

CHARTER

—DE LA—
Compagnie d'Assurances des
Marchands
Merchant's Insurance Company
ETAT DE LA LOUISIANE.

Orleans, ville de la Nouvelle-Orléans

Qui soit connu que ce 17ème jour de juillet
de l'an de Notre Seigneur mille quatre-vingt-sept
et au cours duquel le dit Notaire public a été nommé
à la date ci-dessus.

Il est fait et passé dans mon bureau en la ville de
la Nouvelle-Orléans, le jour et dans le mois de
juillet de l'an de notre Seigneur mille quatre-vingt-sept
MM. James Gouin et Bella A. Tichener, tous
deux de cette ville, Minimes compétents qui ont
signé les dits articles, avec les dites personnes
comme notaires, après que lesdits articles
furent écrits et édités.

(Original signé):

H. O. BOUCHER et autres
R. GUYOL
R. TICHENER
GEO. P. PREST, Notaire Public.

Je, soussigné, Administrateur des Hypothèques et
des Assurances de la Nouvelle-Orléans, ville de la
Louisiane, certifie que ces présentes sont l'acte
d'incorporation social de la Compagnie d'Assur-
ances des Marchands, a été déposé devant moi
le 17 juillet 1897, et que le même a été déposé
sur mon bureau dans la ville de la Nouvelle-Orléans,
Louisiane, le 17 juillet 1897.

GEO. GOUINULT.
Député Administrateur des Hypothèques et
des Assurances de la Nouvelle-Orléans, ville de la
Louisiane, certifie que ces présentes sont l'acte
d'incorporation social de la Compagnie d'Assur-
ances des Marchands, a été déposé devant moi
le 17 juillet 1897, et que le même a été déposé
sur mon bureau dans la ville de la Nouvelle-Orléans,
Louisiane, le 17 juillet 1897.

Et tel que l'a signé et apposé mon sceau
à New Orleans, le 17 juillet 1897.

A. D. BUCHER.

GEORGE C. PEREZ,
Notaire Public.

CHARTER.

STATE OF LOUISIANA.

Parish of Orleans, City of New Orleans.

It is known that on this seventh day of May
in the year of Our Lord one thousand eight
hundred and forty-four and of the Independence
of the United States of America, the one
hundred and eighteenth.

Before James Joseph Woulfe a Notary Public
in and for the Parish of Orleans, State of Louisiana,
did come and appear before him, two persons
of good character and qualified, and in
the presence of the witness hereinabove named
and undersigned:

Personally came and appeared
two persons whose names are here-
unto annexed, all above the age of majority
and residents of this City.

Who severally declare that availing them-
selves of an Act of the Legislature
of this State, known as Act No. Thirteen
of the Session of eighteen hundred and eight
of the State, relative to the organization of Cor-
porations, they have formed and organized, and by
these presents, do form themselves into, and
constitute, a Corporation, to be called "Merchant's Mutual
Insurance Company," doing business in the name
of the said Company, and to transact
all kinds of insurance business, and
to enter into contracts with other companies
and individuals, and to do all such acts
as may be necessary to carry out the objects
of the said Corporation, and to do all
such other acts as may be necessary to
make the same a valid and subsisting
Corporation, and to do all such acts
as may be necessary to make the same
a valid and subsisting Corporation.

ARTICLE FIRST.

The name and title of the Corporation
hereby formed is declared to be "Henderson
Barthelot Co., Limited".

The domicile shall be in the City of New Or-
leans, Louisiana, and the registered office
shall be its corporate name for a period of
ninety days from and after the date hereof.

All citations or other legal process shall be
served upon the President, in case of his
being unable to be found for any cause, the
same shall be served on the Vice President and
Secretary or General Manager.

ARTICLE SECOND.

That the objects and purpose for which this
Corporation is established, and the nature of
the business to be carried on by it, are hereby
declared to be buying, selling and dealing
in insurance, to do all such acts as may be
necessary to carry out the objects of the
Corporation, and under the stipulations and agree-
ments hereinabove set forth and expressed,
which they hereby adopt at their Charter, to
wit:

ARTICLE FIRST.

