION OF

COMMUNITY OPERA ASSOCIATION, INC.

1. The corporate title of said company is: COMMUNITY OPERA ASSOCIATION, INC.

2. The names of the incorporators are:
(The application must show affirmatively that all incorparators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
JACK F. BURKE, JR.	201 North 23rd Avenue,	Hattiesburg,	Mississippi
J. W. CLINTON	2302 Mimosa Lane,	Hattiesburg,	Mississippi
ALVIN N. LONDON	700 Woodhaven Drive,	Hattiesburg,	Mississippi

ALL OF THE ABOVE INCORPORATORS ARE ADULT RESIDENT CITIZENS OF MISSISSIPPI.

3. The domicile is at 111 East Pine Street, Hattiesburg, Forrest County, Mississippi.
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This corporation shall be a non-profit corporation, and no shares of stock shall be issued. It shall be a representative, legislative and executive body. Its membership shall be composed of individuals who actively support the presentation of operas for the citizens of South Mississippi.

5. Period of existence shall be perpetual.

C-30

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purpose of this Corporation shall be to promote and foster the cultural interests of the citizens of South Mississippi who are interested in the performance of opera; to engage artists to perform in various operas to be promoted by the Corporation, and to make contracts for the performances, to execute valid and binding legal obligations to engage performers and musicians, and to execute contracts with insurance companies to insure such opera performances against public liability generally and other hazards as might be encountered in the operation of an opera house or theater.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

BOOK 150 PAGE 70

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: _____

JACK F. BURKE, JR., PRESIDENT,
Community Opera Association

_____

J. W. CLINTON, SECRETARY
Community Opera Association

_____

ALVIN N. LONDON, Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of FORREST

This day personally appeared before me, the undersigned authority JACK F. BURKE, JR., J. W. CLINTON, and ALVIN N. LONDON, _____, _____, _____, _____, _____, incorporators of the corporation known as the COMMUNITY OPERA ASSOCIATION, INC., who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 14th day of JANUARY, 1965.

_____
Notary Public, Forrest County, Mississippi.

STATE OF MISSISSIPPI
County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____, incorporators of the corporation known as the _____ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 19____.

_____

Received at the office of the Secretary of State this the 15th day of January A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

_____
Secretary of State

Jackson, Miss., January 16, 1965

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

_____
Attorney General

By _____
Assistant Attorney General

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

BOOK 150 PAGE 571

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LAUDERDALE COUNTY REACT, 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 10th day of May A. D., 1965.

Governor

By the Governor

Secretary of State

FILE 150-[illegible]72

CERTIFICATE OF RESOLUTION IN MINUTES OF MEETING OF

LAUDERDALE COUNTY REACT

I, the undersigned secretary of the Lauderdale County React, an unincorporated association, hereby certify that the following resolution is a true and correct copy of the resolution spread on the minutes of the meeting of the Lauderdale County React held on the 29th day of April, 1965 in Meridian, Mississippi, after giving due notice of said meeting, and a quorum being present to transact business, to-wit:

BE IT RESOLVED, that the Lauderdale County React, an unincorporated association, be incorporated under the laws of the State od Mississippi, and the name of the association be LAUDERDALE COUNTY REACT, INCORPORATED, and that W. S. Smylie, III, Arthur P. Baltzell and Robert Jarman be and they are hereby authorized, directed and empowered, as incorporators, to make application for a charter of incorporation of the association.

The foregoing resolution was unanimously adopted by the members of the association at said meeting.

Certified to, this the [illegible] day of [illegible], 1965.

[illegible]

Secretary of Lauderdale County React

THE CHARTER OF INCORPORATION OF

LAUDERDALE COUNTY REACT, INCORPORATED

ARTICLE I

The corporate title of said company is Lauderdale County REACT, incorporated.

