

To purchase or otherwise acquire and undertake all or any of the assets, business, property, privileges, contracts, rights, obligations, and liabilities of any other company or of any society, partnership or persons carrying on any part of the business which the Company is authorized to carry on or possessed of property suitable for the purposes of the Company or of any Company in which the Company holds shares, bonds, debentures, debenture stock or other securities and to pay for the same in cash or in shares or securities of the Company or partly in cash and partly in shares or securities or any other consideration, and to carry on the business of such company, society, partnership or person whose assets are so acquired.

To carry on the business of a steam, wet wash and general laundry.

To wash, clean, purify, scour, bleach, dry, iron, colour, dye, disinfect, renovate and prepare for use all articles of wearing apparel, household, domestic and other linens and cottons, woven goods and cloth and fabrics of all kinds, carpets and rugs, and to buy, sell, hire, manufacture, repair, let on hire, alter, improve, treat, and deal in all apparatus, machines, materials and articles of all kinds which are capable of being used for any such purposes.

To dry clean, embellish, renovate and repair all kinds of cloth, fabrics, goods, materials and articles.

To carry on the business of general dyeing and cleaning.

To store all kinds of moveable property for remuneration and guarantee the return thereof or payment of the value.

To carry on the business of warehousemen and forwarders in all their various branches.

To invest and deal with the moneys of the Company not immediately required in such manner as may from time to time be determined.

To distribute the whole or any part of the property of the Company in specie among the Shareholders.

To purchase or otherwise acquire, hold, sell or otherwise dispose of shares of stock, debentures or other securities of any other corporation or company.

To buy, lease or otherwise acquire and to hold, sell or otherwise dispose of real and personal property of every kind and description or any interest therein, including the power to borrow money on the security of the same or any part thereof by mortgage or otherwise.

To issue fully paid shares of the Company, either preference shares or common stock in payment or part payment of any property or rights which may be acquired by the Company, or for any services or work done for the Company, or in or towards the payment or satisfaction of debts or liabilities owing by the Company, or for charges and expenses incurred or sustained in or about the promotion and establishment of the Company.

To do all things as set out in Section 14 of "The New Brunswick Companies' Act" (being Chapter 88 of The Revised Statutes of New Brunswick, 1927, and all amendments thereof and additions thereto, by the name of "Ungar's Laundry, Limited," with a capital stock of Fifty Thousand Dollars divided into Three Hundred and Fifty Preference Shares of One Hundred Dollars Each and Fifteen Hundred Common Shares without Nominal or Par Value when issued and allotted shall not exceed in value the sum of Ten Dollars Each.

The holders of the said Preference Shares shall be entitled to and shall receive quarterly on the first days of January, April, July and October in each year, commencing with the first day of October, 1931, as and when declared by the Board of Directors, cumulative dividends on the amounts paid up on their shares at the rate of Seven Per Centum Per Annum out of the surplus profits of the Company in preference to and with priority over any payment of dividend upon the Common Shares of the Company.

The holders of the Preference Shares hereby created shall be represented upon the Board of Directors of the Company by One Director out of the total number composing such Board, and shall at the Annual General Meeting of the Company

in each year be entitled to elect One Director to represent them as aforesaid, upon whose election the holders of the Common Shares of the Company shall have no right to vote, and during such time the holders of the said Preference Shares shall have no other voting power; but anything herein to the contrary notwithstanding in case and whenever the Company shall remain in default of payment of the dividend on the said Preference Shares for a period of twelve calendar months the holders of the said Preference Shares shall be entitled to receive notice of meetings and shall have the right of voting at all meetings of the Shareholders of the Company, every holder of Preference Shares being entitled to one vote for each Preference Share held, and during such time as said default in payment of the dividend on the said Preference Shares the holders of the said Preference Shares shall elect all but one of the Directors of the Company and the holders of the Common Stock shall elect one Director only.

In the event of the voluntary liquidation, dissolution or winding up of the Company or upon any voluntary distribution of the capital assets the holders of the said Preference Shares (before any distribution is made to the holders of the Common Shares) shall be entitled to receive an amount equal to 110 per centum of the par value thereof and any unpaid dividends accumulated thereon and no more, and on any other distribution of capital assets the holders of the said Preference Shares (before any distribution is made to the holders of Common Shares) shall be entitled to receive an amount equal to 100 per centum of the par value thereof and unpaid dividends accumulated thereon and no more, any liquidation, dissolution or winding up or any distribution of assets among the Shareholders shall be deemed to be voluntary entitling the holders of the Preference Shares to 110 per centum of par per share, plus accrued dividends, unless the same be effected through or by liquidators, receivers or trustees, or a liquidator, receiver or trustee appointed by a court or elected by creditors of the Company, the appointment or election being based upon a finding of insolvency, act of bankruptcy or inability on the part of the Company to pay its debts in the usual course of business.

