

ARTICLES OF INCORPORATION * UNITED STATES OF AMERICA
 *
 OF * STATE OF LOUISIANA
 *
 INDUSTRIAL DEVELOPMENT BOARD OF THE * CITY OF NEW ORLEANS
 CITY OF NEW ORLEANS, LOUISIANA, *
 INC. *
 * * * * *

BE IT KNOWN that on this 4th day of January, 1973,
 before me, a Notary Public, duly commissioned and qualified in and for the
 Parish of Orleans, State of Louisiana, therein residing, and in the
 presence of the undersigned witnesses hereinafter named, personally came
 and appeared:

John M. Flynn, Jr.
Walter B. Stuart, III
Clarence J. Jupiter

whose names are hereunto subscribed, all of full age, who severally declared
 that availing themselves of the benefits and provisions of the Constitution
 of the State of Louisiana and the laws of said State relative to the organi-
 zation of industrial development boards, and particularly of the provisions
 of Chapter 7, Title 51 of the Louisiana Revised Statutes of 1950, as amended
 by Act 103 of the Regular Session of the Legislature of Louisiana for the
 year 1972, and acting upon the authority and with the permission of the
 Council of the City of New Orleans, Louisiana, the governing authority of
 said City, by resolution adopted by said Council on January 4,
 1973, they have united to form and do by these presents form and organize
 themselves as well as all other persons who may hereafter join or become
 associated with them or their successors, into a non-profit corporation for
 the objects and purposes and under the covenants, stipulations and agreements
 following. to-wit:

ARTICLE I

The names and residences of the applicants and incorporators, each of whom is an elector of the City of New Orleans, Louisiana, are as follows:

<u>Name</u>	<u>Residence - New Orleans, La.</u>
<u>John M. Flynn, Jr.</u>	<u>2419 Pressburg Drive, 70122</u>
<u>Walter B. Stuart, III</u>	<u>5672 Rosemary Place, 70124</u>
<u>Clarence J. Jupiter</u>	<u>2812 Castiglione Street, 70119</u>

ARTICLE II

The name of the corporation shall be the INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF NEW ORLEANS, LOUISIANA, INC.

ARTICLE III

The domicile and principal office of the corporation and the location and post office address of its registered office shall be: Room 2510, City Hall, 1700 Perdido Street, New Orleans, Louisiana 70112.

ARTICLE IV

This corporation is organized pursuant to Chapter 7, Title 51 of the Louisiana Revised Statutes of 1950, as amended by Act 103 of the Regular Session of the Legislature of Louisiana for the year 1972, for the purposes set forth therein and shall have all the powers, rights and immunities granted to such corporations thereby.

ARTICLE V

Permission to organize this corporation has been granted by resolution duly adopted by the Council of the City of New Orleans, Louisiana, on the 4th day of January, 1973, a copy of which is annexed hereto and made a part hereof.

ARTICLE VI

This corporation shall be organized without capital stock, and its members, who shall also be its directors, shall be appointed by the governing authority of the City of New Orleans, Louisiana. Any qualified elector of Orleans Parish, Louisiana, shall be eligible for membership. Each member shall be entitled to one vote, and there shall be only one class of membership.

ARTICLE VII

The corporation shall have 15 directors, all of whom shall be duly qualified electors of the City of New Orleans, Louisiana, and no director shall be an officer or employee of such City.

The first board of directors shall be composed of the following persons who shall serve as directors for the terms indicated opposite their respective names.

<u>Name</u>	<u>Residence (New Orleans, La.)</u>	<u>Term</u>
1. <u>Pierre A. Hjartberg</u>	<u>4150 Maple Leaf Drive 70114</u>	2 Years
2. <u>Henry E. Braden, IV</u>	<u>2932 Bell Street 70119</u>	2 Years
3. <u>Laurance Eustis, Jr.</u>	<u>1105 Jefferson Avenue 70115</u>	2 Years
4. <u>Ernest Colbert, Sr.</u>	<u>8724 Apricot Street 70118</u>	2 Years
5. <u>Charles D. Winters</u>	<u>4663 Knight Drive 70127</u>	2 Years
6. <u>John M. Flynn, Jr.</u>	<u>2419 Prassburg Drive 70122</u>	4 Years
7. <u>Walter B. Stuart, III</u>	<u>5672 Rosemary Place 70124</u>	4 Years
8. <u>Clarence J. Jupiter</u>	<u>2912 Castiglione Street 70119</u>	4 Years
9. <u>Daniel A. McGovern, III</u>	<u>6738 Hayne Boulevard 70126</u>	4 Years
10. <u>Louis A. Di Rosa</u>	<u>1345 Robert E. Lee Boulevard 70122</u>	4 Years
11. <u>Harold Salmon, Jr.</u>	<u>1435 Eleanore Street 70115</u>	6 Years
12. <u>Lawrence A. Merrigan</u>	<u>6315 Paris Avenue 70122</u>	6 Years
13. <u>Salvador Pappalardo</u>	<u>7450 Onyx Street 70124</u>	6 Years
14. <u>Robert A. Vaucresson</u>	<u>5634 Chamberlain Drive 70122</u>	6 Years
15. <u>Lindsey J. Williams</u>	<u>6101 Dorothea Street 70126</u>	6 Years

All directors of the corporation hereafter elected to succeed those directors named in the preceding paragraph hereof, and their successors, shall serve terms of six (6) years each, except that any director appointed to fill a vacancy shall (if and to the extent this exception is in conformity with applicable law) serve only for the unexpired term of such office.

If at the expiration of any term of office a successor thereto has not been elected, then the director whose term of office has expired shall continue to hold office until his successor shall be so elected.

The board of directors shall elect from its members a President and a Secretary-Treasurer and may elect one or more Vice Presidents and the officers so elected shall also be the President, the Secretary-Treasurer and the Vice President(s), respectively, of the corporation. A majority of the board shall constitute a quorum for conducting the business and affairs of, and voting on matters properly brought before, this corporation.

ARTICLE VIII

The board of directors shall have the power to make, amend and repeal by-laws to govern this corporation.

ARTICLE IX

The full name and post office address of the corporation's agents are as follows:

<u>Name</u>	<u>Post Office Address</u>
<u>Walter B. Stuart, III</u>	<u>5672 Rosemary Place</u> <u>New Orleans, Louisiana 70124</u>
<u>Clarence J. Jupiter</u>	<u>2812 Castiglione Street</u> <u>New Orleans, Louisiana 70119</u>

THUS DONE AND PASSED IN six counterparts in my office in New Orleans,
Louisiana, on the day, month and year first above written in the presence of the
undersigned competent witnesses, who hereunto sign their names with said appearers
and me, Notary, after reading of the whole.

WITNESSES:

Kathleen Organ
Kathleen Organ

Suzanne T. Lange
Suzanne T. Lange

John M. Flynn, Jr.
John M. Flynn, Jr.

Walter B. Stuart, III
Walter B. Stuart, III

Clarence J. Jupiter
Clarence J. Jupiter

Harold B. Judell
NOTARY PUBLIC
Harold B. Judell