ARTICLE LL

The names and addresses of the incorporators, who are adult resident citizens of Lauderdale County, Mississippi, are:

W. S. Smylie, III	4112 Pineview Circle,	Meridian, Mississippi
Arthur P. Baltzell	4811 Skyland Drive,	Meridian, Mississippi
Robert Jarman	Route 4,	Meridian, Mississippi

ARTICLE III

The domicile of this corporation is at 208 Lamar Building, Meridian, Mississippi.

ARTICLE IV

This corporation is a non-profit corporation, and no shares of stock shall be issued, but all members of the organization shall share equally in the corporate assets, and each member's share shall be represented by a membership certificate.

The type of organization is fraternal, and a club for the purpose of communications by transmitting and receiving communications by citizens' band radios in compliance with the Federal Communications Commission. And to affiliate with and operate in conjunction with other like local and national clubs.

ARTICLE V

The period of existance of this corporation shall be perpetual.

ARTICLE VI

The purpose of creating this corporation, not contrary to law, including the rights and powers that are to be exercised by said corporation are:

For communications [illegible] its members, and other persons holding class [illegible] the Federal Communications Commission, by transmitting and receiving communications [illegible], private and personal in [illegible], by two-way citizens' [illegible],

both stationary and mobile, under the Federal Communications Commission regulations, and not contrary to law.

For interstate and intrastate communications by two-way citizens' band radios among its members and other persons holding class D licenses and similar clubs operating under the Federal Communications Commission regulations, and police departments, fire deparments, ambulance services, hospitals, doctors and all other public and private persons and agencies in aiding, assisting and rendering any and every type and kind of services in any and every type and kind of emergencies at any and all times.

And to own, maintain and operate two-way citizens' band radios, both stationary and mobile, and home, base or central citizens' band radio units, both stationary and mobile.

To associate and affiliate with and operate in conjunction with all other persons, clubs and associations, both local and national, in carrying out the purposes of this corporation.

To organize, sponsor and promote a ladies auxiliary as a subsidiary to the organization to give and furnish aid in carrying out the purposes of this corporation.

To sponsor social activities for the interest of its members and their families and guests.

To buy, lease, rent, or otherwise acquire, own and hold title or possession to real and personal property necessary or incidental for the carrying out the purposes of this corporation, and to borrow money, goods and services, and pledge, mortgage or otherwise incumber the corporate assets to secure the repayment of the money, goods and services borrowed. And to do and perform all other acts and things necessary or incidental to carrying out the purposes of this organization, not contrary to law.

The foregoing rights and powers enumerated are in addition to, and not in limitation of, the rights and powers granted by law.

ARTICLE VII

This corporation shall issue no shares of stock, and shall divide no dividends or profits among its members. Each member is vested with the right to one vote in the election of all officers.

The loss of membership, by death or otherwise, terminates all interest of such members in the corporate assets. And the only remedy for non-payment of dues shall be expulsion from the organization. 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.

WITNESS OUR SIGNATURES, this the 4th day of May, 1965

W. S. Smylie, III

Arthur P. Baltzell

Robert Jarman

Incorporators

STATE OF MISSISSIPPI

COUNTY OF LAUDERDALE

This day personally appeared before me, the undersigned authority in and for said County and State, W. S. Smylie, III, Arthur P. Baltzell and Robert Jarman, incorporators of the corporation known as Lauderdale County REACT, Incorporated, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed.

Given under my hand and official seal, this the 4th day of May, 1965.

Notary Public

My Commission expires: [illegible]

Received at the office of the Secretary of State, this the 6th day of May, 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Ladner
Secretary of State

* * * * * *

Date May 6, 1965

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

[illegible]
Attorney General

By: [illegible]
Assistant Attorney General

BOOK 150 PAGE 077

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

COMMUNITY ACTION 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 10th day of May A. D., 1965.