The Company shall not so long as any of the Preference Shares hereby created remain outstanding except with the consent and approval of the holders of at least fifty-one per centum in value of the said Preference Shares then outstanding given in writing or at a meeting specially called for the purpose;

(a) authorize or create any other or additional Preference Shares ranking in priority to or on a parity with the Preference Shares hereby created;

(b) create any mortgage, lien or encumbrance of any kind on any part of the real estate, machinery or fixed assets of the Company or authorize or issue any bond, debenture or other evidence of indebtedness maturing more than one year from the date thereof (this prohibition shall not be deemed to prevent nor shall it operate to prevent the giving of purchase money mortgages or other purchase money liens on property to be hereafter acquired by the Company, nor the acquisition of property subject to mortgages, liens or encumbrances thereon then existing, nor the giving of mortgages, charges, assignments, liens or other securities created in favour of bankers in the ordinary course of the Company's business and for the purpose of carrying on the same);

(c) sell or otherwise dispose of by conveyance, transfer, lease or otherwise, the Company's assets or undertaking as entirety unless the proceeds of such sale or disposal shall be sufficient to enable the Company to pay and unless the Company shall pay out of such proceeds all the holders of said Preference Shares then outstanding 110 per centum of par value plus any unpaid dividends accumulated thereon, nor sell or otherwise dispose of without the consent as aforesaid all or any part of the assets of the Company, excepting only office and delivery equipment.

The Company shall have the right from time to time to purchase for cancellation any of the said Preference Shares at any price under 110 per centum in the open market at market price from holders willing to dispose of the same, and in addition shall have the right and power at any time on any dividend date to redeem the whole or any part of the outstanding Preference Shares of the Company, without the consent of the holders thereof, upon payment of the sum of \$110.00 per share and accumulated dividends thereon; redemption shall be made subject to such provisions and regulations as the Directors from time to time determine, but the determination shall be by the method of drawing by lot where a portion only of the Preference Shares of the Company is to be redeemed.

The Directors of the Company may from time to time pass a By-law whereby the terms hereof and of the foregoing paragraphs may be altered, amended or repealed or the application thereof suspended in any particular case and changes made in the rights, preferences, privileges, restrictions and qualifications attaching to the said Preference Shares, but such by-law shall be confirmed at a meeting specially called for the purpose of considering the same by the holders of at least 51 per centum in value of the Preference Shares hereby created and then outstanding and at least 51 per centum of the Common Shares then outstanding, voting separately by classes.

ROBT. BAYLEY,
Deputy Prov. Sec'y-Treas.

HANNAY'S LIMITED"

Public Notice is hereby given that under "The New Brunswick Companies' Act" (being Chapter 88 of The Revised Statutes 1927), and amending Acts, Letters Patent have been issued under the seal of the Provincial Secretary-Treasurer of the Province of New Brunswick, bearing date the Twentieth day of May, A. D. 1931, incorporating, Edward Hannay, Merchant; Margaret Irving Hannay, Married Woman; Graham Michael Hannay, Salesman; Donald Fraser Hannay, Salesman; Frank Hannay, Clerk, and Charles Brown Hannay, Salesman; all of Rexton, in the County of Kent, and Province of New Brunswick, for the following purposes, namely:

To purchase and acquire the business at present carried on at Rexton, in the County of Kent, in the Province of New Brunswick, under the name, "Edward Hannay" as a growing concern, and to take over all the personal property and assets thereof (including Real Estate) and to pay for the same as may be deemed advisable, by the issue of fully paid-up shares of stock, whether Preferred or Common or otherwise.

To carry on the business of manufacturers of and dealers in conveyances, machines, and implements of all kinds and descriptions, including (but without limiting the generality of the foregoing words) threshers, tractors, agricultural implements, mowing machines, hayrakes, carts, trucks, sleighs, vehicles, railway carriages, locomotives, engines and rolling stock and to engage in the manufacture of or production of, and to deal in any materials or products which may be used in or in connection with the manufacture of such conveyances, machines or implements.

To build, construct, manufacture, repair, improve, purchase and otherwise acquire and deal in any way whatsoever, automobiles of any description, auto-trucks, auto-wagons, motor-cycles and other vehicles of any description whatsoever, moved or driven or propelled by machines or apparatus operated by means of gasoline, electricity, steam, oil, naphtha or by any means which is or may be used for purposes of locomotives and any parts and accessories of any such vehicles, machines and apparatus.

To hire or lease and otherwise possess such automobiles, auto-trucks, auto-wagons, motor-cycles and other motor vehicles as aforesaid.

To sell on commission or otherwise, and dispose of, in any way whatsoever, such automobiles, auto-trucks, auto-wagons,