The name and title of the Corporation
hereby formed is declared to be "Henderson
Barthelot Co., Limited".

The domicile shall be in the City of New Or-
leans, Louisiana, and the registered office
shall be its corporate name for a period of
ninety days from and after the date hereof.

All citations or other legal process shall be
served upon the President, in case of his
being unable to be found for any cause, the
same shall be served on the Vice President and
Secretary or General Manager.

ARTICLE THIRD.

That the Capital Stock of this Corporation
shall be fixed at the sum of Fifty Thousand
Dollars (\$50,000) divided into five hundred
(\$500) shares of the par value of
One hundred dollars (\$100) each, to be paid
at such time, and in such amounts, as the
Board of Directors shall determine, and
that each stockholder may receive
for such stock as may be received or cash
paid to the Company or for property conveyed
or services rendered to it.

That the business of this Corporation
shall be to transact insurance business as
near as four thousand dollars of stock has been
paid in. Transfers of stock will not be recognized
unless unless stock is transferred on the
books of the Corporation by the owner or his
fully authorized agent.

ARTICLE FOURTH.

That this Corporation, through its Board of
Directors, shall have the power and authority to
contract, sue and be sued in its corporate
name, to hire and to let, to lease, to sell,
mortgage and pledge same, to borrow money,
issue bonds, to name and appoint managers
and agents, to sue and be sued, to make
and to make and establish such By-Laws,
rules and regulations for the proper
management and expedition of its affairs as
may be necessary and proper.

ARTICLE FIFTH.

That all the corporate powers of this Corporation
shall be vested in and exercised by a Board
of Directors, to be elected by the stockholders
of the capital stock of the Company; the
majority of whom shall constitute a quorum for
the transaction of all business.

They may change, amend and alter
the government of the business and
affairs of the Company, and alter, amend
and change at pleasure make all contracts
hier and to let, to lease, to sell, mortgage and
pledge same, to borrow money, issue bonds,
name and appoint managers and agents
and to sue and be sued, to make and establish
such By-Laws, rules and regulations for the proper
management and expedition of its affairs as
may be necessary and proper.

ARTICLE SIXTH.

That the first Board of Directors of said Cor-
poration shall consist of:

President, Mr. George A. Henderson
and Mr. W. W. Wallis, with this said W. W. Wallis
as Vice-President, George A. Henderson as Vice-
President and Secretary, and O. C. Wallis as
Treasurer, all to be appointed by the Board of
Directors.

They shall be elected on the first Tuesday in March
next, and ninety-five (95) and annually thereafter,
on election for officers shall be held at the
office of the Company, under the supervision of
two members of the Board of Directors, and
one member of the Board of Directors. Those elected
shall take their seats immediately, and shall hold same
until their successors shall have been duly
elected and qualified.

They shall elect their own officers.

All corporate elections shall be by ballot and
the majority of the Stockholders present or
represented shall have a vote, and by proxy any
Stockholder may give one vote in person or by proxy at any
meeting of the Stockholders.

ARTICLE SEVENTH.

That whenever this Corporation is dissolved,
either by limitation of the Charter, or any other
cause, its affairs shall be liquidated by three
Commissioners to be appointed by the Board
of Directors, and the stockholders convened
after thirty days prior notice shall be given by advertisement in one
of the daily Newspapers of the City of New Orleans,
and by publication thereof during
forty-eight hours, and by vote of the majority
of the Capital Stock of said Corporation, said
Commissioners shall remain in full force
until the liquidation of the assets have been fully
liquidated. In case of death of one or more
of the Commissioners, the survivor or survivors
shall continue to act.

ARTICLE EIGHTH.

That this Charter may be modified
or altered, and that Stockholders may
be liable for debts contracted by
any other corporation, and that the
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contracted by any other corporation,
and that the Stockholders may be liable
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