Governor

By the Governor

Secretary of State

BOOK 100 PAGE 018

STATE OF MISSISSIPPI

COUNTY OF JONES

RESOLUTION

"RESOLVED, that T. B. Portis, Jr., L. C. Crosby, and Robert H. Chess, all adult resident citizens of Jones County, Mississippi, be and they are hereby authorized by the Community Action Club, an unincorporated association, at a regular meeting duly called for said purpose, to make application for a grant of a Charter of Incorporation in Mississippi, non-profit, and to make and execute all necessary documents and instruments required."

I, L. C. Crosby, Secretary of Community Action Club, do hereby certify that the above and foregoing is a true and correct copy of the resolution passed by said association at a meeting held on the 6th day of February, 1965, as same appears on the minutes of the association, of which I am the official custodian.

Witness my signature this the 31 day of March, 1965.

L. C. Crosby
Secretary

Furnished by Heber Ladner, Secretary of State, Jackson, Miss. [illegible]

[illegible] form and [illegible] in making application for Charter of Incorporation in Mississippi. Non-profit.

THE CHARTER OF INCORPORATION OF

COMMUNITY ACTION CLUB, INC.

1. The corporate title of said company is: COMMUNITY ACTION CLUB, INC.

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
T. S. Portis, Jr.	206 Purvis Drive	Laurel	Mississippi
L. C. Crosby	212 Simmons	Laurel	Mississippi
Robert H. Chess	712 S. 7th Avenue	Laurel	Mississippi

All of the above incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at c/o Sandy Gavin School, [illegible] Street, Laurel, Mississippi
Street and No. City State

4. (State set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

No capital [illegible]. [illegible] [illegible] [illegible] as described.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To work for the improvement of the cultural, educational, civic, and recreational welfare of the community, including, but not limited to, operating, maintaining and promoting "Little League Baseball" and such other related functions, in order to provide wholesome recreation, to mold character, to curb delinquency and to teach good sportsmanship and fair play; to deal in and with land, personal property, both tangible and intangible, which may be convenient or necessary to the proper execution of the above purposes, whether specifically included herein or not.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Robert H. Chess
L. C. Crosby
T. B. Portis, Jr.

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
County of Jones

This day personally appeared before me, the undersigned authority T. B. Portis, Jr., L. C. Crosby, Robert H. Chess, , , ,

incorporators of the corporation known as the Community Action Club, Inc.

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 1st day of April, 1965

My Commission Expires: Notary Public

STATE OF MISSISSIPPI
County of

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

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 9th day of April A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., April 9, 1965

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

Attorney General

By Assistant Attorney General

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

BOOK 150 PAGE 582

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

EAST JERUSALEM 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 10th day of May A. D., 1965.

Paul B. Johnson

Governor

By the Governor

Secretary of State

At a regular business meeting of the East Jerusalem Baptist Church, Blanks Street South, Picayune, Mississippi, held on the 15 day of April, 1965, a quorum being present, the following resolution was introduced and duly passed in accordance with the Constitution and by-laws of said organization:

R E S O L U T I O N

WHEREAS, the East Jerusalum Baptist Church, has been in existence for many years and it is the consensus of opinion of this meeting that said organization should become incorporated under the laws and constitution of the State of Mississippi, and

WHEREAS, a prospective charter has been read over at this meeting,

Now, Therefore, Be it resolved by the membership of the East Jerusalem Baptist Church, an unincorporated association, that the said church shall become incorporated under the Constitution of the State of Mississippi, under the name of East Jerusalem Baptist Church, Inc., and that the Trustees, Sampson Coe, Louis Hardway, Fred Freeman and Oscar Barker, be, and they are hereby authorized and directed, on behalf of said church, to execute any and all documents necessary or advisable to that end, and to pay all expenses incident to the incorporation of said Church.

STATE OF MISSISSIPPI
COUNTY OF PEARL RIVER

I do hereby certify that I am the duly elected and acting Secretary of the East Jerusalem Baptist Church of said county and state, and the keeper and custodian of the minutes of said church, and that the above and foregoing resolution was duly passed at the aforesaid meeting of said organization and that same has been incorporated in and now is a part of the minutes of said meeting of said church.

Witness my signature this the 15 day of April, 1965.

Nettie W. Bell
SECRETARY OF EAST JERUSALEM BAPTIST CHURCH.

BOOK 150 PAGE 384

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

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

THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is: East Jerusalem Baptist Church ~~South Blanks Street. Picayune, Mississippi~~

2. The names of the incorporators are:
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Trustees:			
Sampson Coe	809 Jackson Ave.	Picayune,	Miss.
Louis Hardway	305 Blanks Street	"	"
Fred Freeman	311 Blanks Street	"	"
Oscar Barker	1216 Blanks Street	"	"

Each incorporator is an adult resident citizen of the State of Mississippi

3. The domicile is at Blanks Street (Street and No.) Picayune (City) Mississippi (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

There is no capital stock.

There are no shares of any value.

5. Period of existence shall be perpetual. The period of existence is perpetual.

5. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To seek the winning of lost souls to Christ and their training for Christian Service; to share in the winning of lost people of the world to Christ by advancing the Baptist faith; to teach and preach the Gospel of the Lord Jesus Christ according to the doctrines of the New Testament; to consecrate and sanctify the proper human relationships between individuals; to own, purchase, lease in whole or in part, acquire, operate, use, mortgage, sell, pledge, assign or otherwise dispose of real estate necessary or expedient or proper to carry out the usual and general purpose of Baptist Churches now affiliated with the faith followed by unincorporated association which formerly operated as the East Jerusalem Baptist Church and which was the predecessory to this corporation, not in conflict with the Constitution of the State of Mississippi and the United States of America. To own and operate a Church building as a meeting place for the members of the Church; to provide for regular and special meetings of any and all kinds, of its members, and to promote the religious interest and general welfare of its members, of the general public as a whole.
The Church shall be a Christian Democracy fashioned after the New Testament pattern. Each member shall have equal right to vote and no member shall attempt to interfere with the opinion of other members. The pastor shall be the counselor for the membership.
The officers shall be the Pastor, who shall be the spiritual leader, and supervise the work of the other officers; the Deacons, consisting of such members of the Church from the membership who shall be elected by the members of the Church, which deacons shall serve as assistants to the pastor in his work, maintain the discipline of the membership, be responsible for the finances of the church, and assist in serving ordinances of the church; the Clerk or Secretary, who shall record the minutes of business meetings, shall be responsible for valuable records, and do the correspondence for the church; the Treasurer, who shall recieve and disburse all money and shall make a report as required to the church of all transactions; and such other officers as the membership of the church shall deem it wise to elect.

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Oscar Barker
Jack Freeman
Louis Hardaway

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of PEARL RIVER

This day personally appeared before me, the undersigned authority Sampson Coe, Louis Hardway, Fred Freeman, Oscar Barker, incorporators of the corporation known as the East Jerusalem Baptist Church who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 1st day of May, 1965

My comm. expires: 12-31-67 Robt. A. Beckham Jr.
NOTARY PUBLIC

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 5th day of May A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Ludlum
Secretary of State

Jackson, Miss., May 5, 1965

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

Joe T. Patterson
Attorney General

By Martin R. McLendon
Assistant Attorney General

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

BOOK 150 PAGE 587

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

GULF STATES CITIZENS BAND 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 10th day of May A. D., 1965.

Governor

By the Governor

Secretary of State

BOOK 150 PAGE 388

GULF STATES CITIZENS BAND ASSOCIATION

The executive committee, consisting of all the officers elected at the membership meeting held April 4, 1965 at the old VFW hall at Biloxi, of the Gulf States Citizens Band Association, in duly called session at the Chamber of Commerce Building in Gulfport on the night of April 7, 1965, declared unanimously that it be the intention of the body to direct the President, one of the Vice-Presidents, the Secretary and one other member of the association, all of whom individually and collectively declare under oath hereinafter that they are all of legal age and are bonafide residents of the State of Mississippi, to make application to the proper authorities to have the Gulf States Citizens Band Association incorporated under the laws of the State of Mississippi as a "Non Profit" corporation.

President

Vice-President

Secretary

Member

Furnished by Heber Ladner, Secretary of State, Jackson, Miss. BOOK 130 PAGE 389

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

THE CHARTER OF INCORPORATION OF

Gulf States Citizens Band Association

1. The corporate title of said company is:

Gulf States Citizens Band Association Inc.

2. The names of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Ross A. Coleman	Route 1, Box 670	Biloxi	Mississippi
Norbert B. Turner	Box 271	Kreole	Mississippi
Eva Lee Brent	General Delivery	Gautier	Mississippi
C. Lee Brent, Jr.	General Delivery	Gautier	Mississippi

Each of the above applicants declares under oath, hereinafter, that he is an adult resident of the State of Mississippi.

The domicile is at Route 1, Box 670, Biloxi, Mississippi, the mail address

3. ~~The domicile is at~~ P. O. Box 1433 (Street and No.) Gulfport (City) Mississippi (State)

4. (Here set out that the corporation in Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

The applicants do hereby declare that the corporation shall be a non-profit corporation; that no shares of stock shall be issued nor dividends declared.

The affairs and business of this corporation shall be managed by a Board of Directors, consisting of the President, three Vice-Presidents, the Secretary, and the Treasurer, and as many additional members as determined by the membership, or no additional Directors, at the discretion of the membership.

5. Period of existence shall be perpetual.

BOOK 150 PAGE 350

6. The purpose for which it is created.

It is contemplated that this corporation shall be formed for the following purposes:

1. To promote friendship, good will and cooperation between all users of the citizens radio service;

2. To help members interpret the meaning of Part 95 of the Federal Communications Commission rules and regulations;

3. To disseminate information regarding new FCC rules and actions concerning CB radio;

4. To formulate a code of proper operating procedure for member stations to utilize;

5. To establish a network of voluntary monitoring stations to offer aid and assistance to individuals in difficulty and assist visiting motorists;

6. To be in contact with government authorities for the purposes of aiding in civil emergencies;

7. To protect and to promote the best interests of the members, both individually and as a group;

8. To further the proper and orderly use of the Citizens Radio Service.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

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

NOTE—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: [illegible]

[illegible]

[illegible]

[illegible]

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Jackson

This day personally appeared before me, the undersigned authority Ross A. Coleman, Norbert B. Turner, Eva Lee Brent, C. Lee Brent, Jr.,

incorporators of the corporation known as the Gulf States Citizens Band Association Inc. who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 10th day of April, 1965

[illegible]

Notary Public Commission Expires 8-23-67

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 13th day of April A.D., 1965, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[illegible]

Secretary of State

Jackson, Miss., April 13, 1965

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

Joe T. Patterson

Attorney General

By [illegible]

Assistant Attorney General

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

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BOOK 150 PAGE 593

State of Mississippi

Office of Secretary of State

Jackson

CERTIFICATE OF INCORPORATION

of

CLARKE SAVINGS AND LOAN

The undersigned, as Secretary of State of the State of Mississippi, hereby certifies that duplicate originals of Articles of Incorporation for the above named corporation duly signed and verified pursuant to the provisions of the Mississippi Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this CERTIFICATE OF INCORPORATION, and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Seal of Office,

this the 13th day of May,

1965.

SECRETARY OF STATE.

C-9

BEFORE THE BOARD OF SAVINGS AND LOAN ASSOCIATIONS OF THE STATE OF MISSISSIPPI

FILED
MAY 13 1965
HEBER LADNER
SECRETARY
OF STATE

REGULAR MAY MEETING, 1965

IN RE: INCORPORATION OF THE CLARKE SAVINGS AND LOAN QUITMAN, MISSISSIPPI

ORDER

This day came on to be considered the matter of incorporation of The Clarke Savings and Loan, Quitman, Mississippi, and the Board had before it for consideration the report of Maurice Black, Attorney-Referee, who on a prior date conducted a hearing on the proposed incorporation, such report showing that there is (1) a need for the association in the area in which it is to be domiciled, (2) that the presence of the proposed association will not jeopardize the financial stability of any existing association, and (3) that the organization of the association will benefit the area in which it is to be located.

From the report of the Attorney-Referee it appears to the satisfaction of the Board that his findings are supported by ample evidence and the Board doth find that the evidence presented before it by the Attorney-Referee is sufficient to show and does show (1) that a need for the association in the area in which it is to be domiciled, (2) that the presence of the proposed association will not jeopardize the financial stability of any existing association, and (3) that the organization of the association will benefit the area in which it is to be located.

It further appears to the satisfaction of the Board that the charter on file with it was on file for a period of not less than sixty (60) days before the date of the public hearing conducted by the Attorney-Referee and that notice of the hearing was published in a newspaper published in Clarke County, Mississippi, such

newspaper being authorized to publish legal notices therein thirty (30) days prior to the date of the hearing, and that two copies of the proposed charter as well as the original were on file during all this time; such charter showing the title of the corporation, the names and addresses of the incorporators, being at least ten (10) bona fide residents of the State of Mississippi of good moral character; said charter provided for capitalization as provided by statute, its purposes which are legal under the statutes, its lawful period of existence, said charter being in all things in proper form as prescribed by Chapter 228, Laws of 1962.

Therefore, upon motion duly made by W. Hamp King, seconded by Heber Ladner, and unanimously adopted, it is ordered and adjudged that the petition of M. V. Terry and others, proposed incorporators of The Clarke Savings and Loan of Quitman, Clarke County, Mississippi, together with proposed charter of incorporation attached thereto, be and same is hereby approved, and said Corporation be and same is hereby authorized to proceed with its organization in accordance therewith.

ORDERED AND ADJUDGED this the third day of May, A. D., 1965.

Walter Dell Davis
Vice-Chairman

ATTEST:

A. S. Graham

A. S. Graham, Executive Officer

FILED
MAY 13 1965
HEBER LADNER
SECRETARY
OF STATE

THE CHARTER OF INCORPORATION

OF CLARKE SAVINGS AND LOAN

A Stock Company

I

The corporate title of said company is Clarke Savings and Loan.

II

The names and post office addresses of incorporators are:

1. M. V. Terry,
   112 Bailey Avenue, Quitman, Mississippi
2. Paulyne Terry,
   112 Bailey Avenue, Quitman, Mississippi
3. Harold Akins,
   413 East Franklin Street, Quitman, Mississippi
4. Faye Akins,
   413 East Franklin Street, Quitman, Mississippi
5. Walter D. Gunn, M. D.,
   East Franklin Street, Quitman, Mississippi
6. Joanne W. Gunn,
   East Franklin Street, Quitman, Mississippi
7. T. C. Hammack,
   217 East Water Street, Quitman, Mississippi
8. Josie Britton,
   P. O. Box 193, Quitman, Mississippi
9. Robert E. Covington, Jr.,
   107 Cherry Lane, Quitman, Mississippi
10. Anita E. Covington,
    107 Cherry Lane, Quitman, Mississippi
11. Hal N. Dabbs, Jr.,
    South Ferrill Avenue, Quitman, Mississippi
12. Roselyn T. Dabbs,
    South Ferrill Avenue, Quitman, Mississippi

RECEIVED
JAN 25 1965

III

The domicile of the corporation is the City of Quitman, Clarke County, Mississippi.

IV

The amount of authorized capital stock is 30,000 shares at $1.00 par, being $30,000.00 of capital stock, consisting of one class of common stock with each share having equal voting rights.

V

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

VI

The rights and powers that may be exercised by this corporation are those conferred on it by House Bill No. 208, General Acts, regular legislative session, 1962, and amendments thereto, being the Savings and Loan Act of 1962, Volume IV A, Title 21, Chapter III, Mississippi Code, 1942, Annotated; those conferred on it by Senate Bill No. 1712, regular legislative session, 1962 and amendments thereto, being the Mississippi Business Corporation Act, Volume IV A, Title 21, Chapter IV, Mississippi Code of 1942, Annotated, but as limited by the Savings and Loan Act of 1962, and the purpose for which this corporation is created is the conducting of a savings and loan business, and more specifically as follows:

(a) To supplement the depository facilities in this area for the savings of its citizens and to supplement the means for local financing of homes and commercial developments.

(b) To enable its member and borrowers to acquire real estate, make improvements thereon, remove encumbrances therefrom and to lend money to be repaid in monthly installments and otherwise, as may be permitted by law.

(c) To make loans to holders of savings share accounts on the sole security of said accounts.

(d) To lend its fundson the security of liens on homes, combinations of homes and business property, business property and on personal property, within the limitations prescribed by the Board of Savings and Loan Associationsof the State of Mississippi.

(e) To contract loans on real and personal property, and, in general, to do all acts authorized by the Savings and Loan Act of 1962.

(f) To own, buy, sell, discount, assign, transfer, and hypothecate any and all kinds of notes, evidences of debt, certificates of indebtedness, participating certificates, deeds of trust, stocks, bonds and other securities; to borrow money for its legitimate purposes; to dispose of its collateral or security when necessary and proper in the operation of its business, and to own, dispose of, hold and encumber any and all kinds of real and personal property where not prohibited by law. The exercise of any of the powers hereinabove enumerated shall be restricted and limited to the extent which they are now, or might hereafter be, allowed by the law of this state or by the lawful rules and regulations of the Savings and Loan Board.

(g) To act as agent for others in the placing or procuring of loans.

(h) To act as fiscal agent for the United States and for the State of Mississippi, when legally designated for that purpose, to the extent authorized and hereafter authorized by law.

(i) To adopt all necessary by-laws, not inconsistent with the laws of the United States, The State of Mississippi,and the provisions of the of the Charter, providing for the management of its property, the regulations and government of its affairs the types or classes of savings accounts and loansand, in general, for the carrying out of the purposes for which it is organized.

(j) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of the powers hereinabove set out, along or in association with other corporations, firms or individuals, in the State of Mississippi and in the United States, to the full extent allowed by law.

VII

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

Thirty Thousand shares of common capital stock of a total par value of $30,000.00. All of said stock to be fully subscribed and fully paid for at a price of $1.75 per share and the entire purchase price totaling $52,500.00 to be paid into this corporation before it may begin business.

VIII

Before issuing any new or additional stock of the corporation, same shall first be offered to all of the existing stockholders in pro-

portion to the number of fully paid shares of stock then held by them respectively.

WITNESS our signatures this the 23rd day of January, 1965.

M. V. Terry	Paulyne Terry
Harold Akins	Faye Akins
Walter D. Gunn M.D.	Joanne W. Gunn
T. C. Hammack	Josie Britton
Robert E. Covington Jr	Anita E. Covington
Sal N. Dabbs Jr	Roselyn T. Dabbs

STATE OF MISSISSIPPI

COUNTY OF CLARKE.

Personally appeared before me the undersigned authority in and for said county and state, M.V. Terry, Paulyne Terry, Harold Akins, Faye Akins, Walter D. Gunn, M.D., Joanne W. Gunn, T.C. Hammack, Josie Britton, Robert E. Covington, Jr., Anita E. Covington, Hal N. Dabbs, Jr. and Roselyn T. Dabbs, each of whom individually acknowledged that he signed and delivered the foregoing instrument on the day and year therein set out as his free act and deed.

Witness my signature and official seal of office on this the 23rd day of January, 1965.

My commission expires:
Jan. 1, 1968

Mrs. Evie Harris
~~NOTARY PUBLIC~~ Circuit Clerk

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